



SEC FORM – I-ACGR

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

1. For the fiscal year ended **31 December 2022**
2. SEC Identification Number **13174** 3. BIR Tax Identification No. **108-278-000**
4. Exact name of issuer as specified in its charter **DIGIPLUS INTERACTIVE CORP.**
5. **Philippines** (SEC Use Only)
Province, Country or other jurisdiction of incorporation or organization Industry Classification Code:
7. **Ecoprime Bldg., 32nd St. cor. 9th Ave., BGC, Taguig City** **1635**
Address of principal office Postal Code
8. **8634-5099**
Issuer's telephone number, including area code
9. **N/A**
Former name, former address, and former fiscal year, if changed since last report.

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
The Board's Governance Responsibilities			
<p>Principle 1: The company should be headed by a competent, working board to foster the long- term success of the corporation, and to sustain its competitiveness and profitability in a manner consistent with its corporate objectives and the long- term best interests of its shareholders and other stakeholders.</p>			
Recommendation 1.1			
<p>1. Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.</p>	Compliant	<p>1. Information on the academic qualifications, industry knowledge, professional experience, expertise and relevant trainings of directors is disclosed in the Company Website which may be accessed in the following links:</p> <p><i>Company Website</i> https://digiplus.com.ph/board-of-directors/</p> <p><i>Definitive Information Statement</i> https://edge.pse.com.ph/openDiscViewer.do?edge_no=146acc541b39cb1c3470cea4b051ca8f</p> <p>2. Information on the qualification standards for directors to facilitate the selection of potential nominees and to serve as benchmark for the evaluation of its performance is disclosed in the following reports:</p>	
<p>2. Board has an appropriate mix of competence and expertise.</p>	Compliant		
<p>3. Directors remain qualified for their positions individually and collectively to enable them to fulfill their roles and responsibilities and respond to the needs of the organization.</p>	Compliant		

		<p>A. New Manual of Corporate Governance (MCG): https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p> <p>B. Definitive Information Statement: https://edge.pse.com.ph/openDiscViewer.do?edge_no=146acc541b39cb1c3470cea4b051ca8f</p>	
Recommendation 1.2			
1. Board is composed of a majority of non-executive directors.	Compliant	Out of the nine (9) members of the Board of Directors, six (6) are non-executive directors, which is more than a majority.	
Recommendation 1.3			
1. Company provides in its Board Charter and Manual on Corporate Governance a policy on training of directors.	Compliant	<p>Please refer to Section 1.3 of the Company's MCG.</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	

2. Company has an orientation program for first time directors.	Compliant	An orientation program was held on 10 November 2022 for first time directors: Atty. Timoteo B. Aquino, Mr. Ramon D. Dizon, and Atty. Jose Raulito E. Paras, who were all elected in the same year, 2022.	
3. Company has relevant annual continuing training for all directors.	Compliant	<p>The Company also holds an annual in-house seminar/training on corporate governance.</p> <p>All the directors and officers of the Company have Certificates of Attendance in Corporate Governance Training. Please see below link:</p> <p>https://digiplus.com.ph/wp-content/uploads/2023/02/Certificates-of-Attendance.pdf</p>	
Recommendation 1.4			
1. Board has a policy on board diversity.	Compliant	<p>Please refer to Section 1.4 of the Company's MCG.</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	
Optional: Recommendation 1.4			
1. Company has a policy on and discloses measurable objectives for implementing its board diversity and reports on progress in achieving its objectives.			

1. Board is assisted by a Corporate Secretary.	Compliant	Please refer to the following links / attached documents: 1. 2022 General Information Sheet filed on 25 August 2022; https://edge.pse.com.ph/openDiscViewer.do?edge_no=56e6f2a81f4322c53470cea4b051ca8f 2. Latest Amended 2022 General Information Sheet filed on 9 March 2023; https://edge.pse.com.ph/openDiscViewer.do?edge_no=87c8eede6b008b419e4dc6f6c9b65995 3. Amended By-Laws (Article IV.5); https://edge.pse.com.ph/openDiscViewer.do?edge_no=f855de1da4f506419e4dc6f6c9b65995 4. Company's MCG (Section 1.5); https://digiplus.com.ph/wp-content/uploads/2018/08/LR-WC-New-Manual-on-Corporate-Governance.pdf	
2. Corporate Secretary is a separate individual from the Compliance Officer.	Compliant		
3. Corporate Secretary is not a member of the Board of Directors.	Compliant		

		<p>5. SEC Form 17-C dated 18 September 2020 on the appointment of the Corporate Secretary. See below link for reference:</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=03c53f8e25d88b2c3470cea4b051ca8f</p> <p>Atty. Carol Padilla is the Corporate Secretary, and is not a member of the Board. Atty. Kristine Margaret Delos Reyes is the Compliance Officer.</p>	
<p>4. Corporate Secretary attends training/s on corporate governance.</p>	<p>Compliant</p>	<p>Atty. Carol Padilla attended the corporate governance seminar held on 14 December 2022. See link below for her Certificate of Attendance:</p> <p>file:///C:/Users/Carol%20Padilla/Downloads/LRWC_SEC_Letter_Certificate_OfAttendance_CorporateGovernanceSeminar_2022%20(sgd).pdf</p>	

Optional: Recommendation 1.5			
1. Corporate Secretary distributes materials for board meetings at least five business days before scheduled meeting.			
Recommendation 1.6			
1. Board is assisted by a Compliance Officer.	Compliant	Please refer to the following links / attached documents: <ol style="list-style-type: none"> 1. 2022 General Information Sheet filed on 25 August 2022; https://edge.pse.com.ph/openDiscViewer.do?edge_no=56e6f2a81f4322c53470cea4b051ca8f 2. Latest Amended 2022 General Information Sheet filed on 9 March 2023; https://edge.pse.com.ph/openDiscViewer.do?edge_no=87c8eede6b008b419e4dc6f6c9b65995 3. Company's MCG (Section 1.6); https://digiplus.com.ph/wp-content/uploads/2018/08/LR-WC-New-Manual-on-Corporate-Governance.pdf <p>Atty. Kristine Margaret Delos Reyes is the Compliance Officer, Head of</p>	
2. Compliance Officer has a rank of Senior Vice President or an equivalent position with adequate stature and authority in the corporation.	Compliant		
3. Compliance Officer is not a member of the board.	Compliant		

		Legal and Compliance Department, and Head of the Land and Investment Group. She is not a member of the board.	
4. Compliance Officer attends training/s on corporate governance.	Compliant	Atty. Kristine Margaret Delos Reyes attended the corporate governance seminar held on 14 December 2022. See link below for her Certificate of Attendance: file:///C:/Users/Carol%20Padilla/Downloads/LRWC_SEC_Letter_Certificate_OfAttendance_CorporateGovernanceSeminar_2022%20(sgd).pdf	

Principle 2: The fiduciary roles, responsibilities and accountabilities of the Board as provided under the law, the company's articles and by-laws, and other legal pronouncements and guidelines should be clearly made known to all directors as well as to stockholders and other stakeholders.

Recommendation 2.1

1. Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company.	Compliant	The directors are provided with board materials prior to the board meeting. Management provides regular reports and updates on the business and operations. Results of the operation and financial reports are presented and taken up by the Board before they are reported to the PSE and SEC. The business plans, strategies, and directions are discussed by the board in meetings to approve the Annual Budget. Section 1.1 of MCG:	
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		<p>"The company should be headed by a competent, working board to foster the long-term success of the corporation, and to sustain its competitiveness and profitability in a manner consistent with its corporate objectives and the long-term best interests of its shareholders and other stakeholders."</p>	
Recommendation 2.2			
1. Board oversees the development, review and approval of the company's business objectives and strategy.	Compliant	<p>Reports on operation is a regular part of the agenda of Board Meetings. The Board is able to oversee and monitor the implementation of the company's business objectives and strategy during those board meetings.</p>	
2. Board oversees and monitors the implementation of the company's business objectives and strategy.	Compliant	<p>Section 2.2 of MCG: "The Board should oversee the development of and approve the company's business objectives and strategy, and monitor their implementation, in order to sustain the company's long-term viability and strength."</p>	
Supplement to Recommendation 2.2			
1. Board has a clearly defined and updated vision, mission and core values.	Compliant	<p>The Company's website provides its mission, vision, and core values. See below link for reference:</p> <p>https://digiplus.com.ph/our-company/</p>	

		<p>This is reviewed annually by management. Latest review and update was made on 16 February 2022. Please see link below:</p> <p>https://digiplus.com.ph/setting-off-for-the-new-year-soaring-high-for-new-goals/</p>	
<p>2. Board has a strategy execution process that facilitates effective management performance and is attuned to the company's business environment, and culture.</p>	Compliant	<p>The Board evaluates and approves the business plans, strategies, and projects presented and proposed by management. The Board considers the business environment and culture in assessing said business plans and strategies.</p> <p>The Board conducts regular meetings and receives regular reports from management on topics such as operations and financial performance, to ensure that the Company's strategic plans are followed.</p>	
Recommendation 2.3			
<p>1. Board is headed by a competent and qualified Chairperson.</p>	Compliant	<p>Mr. Eusebio H. Tanco is the Chairman of the Company.</p> <p>Information about him and his qualifications are disclosed in the Annual Report and Definitive Information Statement, and uploaded in the Company's website. See below links for reference:</p>	

		<p><i>Definitive Information Statement</i> https://edge.pse.com.ph/openDiscViewer.do?edge_no=146acc541b39cb1c3470cea4b051ca8f</p> <p><i>Company Website</i> https://digiplus.com.ph/board-of-directors/</p>	
Recommendation 2.4			
1. Board ensures and adopts an effective succession planning program for directors, key officers and management.	Compliant	<p>Section 2.4 of MCG: “The Board should be responsible for ensuring and adopting an effective succession planning program for directors, key officers and management to ensure growth and a continued increase in the shareholders’ value.</p> <p>Please refer to the attached existing Retirement Policy of the Company for directors and key officers approved by the Board.</p>	
2. Board adopts a policy on the retirement for directors and key officers.	Compliant		
Recommendation 2.5			
1. Board aligns the remuneration of key officers and board members with long-term interests of the company.	Compliant	<p>Section 2.5 of MCG: “The Board should align the remuneration of key officers and board members with long-term interests of the company. In doing so, it should formulate and adopt a policy specifying the relationship between remuneration and</p>	
2. Board adopts a policy specifying the relationship between remuneration and performance.	Compliant		

<p>3. Directors do not participate in discussions or deliberations involving his/her own remuneration.</p>	<p>Compliant</p>	<p>performance. Further, no director should participate in discussions or deliberations involving his own remuneration. xxx"</p> <p>As for the employees' remuneration, the Company conducts semi-annual performance evaluation of all regular employees to effectively monitor their performance. All probationary employees are also evaluated prior to regularization date. During performance evaluation, the employees rate their own performance vis-à-vis a target, which is still subject to the approval of their immediate superior/s. The average rating of employee based on his performance evaluation will be the basis for computation of performance bonus (if any). Please refer to attached HR Memo No. 0036-2018.</p>	
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Optional: Recommendation 2.5

<p>1. Board approves the remuneration of senior executives.</p>			
<p>2. Company has measurable standards to align the performance-based remuneration of the executive directors and senior executives with long-term interest, such as claw back provision and deferred bonuses.</p>			

Recommendation 2.6			
1. Board has a formal and transparent board nomination and election policy.	Compliant	<p>For Items 1, 2 & 5:</p> <p>Section 2.6 of MCG: “The Board should have a formal and transparent board nomination and election policy that should include how it accepts nominations from minority shareholders and reviews nominated candidates. The policy should also include an assessment of the effectiveness of the Board’s processes and procedures in the nomination, election, or replacement of a director. In addition, its process of identifying the quality of directors should be aligned with the strategic direction of the company.</p> <p>It is the Board’s responsibility to develop a policy on board nomination. The policy should encourage shareholders’ participation by including procedures on how the Board accepts nominations from minority shareholders. The policy should also promote transparency of the Board’s nomination and election process.</p> <p>The nomination and election process also includes the review and evaluation of the qualifications of all persons nominated to the Board, including whether candidates: (1) possess the knowledge, skills,</p>	
2. Board nomination and election policy is disclosed in the company’s Manual on Corporate Governance.	Compliant		
3. Board nomination and election policy includes how the company accepted nominations from minority shareholders.	Compliant		
4. Board nomination and election policy includes how the board shortlists candidates.	Compliant		
5. Board nomination and election policy includes an assessment of the effectiveness of the Board’s processes in the nomination, election or replacement of a director.	Compliant		
6. Board has a process for identifying the quality of directors that is aligned with the strategic direction of the company.	Compliant		

	<p>experience, and particularly in the case of non-executive directors, independence of mind given their responsibilities to the Board and in light of the entity's business and risk profile; (2) have a record of integrity and good repute; (3) have sufficient time to carry out their responsibilities; and (4) have the ability to promote a smooth interaction between board members. xxx"</p> <p><u>Items 3 & 4:</u> Nomination Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Nomination-Committee.pdf</p> <p>Section 13.1 of the MCG: "... all shareholders must be given the opportunity to nominate candidates to the Board of Directors in accordance with existing laws. The procedures of the nomination process are expected to be discussed early by the Board. The company is encouraged to fully and promptly disclose all information regarding the experience and background of the candidates to enable the shareholders to study and conduct their own background check as to the candidates' qualification and credibility."</p> <p><u>For Item 6</u></p>	
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		Section 1.1 of the MCG: "xxx the Board sets qualification standards for its members to facilitate the selection of potential nominees for board seats, and to serve as a benchmark for the evaluation of its performance."	
Optional: Recommendation to 2.6			
1. Company uses professional search firms or other external sources of candidates (such as director databases set up by director or shareholder bodies) when searching for candidates to the board of directors.			
Recommendation 2.7			
1. Board has overall responsibility in ensuring that there is a group-wide policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions.	Compliant	Section 2.7 of MCG: "The Board should have the overall responsibility in ensuring that there is a group-wide policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions, particularly those which pass certain thresholds of materiality. The policy should include the appropriate review and approval of material or significant RPTs, which guarantee fairness and transparency of the transactions. The policy should encompass all entities within the group, taking into account their size,	
2. RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.	Compliant		
3. RPT policy encompasses all entities within the group, taking into account their size, structure, risk profile and complexity of operations.	Compliant		

		<p>structure, risk profile and complexity of operations."</p> <p>Section 3.5 of MCG: "... The Board should establish a Related Party Transaction (RPT) Committee, which should be tasked with reviewing all material related party transactions of the company and should be composed of at least three non-executive directors, two of whom should be independent, including the Chairman. xxx"</p> <p>The Related Party Transactions Committee for 2022 was elected during the Organizational Board of Director's Meeting held on 9 August 2022: https://edge.pse.com.ph/openDiscViewer.do?edge_no=03c53f8e25d88b2c3470cea4b051ca8f</p> <p>On 26 October 2022, Mr. Winston Chan resigned and was replaced by Mr. Ramon Dizon as Chairman of the RPT Committee. Please see below disclosure: https://edge.pse.com.ph/openDiscViewer.do?edge_no=fa2160f28867ba653470cea4b051ca8f</p>	
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		<p>The Company's RPT Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Related-Party-Transaction-Committee.pdf</p> <p>Please refer to the link below for the Company's Material RPT policy, as approved by the Board on 24 October 2019 and amended on 14 May 2021: https://digiplus.com.ph/wp-content/uploads/2021/05/LRWC-Revised-RPT-Policy-051421.pdf</p> <p>Please see attached RPT Disclosure Form which was implemented for FY2022.</p>	
Supplement to Recommendations 2.7			
<p>1. Board clearly defines the threshold for disclosure and approval of RPTs and categorizes such transactions according to those that are considered <i>de minimis</i> or transactions that need not be reported or announced, those that need to be disclosed, and those that need prior shareholder approval. The aggregate amount of RPTs within any twelve (12) month period should be considered for purposes of applying the thresholds for disclosure and approval.</p>	Compliant	<p>Please refer to the link below for the Company's Material RPT policy (particularly, on the "Coverage and Materiality Threshold"), as approved by the Board on 24 October 2019 and amended on 14 May 2021: https://digiplus.com.ph/wp-content/uploads/2021/05/LRWC-Revised-RPT-Policy-051421.pdf</p>	
<p>2. Board establishes a voting system whereby a majority of non-related party shareholders approve specific types of</p>	Compliant	Shareholder Approval in the Company's Material RPT Policy:	

related party transactions during shareholders' meetings.

"The Company, through the Board of Directors, shall ensure that the rights of minority shareholders are protected at all times xxx

As such, in case that majority of the independent director's vote is not secured as provided in this Policy, the Material RPT may be ratified by the vote of the stockholders representing at least two-thirds (2/3) of the outstanding capital stock.

All other RPTs determined by the RPT Committee that require shareholders' approval in accordance with law and rules and regulations, will also be submitted to the shareholders, including minority shareholders, for approval. The Company encourages disinterested shareholders to decide on the matter."

See below link for reference:
<https://digiplus.com.ph/wp-content/uploads/2021/05/LRWC-Revised-RPT-Policy-051421.pdf>

Recommendation 2.8

<p>1. Board is primarily responsible for approving the selection of Management led by the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).</p>	<p>Compliant</p>	<p>Section 2.8 of MCG: "The Board should be primarily responsible for approving the selection and assessing the performance of the Management led by the Chief Executive Officer (CEO), and control functions led by their respective heads (Chief Risk Officer, Chief Compliance Officer, and Chief Audit Executive). xxx"</p> <p>The following are the members of the Company's Management Team:</p> <ul style="list-style-type: none"> • Eusebio H. Tanco – Chairman • Tsui Kin Ming – President • Atty. Kristine Margaret Delos Reyes – Compliance Officer and Head of Legal and Compliance Department. • Atty. Rosalyn Batay –Internal Audit Head • Ronald Allan Pablo – Chief Risk Officer 	
<p>2. Board is primarily responsible for assessing the performance of Management led by the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).</p>	<p>Compliant</p>	<p>Section 2.8 of MCG: "... It is the responsibility of the Board to appoint a competent management team based on established performance standards that are consistent with the company's strategic objectives, and conduct a regular review of the company's policies with the management team. In the selection process, fit and proper standards are to be applied on key personnel and</p>	

		<p>due consideration is given to integrity technical expertise and experience in the institution's business, either current or planned."</p> <p>The foregoing officers directly report to the Executive Committee of the Board and the Board is primarily responsible to conduct a performance appraisal on a regular basis.</p> <p>Attached is a copy of the Evaluation Form for the assessment of the performance of Management.</p>	
Recommendation 2.9			
1. Board establishes an effective performance management framework that ensures that Management's performance is at par with the standards set by the Board and Senior Management.	Compliant	Section 2.9 of MCG: "The Board should establish an effective performance management framework that will ensure that the Management, including the Chief Executive Officer, and personnel's performance is at par with the standards set by the Board and Senior Management.	
2. Board establishes an effective performance management framework that ensures that personnel's performance is at par with the standards set by the Board and Senior Management.	Compliant	Results of performance evaluation should be linked to other human resource activities such as training and development, remuneration, and succession planning. These should likewise form part of the assessment of the continuing fitness and propriety of management, including the CEO and personnel in	

		<p>carrying out their respective duties and responsibilities.”</p> <p>Please see attached Performance Evaluation Policy / 2018 Memo No. 0036-2018, applicable to Job grade 6 and above which includes Management.</p> <p>Please also refer to the Evaluation Form for the assessment of the performance of management.</p>	
Recommendation 2.10			
1. Board oversees that an appropriate internal control system is in place.	Compliant	<p>Section 2.10 of MCG: “The Board should oversee that an appropriate internal control system is in place, including setting up a mechanism for monitoring and managing potential conflicts of interest of Management, board members, and shareholders. xxx”</p> <p>Please refer to the Fraud Policy, as well as the Employee Handbook on conflict of interest, both attached for reference.</p> <p>Please also see below link to the Company’s Conflict of Interest Policy: https://digiplus.com.ph/wp-content/uploads/2018/09/2018-09-10-LRWC-Conflict-of-INTEREST-POLICY-1330hrs_FINAL.pdf</p>	
2. The internal control system includes a mechanism for monitoring and managing potential conflict of interest of the Management, members and shareholders.	Compliant		

3. Board approves the Internal Audit Charter.	Compliant	Please refer to the link for the Company's Audit Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf	
Recommendation 2.11			
1. Board oversees that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business risks.	Compliant	Section 2.11 of MCG: "The Board should oversee that a sound enterprise risk management (ERM) framework is in place to effectively identify, monitor, assess and manage key business risks. The risk management framework should guide the Board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies."	
2. The risk management framework guides the board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies.	Compliant	<p>Section 3.4 of MCG: "... the Board should establish a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a company's Enterprise Risk Management system to ensure its functionality and effectiveness. xxx"</p> <p>The Board appointed the members of the Risk Oversight Committee during its Organizational Board Meeting on 9 August 2022 as disclosed in its SEC Form 17-C:</p>	

		<p>https://edge.pse.com.ph/openDiscVier.do?edge_no=03c53f8e25d88b2c3470cea4b051ca8f</p> <p>On 26 October 2022, Mr. Winston Chan resigned and was replaced by Mr. Ramon Dizon as member of the BROCC. Please see below disclosures on the restructuring of the BROCC:</p> <p>https://edge.pse.com.ph/openDiscVier.do?edge_no=fa2160f28867ba653470cea4b051ca8f</p> <p>https://edge.pse.com.ph/openDiscVier.do?edge_no=8490d962f1b76db13470cea4b051ca8f</p> <p>Please see below link to the Company's Enterprise Risk Management Framework:</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/11/LRWC-Enterprise-Risk-Management.pdf</p>	
Recommendation 2.12			
1. Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary role.	Compliant	The Company's New Corporate Governance Charter (MCG) serves as the Board's Charter and already incorporates the duties and responsibilities of the Board. To have a separate Board Charter would be a duplication.	
2. Board Charter serves as a guide to the directors in the performance of their functions.	Compliant		

3. Board Charter is publicly available and posted on the company's website.	Compliant	Please see below link to the Company's website where the MCG is posted and available: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	
Additional Recommendation to Principle 2			
1. Board has a clear insider trading policy.	Compliant	Please refer to below link for the Company's Insider Trading Policy: https://digiplus.com.ph/wp-content/uploads/2020/09/INSIDER-TRADING-POLICY-LRWC.pdf	
Optional: Principle 2			
1. Company has a policy on granting loans to directors, either forbidding the practice or ensuring that the transaction is conducted at arm's length basis and at market rates.			
2. Company discloses the types of decision requiring board of directors' approval.			
Principle 3: Board committees should be set up to the extent possible to support the effective performance of the Board's functions, particularly with respect to audit, risk management, related party transactions, and other key corporate governance concerns, such as nomination and remuneration. The composition, functions and responsibilities of all committees established should be contained in a publicly available Committee Charter.			
Recommendation 3.1			
1. Board establishes board committees that focus on specific board functions to aid in	Compliant	Please see below link to the Company's website posting all the	

<p>the optimal performance of its roles and responsibilities.</p>		<p>different Committees and their respective members: https://digiplus.com.ph/board-of-directors/board-committees/</p>	
Recommendation 3.2			
<p>1. Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.</p>	<p>Compliant</p>	<p>Section 3.2 of the MCG: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p> <p>Please refer to below link for the Audit Committee's Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf</p> <p>It is the Audit Committee's responsibility to recommend the appointment and removal of the company's external auditor pursuant to Section 3.2 (l) of the MCG.</p>	
<p>2. Audit Committee is composed of at least three appropriately qualified non-executive directors, the majority of whom, including the Chairman is independent.</p>	<p>Compliant</p>	<p>Please refer to below link to the Company's website for the members of the Audit Committee: https://digiplus.com.ph/board-of-directors/board-committees/</p> <p>Please refer to below link to the Company's SEC Form 17-C dated 17 August 2021 for the type of directorship of the members:</p>	

		https://edge.pse.com.ph/openDiscViewer.do?edge_no=03c53f8e25d88b2c3470cea4b051ca8f The Audit Committee is composed of the following members, who are non-executive directors and majority of whom, including the Chairman, is independent: <ul style="list-style-type: none"> • Chairperson – Ramon D. Dizon, <i>Independent Director</i> • Member – Atty. Timoteo B. Aquino, <i>Independent Director</i> • Member – Jose Raulito E. Paras 	
3. All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.	Compliant	Please refer to below link to the Company's website regarding the relevant background, knowledge, skills, and/or experience of the members of the Audit Committee: https://digiplus.com.ph/board-of-directors/	
4. The Chairman of the Audit Committee is not the Chairman of the Board or of any other committee.	Non-Compliant		Please refer to below link to the Company's website: https://digiplus.com.ph/board-of-directors/board-committees/ Mr, Eusebio H. Tanco is the Chairman of the Board. Mr. Ramon D. Dizon is the Chairman of the Audit Committee.

			However, due to the requirement for independent directors to be appointed as Chairman of other Board Committees, Mr. Ramon D. Dizon is also the Chairman of the Related Party Transaction Committee and the Compensation Committee.
Supplement to Recommendation 3.2			
1. Audit Committee approves all non-audit services conducted by the external auditor.	Compliant	Section 3.2.g of MCG: ".....Evaluates and determines the non-audit work, if any, of the External Auditor and periodically reviews the non-audit fees paid to the External Auditor in relation to the total fees paid to him and to the corporation's overall consultancy fees". Currently, the Company has no non-audit services done by the external auditor.	
2. Audit Committee conducts regular meetings and dialogues with the external audit team without anyone from management present.	Compliant	Please refer to attached Audit Committee Minutes in 2022 showing attendance by the Committee, without anyone from management present.	
Optional: Recommendation 3.2			
1. Audit Committee meet at least four times during the year.			

2. Audit Committee approves the appointment and removal of the internal auditor.			
Recommendation 3.3			
1. Board establishes a Corporate Governance Committee tasked to assist the Board in the performance of its corporate governance responsibilities, including the functions that were formerly assigned to a Nomination and Remuneration Committee.	Compliant	<p>Section 3.1 of the MCG: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p> <p>The members of the Corporate Governance Committee are:</p> <ul style="list-style-type: none"> • Chairperson – Atty. Timoteo B. Aquino, <i>Independent Director</i> • Member – Ramon Dizon • Member- Eusebio H. tanco 	
2. Corporate Governance Committee is composed of at least three members, all of whom should be independent directors.	Non-Compliant		<p>Please refer to below link to the Company's website: https://digiplus.com.ph/board-of-directors/board-committees/</p> <p>The Corporate Governance Committee is composed of at least 3 members:</p> <ul style="list-style-type: none"> • Chairperson –Atty. Timoteo B. Aquino, <i>Independent Director</i> • Member – Ramon D. Dizon • Member- Eusebio H. Tanco <p>Currently, the Company only has 2 independent directors.</p>

3. Chairman of the Corporate Governance Committee is an independent director.	Compliant	<p>The Chairman of the Corporate Governance Committee is Atty. Timoteo B. Aquino, an independent director.</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=03c53f8e25d88b2c3470cea4b051ca8f</p>	
Optional: Recommendation 3.3.			
1. Corporate Governance Committee meet at least twice during the year.			
Recommendation 3.4			
1. Board establishes a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a company's Enterprise Risk Management system to ensure its functionality and effectiveness.	Compliant	<p>The BROC and its functions are incorporated in the Company's MCG which includes the Committee's duties and responsibilities.</p> <p>Please refer to below link: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	
2. BROC is composed of at least three members, the majority of whom should be independent directors, including the Chairman.	Compliant	<p>Please refer to below link to the Company's website: https://digiplus.com.ph/board-of-directors/board-committees/</p> <p>The BROC is composed of the following members, majority of whom are independent directors, including the Chairman:</p>	

		<ul style="list-style-type: none"> • Chairperson – Atty. Timoteo B. Aquino, <i>Independent Director</i> • Member – Renato G. Nuñez • Member – Ramon D. Dizon, <i>Independent Director</i> 	
3. The Chairman of the BROOC is not the Chairman of the Board or of any other committee.	Non-Compliant		<p>The Chairman of the BROOC is Atty. Timoteo B. Aquino, who is also the Chairman of the Corporate Governance Committee.</p> <p>Please refer to below link to the Company's website: https://digiplus.com.ph/board-of-directors/board-committees/</p>
4. At least one member of the BROOC has relevant thorough knowledge and experience on risk and risk management.	Compliant	<p>Please refer to the below link to the Company's website for the profiles of the members of the board/board committees:</p> <p>https://digiplus.com.ph/board-of-directors/</p>	
Recommendation 3.5			
1. Board establishes a Related Party Transactions (RPT) Committee, which is tasked with reviewing all material related party transactions of the company.	Compliant	<p>Review and approval of Related Party Transactions or RPTs are among the functions of the RPT Committee.</p> <p>Please refer to the following links/attached documents:</p>	

		<p>1. Section 3.5 of MCG, includes the functions of the RPT Committee: https://digiplus.com.ph/wp-content/uploads/2018/08/LR-WC-New-Manual-on-Corporate-Governance.pdf</p> <p>2. On the duties and responsibilities of RPT Committee: https://digiplus.com.ph/wp-content/uploads/2018/12/Related-Party-Transaction-Committee.pdf</p>	
<p>2. RPT Committee is composed of at least three non-executive directors, two of whom should be independent, including the Chairman.</p>	<p>Compliant</p>	<p>Please refer to below link to the Company's website: https://digiplus.com.ph/board-of-directors/board-committees/</p> <p>The RPT is composed of the following members, all three of whom are non-executive:</p> <ul style="list-style-type: none"> • Chairperson – Ramon D. Dizon, <i>Independent Director, Non-Executive</i> • Member – Atty. Timoteo B. Aquino, <i>Independent Director, Non-Executive</i> • Member – Willy N. Ocier, <i>Non-Executive</i> 	

Recommendation 3.6

<p>1. All established committees have a Committee Charter stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.</p>	<p>Compliant</p>	<p>Please refer to the following links to the Company's website for the Committee Charters:</p>	
<p>2. Committee Charters provide standards for evaluating the performance of the Committees.</p>	<p>Compliant</p>	<ol style="list-style-type: none"> 1. Audit Committee https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf 2. Corporate Governance Committee https://digiplus.com.ph/wp-content/uploads/2018/12/Corporate-Governance-Committee.pdf 3. Compensation Committee https://digiplus.com.ph/wp-content/uploads/2018/12/Compensation-Committee.pdf 4. Nomination Committee https://digiplus.com.ph/wp-content/uploads/2018/12/Nomination-Committee.pdf 5. Board Risk Oversight Committee https://digiplus.com.ph/wp-content/uploads/2018/12/Risk-Oversight-Committee.pdf 6. Related Party Transaction Committee 	

		<p>https://digiplus.com.ph/wp-content/uploads/2018/12/Related-Party-Transaction-Committee.pdf</p> <p>7. Executive Committee https://digiplus.com.ph/wp-content/uploads/2018/12/Executive-Committee.pdf</p>	
<p>3. Committee Charters were fully disclosed on the company's website.</p>	<p>Compliant</p>	<p>Please refer to the below links to the Company's website:</p> <p>Audit Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf</p> <p>Corporate Governance Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Corporate-Governance-Committee.pdf</p> <p>Compensation Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Compensation-Committee.pdf</p> <p>Nomination Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Nomination-Committee.pdf</p>	

		<p>Risk Oversight Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Risk-Oversight-Committee.pdf</p> <p>Related Party Transactions Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Related-Party-Transaction-Committee.pdf</p> <p>Executive Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Related-Party-Transaction-Committee.pdf</p>	
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Principle 4: To show full commitment to the company, the directors should devote the time and attention necessary to properly and effectively perform their duties and responsibilities, including sufficient time to be familiar with the corporation's business.

Recommendation 4.1

<p>1. The Directors attend and actively participate in all meetings of the Board, Committees and shareholders in person or through tele-/videoconferencing conducted in accordance with the rules and regulations of the Commission.</p>	<p>Compliant</p>	<p>LRWC Directors attend and actively participate in meetings of the Board, Committees, and shareholders in person, through tele-/videoconferencing, or through remote communication. Procedures for board and/or committee meetings are provided in the Company's By-Laws (Articles II & III):</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=f855de1da4f506419e4dc6f6c9b65995</p>	
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2. The directors review meeting materials for all Board and Committee meetings.	Compliant	Directors received board materials via email before the actual board meeting for their review and reference.	
3. The directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.	Compliant	The details of board discussion including the questions/clarifications raised by directors are confidential and non-public information, hence limited excerpts of some of the minutes are provided/attached to demonstrate these directors' actions.	
Recommendation 4.2			
1. Non-executive directors concurrently serve in a maximum of five publicly-listed companies to ensure that they have sufficient time to fully prepare for minutes, challenge Management's proposals/views, and oversee the long-term strategy of the company.	Compliant	<p>Section 1.2 of MCG: “... The Company determines the qualifications of the non-executive directors (NEDs) that enable them to effectively participate in the deliberations of the Board and carry out their roles and responsibilities.”</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p> <p>The Annual Report contains information on the directorships of the Company's directors in both listed and non-listed companies. See below link for reference: https://edge.pse.com.ph/openDiscViewer.do?edge_no=146acc541b39cb1c3470cea4b051ca8f</p>	

Recommendation 4.3

1. The directors notify the company's board before accepting a directorship in another company.	Compliant	<p>The Material Related Party Transactions Policy of the Company, particularly the Section on Identification of Conflicts of Interest, expressly requires directors to notify the Company's Board before accepting a directorship in another company.</p> <p>Please refer to the link below:</p> <p>https://digiplus.com.ph/wp-content/uploads/2021/05/LRWC-Revised-RPT-Policy-051421.pdf</p>	
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Optional: Principle 4

1. Company does not have any executive directors who serve in more than two boards of listed companies outside of the group.			
2. Company schedules board of directors' meetings before the start of the financial year.			
3. Board of directors meet at least six times during the year.			
4. Company requires as minimum quorum of at least 2/3 for board decisions.			

Principle 5: The board should endeavor to exercise an objective and independent judgment on all corporate affairs

Recommendation 5.1			
1. The Board has at least 3 independent directors or such number as to constitute one-third of the board, whichever is higher.	Non-Compliant		The Board currently has only two (2) independent directors out of the nine(9) total directors.
Recommendation 5.2			
1. The independent directors possess all the qualifications and none of the disqualifications to hold the positions.	Compliant	<p>Section 5.2 of the MCG enumerates the qualifications and disqualifications of an independent director: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p> <p>All the independent directors are duly qualified and possess none of the disqualifications.</p> <p>Please see attached Exemptive Relief granted by the SEC for Mr. Ramon D. Dizon.</p>	
Supplement to Recommendation 5.2			
1. Company has no shareholder agreements, by-laws provisions, or other arrangements that constrain the directors' ability to vote independently.	Compliant	<p>Section 2 of the MCG, states the clear roles and responsibilities of the board of directors: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	

Recommendation 5.3			
1. The independent directors serve for a cumulative term of nine years (reckoned from 2012).	Compliant	Section 5.3 of the MCG: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf All independent directors of the Company were newly elected in 2022.	
2. The company bars an independent director from serving in such capacity after the term limit of nine years.	Compliant	Section 5.3 par. 2 of MCG: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	
3. In the instance that the company retains an independent director in the same capacity after nine years, the board provides meritorious justification and seeks shareholders' approval during the annual shareholders' meeting.	Compliant	Section 5.3 of MCG: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf All independent directors of the Company were newly elected in 2022.	
Recommendation 5.4			
1. The positions of Chairman of the Board and Chief Executive Officer are held by separate individuals.	Compliant	The Company's Chairman is Mr. Eusebio H. Tanco, while the Company's President (Chief Executive Officer) is Mr. Tsui Kin Ming.	

<p>2. The Chairman of the Board and Chief Executive Officer have clearly defined responsibilities.</p>	<p>Compliant</p>	<p>Section 2.3 of MCG, provides for the roles and responsibilities of the Chairman: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p> <p>Section 2.8 of MCG: “The Board should be primarily responsible for approving the selection and assessing the performance of the Management led by the Chief Executive Officer (CEO)...”</p> <p>Section 2.9 of MCG: “The Board should establish an effective performance management framework that will ensure that the Management, including the Chief Executive Officer, and personnel’s performance is at par with the standards set by the Board and Senior Management.”</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf.</p> <p>Art. IV, Sec. 2 of the By-laws clearly define the responsibilities of the Chairman and Chief Executive Officer. Please refer to the attached Amended By-Laws of the Company.</p>	
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Recommendation 5.5			
1. If the Chairman of the Board is not an independent director, the board designates a lead director among the independent directors.	Compliant	<p>The Chairman is not an independent director.</p> <p>On 9 August 2022, the Board designated Atty. Timoteo B. Aquino as independent lead director.</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=03c53f8e25d88b2c3470cea4b051ca8f</p>	
Recommendation 5.6			
1. Directors with material interest in a transaction affecting the corporation abstain from taking part in the deliberations on the transaction.	Compliant	<p>The Company has a Material Related Party Transaction Policy, which expressly states that directors who have an interest in the RPT under review shall abstain from taking part in the discussion, approval, and management of such transaction or matter affecting the Company. Please refer to Item #8 of the Section on Review Process of the Material RPT of said Policy.</p> <p>https://digiplus.com.ph/wp-content/uploads/2021/05/LRWC-Revised-RPT-Policy-051421.pdf</p>	
Recommendation 5.7			
1. The non-executive directors (NEDs) have separate periodic meetings with the external auditor and heads of the internal audit, compliance and risk functions, without any executive present.	Compliant	<p>Sec. 5.7 of the MCG states: "The non-executive directors (NEDs) should have separate periodic meetings with the external auditor and heads of the internal audit,</p>	

2. The meetings are chaired by the lead independent director.	Non-Compliant	<p>compliance and risk functions, without any executive directors present to ensure that proper checks and balances are in place within the corporation. The meetings should be chaired by the lead independent director."</p> <p>Atty. Timoteo B. Aquino is the lead independent director. However, the Chairman of the Audit Committee is Mr. Ramon D. Dizon, who chairs the meetings with the external auditor, and the Head of Internal Audit without any executive present.</p>	
Optional: Principle 5			
1. None of the directors is a former CEO of the company in the past 2 years.			
Principle 6: The best measure of the Board's effectiveness is through an assessment process. The Board should regularly carry out evaluations to appraise its performance as a body, and assess whether it possesses the right mix of backgrounds and competencies.			
Recommendation 6.1			
1. Board conducts an annual self-assessment of its performance as a whole.	Compliant	<p>The individual members of the Board were asked to accomplish an Evaluation Form to assess the performance of the Board, the Board Committees, and their self.</p> <p>Please see attached Evaluation Form.</p>	
2. The Chairman conducts a self-assessment of his performance.	Compliant		
3. The individual members conduct a self-assessment of their performance.	Compliant		
4. Each committee conducts a self-assessment of its performance.	Compliant		

5. Every three years, the assessments are supported by an external facilitator.	Not Applicable	This is the first year that the assessments were made.	
Recommendation 6.2			
1. Board has in place a system that provides, at the minimum, criteria and process to determine the performance of the Board, individual directors and committees.	Compliant	Section 6.2 of MCG: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	
2. The system allows for a feedback mechanism from the shareholders.	Compliant	Please refer to the attached Evaluation Form for the criteria.	
Principle 7: Members of the Board are duty-bound to apply high ethical standards, taking into account the interests of all stakeholders.			
Recommendation 7.1			
1. Board adopts a Code of Business Conduct and Ethics, which provide standards for professional and ethical behavior, as well as articulate acceptable and unacceptable conduct and practices in internal and external dealings of the company.	Compliant	Please refer to below link to the Company's Code of Business Conduct and Ethics: https://digiplus.com.ph/wp-content/uploads/2020/09/LRWC-Code-of-Business-Conduct-and-Ethics_v14-09-2020.pdf	
2. The Code is properly disseminated to the Board, senior management and employees.	Compliant	The Company's Code is posted in the Company's website. https://digiplus.com.ph/wp-content/uploads/2020/09/LRWC-Code-of-Business-Conduct-and-Ethics_v14-09-2020.pdf	
3. The Code is disclosed and made available to the public through the company website.	Compliant	Company's Code of Business Conduct and Ethics:	

		https://digiplus.com.ph/wp-content/uploads/2020/09/LRWC-Code-of-Business-Conduct-and-Ethics_v14-09-2020.pdf	
Supplement to Recommendation 7.1			
1. Company has clear and stringent policies and procedures on curbing and penalizing company involvement in offering, paying and receiving bribes.	Compliant	Company terminates anyone who commits infractions under Business Ethics and Conduct paragraph no. 4 "Soliciting or receiving money or anything of value from customers" (see Appendix p.ii). Please refer to attached ABLE Employee Handbook.	
Recommendation 7.2			
1. Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.	Compliant	HR, through the Area Managers, ensures proper implementation of the Code of Business Conduct and Ethics. HR keeps records of employees' infractions for proper monitoring.	
2. Board ensures the proper and efficient implementation and monitoring of compliance with company internal policies.	Compliant	<p>Please see below link: https://digiplus.com.ph/wp-content/uploads/2020/09/LRWC-Code-of-Business-Conduct-and-Ethics_v14-09-2020.pdf</p> <p>All employees, regardless of rank, are required to comply with the Code of Business Conduct and Ethics.</p> <p>The Company has an Internal Audit Department and Legal Department</p>	

		who ensures compliance with internal policies.	
Disclosure and Transparency			
Principle 8: The company should establish corporate disclosure policies and procedures that are practical and in accordance with best practices and regulatory expectations.			
Recommendation 8.1			
1. Board establishes corporate disclosure policies and procedures to ensure a comprehensive, accurate, reliable and timely report to shareholders and other stakeholders that gives a fair and complete picture of a company's financial condition, results and business operations.	Compliant	<p>The Company complies with the PSE Disclosure Rules.</p> <p>The disclosures of the Company are posted in the Company's website: https://digiplus.com.ph/company-disclosures/other-disclosures/</p> <p>As well as in the PSE EDGE Portal: https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=96</p>	
Supplement to Recommendations 8.1			
1. Company distributes or makes available annual and quarterly consolidated reports, cash flow statements, and special audit revisions. Consolidated financial statements are published within ninety (90) days from the end of the fiscal year, while interim reports are published within forty-five (45) days from the end of the reporting period.	Compliant	<p>Please refer to below links to the Company's website:</p> <p>Annual Reports LRWC</p> <p>DigiPlus-Interactive-Corp.-2022-SEC-Form-17-A.pdf (lrwc.com.ph)</p> <p>Quarterly Reports LRWC (digiplus.com.ph)</p> <p>2022 Third Quarterly Report SKM_C227i22111411020 (digiplus.com.ph)</p>	

		<p>2021 Second Quarterly Report Leisure-Resorts-World-Corporation SEC-Form-17-Q 30June2022.pdf (digiplus.com.ph)</p> <p>2021 First Quarterly Report LRWC-SECURITIES-AND-EXCHANGE-COMMISISION-SEC-FORM-17-Q.pdf (digiplus.com.ph)</p>	
<p>2. Company discloses in its annual report the principal risks associated with the identity of the company's controlling shareholders; the degree of ownership concentration; cross-holdings among company affiliates; and any imbalances between the controlling shareholders' voting power and overall equity position in the company.</p>	Compliant	<p>Please see below link to the Company's 2021 Annual Report, particularly Item 11 on Security Ownership of Certain Beneficial Owners and Management:</p> <p>DigiPlus-Interactive-Corp.-2022-SEC-Form-17-A.pdf (lrwc.com.ph)</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=a032c6d4696d88a49e4dc6f6c9b65995</p>	
Recommendation 8.2			
<p>1. Company has a policy requiring all directors to disclose/report to the company any dealings in the company's shares within three business days.</p>	Compliant	<p>Section 5 of MCG, requiring directors and officers to disclose their dealings in the company's share:</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p> <p>The actual dealings of directors involving the corporation's shares</p>	
<p>2. Company has a policy requiring all officers to disclose/report to the company any dealings in the company's shares within three business days.</p>	Compliant		

		<p>including their nature, number/percentage and date of transaction were all properly disclosed via PSE EDGE (PSE Disclosure Form 17-6 – Initial Statement of Beneficial Ownership of Securities). Please refer to below links for examples:</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=bb6d6aabab4d071b3470cea4b051ca8f</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=74e8baa726f88b583470cea4b051ca8f</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=323f79a18cb8ecf63470cea4b051ca8f</p> <p>See below link to the Company's revised RPT Policy: https://disclosure.com.ph/wp-content/uploads/2021/05/LRWC-Revised-RPT-Policy-051421.pdf</p>	
Supplement to Recommendation 8.2			
<p>1. Company discloses the trading of the corporation's shares by directors, officers (or persons performing similar functions) and controlling shareholders. This includes the disclosure of the company's purchase of its shares from the market (e.g. share buy-back program).</p>	<p>Compliant</p>	<p>Please refer to the link below:</p> <p>1. SEC form 23A:</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=bb6d6aabab4d071b3470cea4b051ca8f</p>	

https://edge.pse.com.ph/openDiscVier.do?edge_no=74e8baa726f88b583470cea4b051ca8f

https://edge.pse.com.ph/openDiscVier.do?edge_no=323f79a18cb8ecf63470cea4b051ca8f

2. List of Public Ownership

https://edge.pse.com.ph/openDiscVier.do?edge_no=fb803eb61f5faad49e4dc6f6c9b65995

https://edge.pse.com.ph/openDiscVier.do?edge_no=e98ea1b1d4e77f533470cea4b051ca8f

https://edge.pse.com.ph/openDiscVier.do?edge_no=3405bf5e99af779a3470cea4b051ca8f

https://edge.pse.com.ph/openDiscVier.do?edge_no=cd8e030bdd1c25fc3470cea4b051ca8f

https://edge.pse.com.ph/openDiscVier.do?edge_no=fd93ead69e221bc73470cea4b051ca8f

3. Top 100 shareholders

https://edge.pse.com.ph/openDiscVier.do?edge_no=41c5f3186d2dd5d09e4dc6f6c9b65995

		https://edge.pse.com.ph/openDiscViewer.do?edge_no=8630164f7bed96653470cea4b051ca8f https://edge.pse.com.ph/openDiscViewer.do?edge_no=cc04b8c132b7a3203470cea4b051ca8f https://edge.pse.com.ph/openDiscViewer.do?edge_no=23ac6ba10b682a0f3470cea4b051ca8f	
Recommendation 8.3			
1. Board fully discloses all relevant and material information on individual board members to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.	Compliant	Please refer to below links: <i>Definitive Information Statement</i> (Item 5, pages 8-13): file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINAL%20(2).pdf <i>Company Website</i> https://digiplus.com.ph/board-of-directors/	
2. Board fully discloses all relevant and material information on key executives to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.	Compliant	Please refer to below links: <i>Company Website</i> https://digiplus.com.ph/board-of-directors/board-officers/ <i>Definitive Information Statement</i> (Item 5, pages 11-13):	

		file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINA%20(2).pdf	
Recommendation 8.4			
1. Company provides a clear disclosure of its policies and procedure for setting Board remuneration, including the level and mix of the same.	N/A		<p>The Company does not give compensation to its Board members by virtue of their directorship.</p> <p>But Item 6: Compensation of Directors and Executive Officers, of its 20-IS provides the compensation paid to the CEO and top 4 Executive Officers as a group, and all other officers and directors, as a group. This complies with the current SEC requirement.</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=146acc541b39cb1c3470ce44b051ca8f</p>
2. Company provides a clear disclosure of its policies and procedure for setting executive remuneration, including the level and mix of the same.	Non-Compliant		<p>The Company does not provide policies and procedures for setting executive remuneration.</p> <p>But Item 6: Compensation of Directors and Executive Officers, of its 20-IS provides the compensation paid to the CEO and top 4 Executive Officers as a group, and all other officers and directors, as a group. This complies with the current SEC requirement.</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=146acc541b39cb1c3470ce44b051ca8f</p>

<p>3. Company discloses the remuneration on an individual basis, including termination and retirement provisions.</p>	<p>Non-Compliant</p>		<p>Due to concerns on security, safety and privacy, and in compliance with Data Privacy Laws, the Company does not disclose the remuneration of its directors and officers on an individual basis. However, the Company discloses in its annual report the aggregate compensation of its President and Chairman of the Board and the four highest key management personnel, as well as those of its other officers, key management and directors as a group.</p>
<p>Recommendation 8.5</p>			
<p>1. Company discloses its policies governing Related Party Transactions (RPTs) and other unusual or infrequently occurring transactions in their Manual on Corporate Governance.</p>	<p>Compliant</p>	<p>Please refer to Section 8.5 of MCG: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p> <p>Please refer to below link for the revised Material RPT Policy of the Company: https://digiplus.com.ph/wp-content/uploads/2021/05/LRWC-Revised-RPT-Policy-051421.pdf</p>	
<p>2. Company discloses material or significant RPTs reviewed and approved during the year.</p>	<p>Compliant</p>	<p>Please refer to the following links:</p> <p>1. Form 17-A Annual Report https://edge.pse.com.ph/openDiscViewer.do?edge_no=a032c6d4696d88a49e4dc6f6c9b65995</p>	

		<p>2, Audited Financial Statements: file:///C:/Users/Carol%20Padilla/Downloads/DigiPlus%20Interactive%20Corp.%20-%202022%20Parent%20Company%20Financial%20Statements%20-%20SEC%20and%20BIR_.pdf</p> <p>file:///C:/Users/Carol%20Padilla/Downloads/DigiPlus%20Interactive%20Corp.%20-%20SEC%20Initial%20Acceptance%20-%20Consolidated%20FS.pdf</p>	
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Supplement to Recommendation 8.5

<p>1. Company requires directors to disclose their interests in transactions or any other conflict of interests.</p>	<p>Compliant</p>	<p>Section 8.3 of MCG: “The Board should fully disclose all relevant and material information on individual board members and key executives to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.”</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p> <p>Please see below link to the Company's revised RPT Policy: https://digiplus.com.ph/wp-content/uploads/2021/05/LRWC-Revised-RPT-Policy-051421.pdf</p>	
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		Please refer to the RPT Disclosure Form attached.	
Optional : Recommendation 8.5			
1. Company discloses that RPTs are conducted in such a way to ensure that they are fair and at arms' length.			
Recommendation 8.6			
1. Company makes a full, fair, accurate and timely disclosure to the public of every material fact or event that occur, particularly on the acquisition or disposal of significant assets, which could adversely affect the viability or the interest of its shareholders and other stakeholders.	Compliant	Please refer to below link to PSE EDGE on ALL of the Company's disclosures, including Material Transactions Disclosures: https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=96 There was no acquisition or disposal of significant assets made by the Company in 2022.	
2. Board appoints an independent party to evaluate the fairness of the transaction price on the acquisition or disposal of assets.	Compliant	There was no acquisition or disposal of significant assets made by the Company in 2022.	
Supplement to Recommendation 8.6			
1. Company discloses the existence, justification and details on shareholder agreements, voting trust agreements, confidentiality agreements, and such other agreements that may impact on the control, ownership, and strategic direction of the company.	Compliant	The Company does not have any shareholder agreements, voting trust agreements, confidentiality agreements, and such other agreements that may significantly impact on the control, ownership and strategic direction of the company.	

Recommendation 8.7			
1. Company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	Compliant	Please refer to the below link to the company's website where the Manual on Corporate Governance is posted: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	
2. Company's MCG is submitted to the SEC and PSE.	Compliant		
3. Company's MCG is posted on its company website.	Compliant		
Supplement to Recommendation 8.7			
1. Company submits to the SEC and PSE an updated MCG to disclose any changes in its corporate governance practices.	Compliant	Please refer to the below link to the <u>New</u> Manual on Corporate Governance: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	
Optional: Principle 8			
1. Does the company's Annual Report disclose the following information:			
a. Corporate Objectives			
b. Financial performance indicators			
c. Non-financial performance indicators			
d. Dividend Policy			

e. Biographical details (at least age, academic qualifications, date of first appointment, relevant experience, and other directorships in listed companies) of all directors			
f. Attendance details of each director in all directors meetings held during the year			
g. Total remuneration of each member of the board of directors			
2. The Annual Report contains a statement confirming the company's full compliance with the Code of Corporate Governance and where there is non-compliance, identifies and explains reason for each such issue.			
3. The Annual Report/Annual CG Report discloses that the board of directors conducted a review of the company's material controls (including operational, financial and compliance controls) and risk management systems.			
4. The Annual Report/Annual CG Report contains a statement from the board of directors or Audit Committee commenting on the adequacy of the company's internal controls/risk management systems.			
5. The company discloses in the Annual Report the key risks to which the company is materially exposed to (i.e. financial, operational including IT, environmental, social, economic).			

Principle 9: The company should establish standards for the appropriate selection of an external auditor, and exercise effective oversight of the same to strengthen the external auditor's independence and enhance audit quality.

Recommendation 9.1

<p>1. Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of the external auditors.</p>	<p>Compliant</p>	<p>Please see below pertinent portion of the 2022 Information Statement:</p> <p>"Item 7. Independent Public Accountants</p> <p>On the annual stockholders' meeting held on 28 July 2018, SGV & Co. was appointed as the external auditors, with Ms. Maria Pilar B. Hernandez as the partner-in-charge for the audit of the Company's financial statements as at and for the period ending 31 December 2018. In compliance with SRC Rule 68 as Amended, Paragraph 3(b)(ix), the handling audit partner is rotated every five (5) years and in case there will be a re-engagement of the same signing partner, a two-year cooling off period shall be observed.</p> <p>On the annual stockholders' meeting held on 26 July 2019 and 28 August 2020, SGV & Co., was re-appointed as the external auditors, with Ms. Maria Pilar B. Hernandez as the partner-in-charge for the audit of the Company's financial statements as at and for the period ending 31 December 2020.</p>	
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	<p>On the annual stockholders' meeting held on 30 July 2021, SGV & Co., was re-appointed as the external auditors, with Ms. Gaile A. Macapinlac as the partner-in-charge for the audit of the Company's financial statements as at and for the period ending 31 December 2021.</p> <p>There were no disagreements with independent accountants on accounting and financial disclosures.</p> <p>For the ensuing Year 2022 audit, the recommended independent public accountant for the approval of the stockholders will be Isla Lipana & Co., the Philippine member firm of PwC global network ("PwC Philippines"), with Mr. Pocholo C. Domondon as the partner-in-charge.</p> <p>Representatives of the Independent Public Accountant for the current year (PwC Philippines) and for the most recently completed fiscal year (SGV & Co.) are expected to be present at the Annual Stockholders' Meeting. They will have the opportunity to make a statement if they desire to do so and are expected to be available to respond to appropriate questions.</p> <p>The Chairman of the Audit Committee is Mr. Ramon D. Dizon</p>	
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and the members are Atty. Timoteo B. Aquino and Atty. Jose Raulito E. Paras.

Changes in and Disagreements with Accountant on Accounting and Financial Disclosures

- (1) The previous accountant was SGV & Co., with Ms. Gaile A. Macapinlac as the partner-in-charge for the audit of the Company's financial statements as at and for the period ending 31 December 2021
- (2) SGV & Co., will cease its services upon the appointment of the new public accountant, PwC Philippines
- (3) The change in independent public accountant is due to cost efficiency and other business reasons.

There were no disagreements with SGV & Co. on accounting and financial disclosures."

[file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINALS%20\(3\).pdf](file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINALS%20(3).pdf) (page 15)

The Audit Committee Charter also espouses for the Audit Committee to have a robust process of approving,

		<p>recommending approval, appointment, reappointment, and renewal of the external auditor's services as ratified by the shareholders. Please see link below: https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf</p>	
<p>2. The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit Committee, approved by the Board and ratified by the shareholders.</p>	<p>Compliant</p>	<p>All of the shareholders present during the ASM, and representing 78% percent of the total outstanding common stock of the Company, ratified the appointment of the external auditor.</p> <p>Please see below link for the minutes of the 2022 ASM:</p> <p>https://digiplus.com.ph/company-disclosures/annual-stockholders-meetings/</p> <p>The Audit Committee Charter also espouses for the Audit Committee to have a robust process of approving, recommending approval, appointment, reappointment, and renewal of the external auditor's services as ratified by the shareholders. Please see link below: https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf</p>	

<p>3. For removal of the external auditor, the reasons for removal or change are disclosed to the regulators and the public through the company website and required disclosures.</p>	<p>Compliant</p>	<p>The change in external auditor was duly disclosed to the public under Article VII, Section 4.4 (z) of the PSE Disclosure Rules and through PSE Disclosure Form 4-9 and SEC Form 17-C accordingly.</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=095f2190db567d223470cea4b051ca8f</p>	
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Supplement to Recommendation 9.1

<p>1. Company has a policy of rotating the lead audit partner every five years.</p>	<p>Compliant</p>	<p>Please see below pertinent portion of the 2022 Information Statement:</p> <p>“Item 7. Independent Public Accountants</p> <p>On the annual stockholders' meeting held on 28 July 2018, SGV & Co. was appointed as the external auditors, with Ms. Maria Pilar B. Hernandez as the partner-in-charge for the audit of the Company's financial statements as at and for the period ending 31 December 2018. In compliance with SRC Rule 68 as Amended, Paragraph 3(b)(ix), the handling audit partner is rotated every five (5) years and in case there will be a re-engagement of the same signing partner, a two-year cooling off period shall be observed.</p> <p>On the annual stockholders' meeting held on 26 July 2019 and 28 August</p>	
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	<p>2020, SGV & Co., was re-appointed as the external auditors, with Ms. Maria Pilar B. Hernandez as the partner-in-charge for the audit of the Company's financial statements as at and for the period ending 31 December 2020.</p> <p>On the annual stockholders' meeting held on 30 July 2021, SGV & Co., was re-appointed as the external auditors, with Ms. Gaile A. Macapinlac as the partner-in-charge for the audit of the Company's financial statements as at and for the period ending 31 December 2021.</p> <p>There were no disagreements with independent accountants on accounting and financial disclosures.</p> <p>For the ensuing Year 2022 audit, the recommended independent public accountant for the approval of the stockholders will be Isla Lipana & Co., the Philippine member firm of PwC global network ("PwC Philippines"), with Mr. Pocholo C. Domondon as the partner-in-charge.</p> <p>Representatives of the Independent Public Accountant for the current year (PwC Philippines) and for the most recently completed fiscal year (SGV & Co.) are expected to be present at the Annual Stockholders' Meeting. They will have the</p>	
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	<p>opportunity to make a statement if they desire to do so and are expected to be available to respond to appropriate questions.</p> <p>The Chairman of the Audit Committee is Mr. Ramon D. Dizon and the members are Atty. Timoteo B. Aquino and Atty. Jose Raulito E. Paras.</p> <p><i>Changes in and Disagreements with Accountant on Accounting and Financial Disclosures</i></p> <p>(1) The previous accountant was SGV & Co., with Ms. Gaile A. Macapinlac as the partner-in-charge for the audit of the Company's financial statements as at and for the period ending 31 December 2021</p> <p>(2) SGV & Co., will cease its services upon the appointment of the new public accountant, PwC Philippines</p> <p>(3) The change in independent public accountant is due to cost efficiency and other business reasons.</p> <p>There were no disagreements with SGV & Co. on accounting and financial disclosures."</p>	
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		<p>The Chairman of the Audit Committee is Mr. Ramon D. Dizon and the members are Atty. Timoteo B. Aquino and Atty. Jose Raulito E. Paras.</p> <p>file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINAL%20(3).pdf (page 15)</p> <p>This is the first year that PwC Philippines/Isla Lipana & Co. will serve as external auditor for the Company.</p>	
Recommendation 9.2			
<p>1. Audit Committee Charter includes the Audit Committee's responsibility on:</p> <ul style="list-style-type: none"> i. assessing the integrity and independence of external auditors; ii. exercising effective oversight to review and monitor the external auditor's independence and objectivity; and iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements. 	Compliant	<p>Please refer to below link to the company's Audit Committee Charter:</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf</p>	
<p>2. Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability and effectiveness on an annual basis.</p>	Compliant	<p>Please refer to below link to the company's Audit Committee Charter:</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf</p>	

Supplement to Recommendations 9.2			
1. Audit Committee ensures that the external auditor is credible, competent and has the ability to understand complex related party transactions, its counterparties, and valuations of such transactions.	Compliant	Please refer to below link to the company's Audit Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf	
2. Audit Committee ensures that the external auditor has adequate quality control procedures.	Compliant	Please refer to below link to the company's Audit Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf	
Recommendation 9.3			
1. Company discloses the nature of non-audit services performed by its external auditor in the Annual Report to deal with the potential conflict of interest.	Compliant	Currently, the Company's external auditor has no non-audit services performed for the Company. Otherwise, the Company shall disclose the nature of non-audit services in the Annual Report.	
2. Audit Committee stays alert for any potential conflict of interest situations, given the guidelines or policies on non-audit services, which could be viewed as impairing the external auditor's objectivity.	Compliant	There were no non-audit functions given to the external auditor for FY2022. Please refer to the following links: https://digiplus.com.ph/wp-content/uploads/2021/05/LRWC-Revised-RPT-Policy-051421.pdf	

		Audit Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf	
Supplement to Recommendation 9.3			
1. Fees paid for non-audit services do not outweigh the fees paid for audit services.	Compliant	Currently, the Company's external auditor has no non-audit services performed for the Company.	
Additional Recommendation to Principle 9			
1. Company's external auditor is duly accredited by the SEC under Group A category.	Compliant	The Company's current external auditor is Isla Lipana & Co. (PWC Philippines). Mr. Pocholo C. Domondon is the handling partner assigned to the Company. Isla Lipana & Co. is accredited by the SEC under Group A category. SEC Accreditation Number (Individual): 0142-SEC, Category A, valid to audit 2021 to 2025. Makati City	
2. Company's external auditor agreed to be subjected to the SEC Oversight Assurance Review (SOAR) Inspection Program conducted by the SEC's Office of the General Accountant (OGA).	Compliant	Company's external auditor, Isla Lipana & Co., was subjected to the SEC Oversight Assurance Review (SOAR) Inspection Program last October 3-14, 2022. The names of the members of the engagement team were provided to the SEC during the SOAR inspection.	

Principle 10: The company should ensure that the material and reportable non-financial and sustainability issues are disclosed.

Recommendation 10.1

<p>1. Board has a clear and focused policy on the disclosure of non-financial information, with emphasis on the management of economic, environmental, social and governance (EESG) issues of its business, which underpin sustainability.</p>	<p>Compliant</p>	<p>Please refer to below link of Company's website, for the company policies: https://digiplus.com.ph/company-policies/</p>	
<p>2. Company adopts a globally recognized standard/framework in reporting sustainability and non-financial issues.</p>	<p>Compliant</p>	<p>Please see below link to the Company's 2022 Sustainability Report: https://digiplus.com.ph/wp-content/uploads/2023/04/DigiPlus-Sustainability-Report-2022.pdf</p>	

Principle 11: The company should maintain a comprehensive and cost-efficient communication channel for disseminating relevant information. This channel is crucial for informed decision-making by investors, stakeholders and other interested users.

Recommendation 11.1

<p>1. Company has media and analysts' briefings as channels of communication to ensure the timely and accurate dissemination of public, material and relevant information to its shareholders and other investors.</p>	<p>Non-Compliant</p>		<p>Given the financial issues that the company faced in 2018/2019, the Board instructed Management to hold off on these events as they were negotiating with possible investors.</p> <p>No media and analysts' briefings were held in 2022.</p>
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Supplemental to Principle 11

<p>1. Company has a website disclosing up-to-date information on the following:</p>	<p>Compliant</p>		
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a. Financial statements/reports (latest quarterly)	Compliant	<p>Please refer to the below link to the Company's website:</p> <p>https://lrwc.com.ph/wp-content/uploads/2023/04/DigiPlus-Interactive-Corp.-2022-SEC-Form-17-A.pdf (pages 61-175)</p>	
b. Materials provided in briefings to analysts and media	Compliant	<p>Please refer to the below link:</p> <p>https://digiplus.com.ph/wp-content/uploads/2017/08/08.15.17-Report-Notice-of-Analysts-Investors-Briefing-August-15-2017.pdf</p> <p>The Company provided a media kit to media or analysts during the 2018 ASM. No other briefings were conducted for 2022 as per Management.</p>	
c. Downloadable annual report	Compliant	<p>Please refer to the below link:</p> <p>https://lrwc.com.ph/wp-content/uploads/2023/04/DigiPlus-Interactive-Corp.-2022-SEC-Form-17-A.pdf</p>	
d. Notice of ASM and/or SSM	Compliant	<p>Please refer to the below link:</p> <p>https://lrwc.com.ph/stockholders-meeting/</p>	

e. Minutes of ASM and/or SSM	Compliant	Please refer to the below link: https://lrwc.com.ph/company-disclosures/annual-stockholders-meetings/	
f. Company's Articles of Incorporation and By-Laws	Compliant	Please refer to below link to the Company's website: https://lrwc.com.ph/ Articles of Incorporation - https://digiplus.com.ph/our-company/articles/ By Laws - https://digiplus.com.ph/our-company/articles/	
1. Company complies with SEC-prescribed website template.	Compliant	Please refer to attached letter confirming Compliance has been issued by SEC to the company.	
Internal Control System and Risk Management Framework			
Principle 12: To ensure the integrity, transparency and proper governance in the conduct of its affairs, the company should have a strong and effective internal control system and enterprise risk management framework.			
Recommendation 12.1			
1. Company has an adequate and effective internal control system in the conduct of its business.	Compliant	Please refer to Section 12 of the MCG. https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	

		<p>The Company's internal audit function provides an independent assurance and consulting services. It reviews the effectiveness of the governance and control processes, helps to promote the right values and ethics as well as communicates risk and control information, among others.</p> <p>The Company's internal control system is reviewed periodically. Please see below link to the Audit Committee Charter: https://digiplus.com.ph/wp-content/uploads/2018/12/Audit-Committee.pdf</p>	
<p>2. Company has an adequate and effective enterprise risk management framework in the conduct of its business.</p>	<p>Compliant</p>	<p>Please refer to below link for Digiplus Interactive Corp.'s Enterprise Risk Management as posted in the company website:</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/11/LRWC-Enterprise-Risk-Management.pdf</p> <p>Please also refer to Section 12.5 of the MCG: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	

		The Enterprise Risk Management framework is reviewed annually.	
Supplement to Recommendations 12.1			
1. Company has a formal comprehensive enterprise-wide compliance program covering compliance with laws and relevant regulations that is annually reviewed. The program includes appropriate training and awareness initiatives to facilitate understanding, acceptance and compliance with the said issuances.	Compliant	Please refer to the link below to the Company's MCG, Section 12 for the Internal Control System and Risk Management Framework: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	
Optional: Recommendation 12.1			
1. Company has a governance process on IT issues including disruption, cyber security, and disaster recovery, to ensure that all key risks are identified, managed and reported to the board.			
Recommendation 12.2			
1. Company has in place an independent internal audit function that provides an independent and objective assurance, and consulting services designed to add value and improve the company's operations.	Compliant	The Company has in-house internal audit officer and personnel.	
Recommendation 12.3			
1. Company has a qualified Chief Audit Executive (CAE) appointed by the Board.	Compliant	The Company's internal audit function is supervised by: Atty. Rosalyn D. Batay, Internal Audit Head.	

		The main responsibilities of the Company's Chief Audit Executive (CAE) is contained in Section 12.3 of MCG. Please see link below: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	
2. CAE oversees and is responsible for the internal audit activity of the organization, including that portion that is outsourced to a third party service provider.	Compliant	Section 12.3 of MCG, see below link: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf Currently, there is no outsourced internal audit activity.	
3. In case of a fully outsourced internal audit activity, a qualified independent executive or senior management personnel is assigned the responsibility for managing the fully outsourced internal audit activity.	Not applicable	Not applicable. Currently, there is no outsourced internal audit activity.	
Recommendation 12.4			
1. Company has a separate risk management function to identify, assess and monitor key risk exposures.	Compliant	Please refer to Sections 12.4 to 12.5 of the MCG. https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf The Board annually reviews the Company's risk management and	

		functions as part of its annual review of financial statements.	
Supplement to Recommendation 12.4			
1. Company seeks external technical support in risk management when such competence is not available internally.	Compliant	<p>Currently, the Company does not seek external technical support in risk management, but it undertakes to study the possibility of seeking one if the need arises.</p> <p>The required competencies are sourced internally, hence, there is no need to seek for external technical support.</p>	
Recommendation 12.5			
1. In managing the company's Risk Management System, the company has a Chief Risk Officer (CRO), who is the ultimate champion of Enterprise Risk Management (ERM).	Compliant	<p>The Company's Chief Risk Officer (CRO) is Mr. Ronald Allan Pablo.</p> <p>His responsibilities are mentioned in Section 12.5 of the MCG. Please refer to the link below:</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	
2. CRO has adequate authority, stature, resources and support to fulfill his/her responsibilities.	Compliant	Mr. Pablo has adequate authority, stature, resources and support to fulfill his responsibilities. Please see his Curriculum Vitae attached.	

Additional Recommendation to Principle 12			
1. Company's Chief Executive Officer and Chief Audit Executive attest in writing, at least annually, that a sound internal audit, control and compliance system is in place and working effectively.	Compliant	Please refer to attached Attestation by the President and Audit Officer.	
Cultivating a Synergic Relationship with Shareholders			
Principle 13: The company should treat all shareholders fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.			
Recommendation 13.1			
1. Board ensures that basic shareholder rights are disclosed in the Manual on Corporate Governance.	Compliant	Please refer to below link to the Company's Manual on Corporate Governance where shareholders' rights are disclosed (see Section 13): https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	
2. Board ensures that basic shareholder rights are disclosed on the company's website.	Compliant	Section 13 of the MCG, posted in the Company's Website, discusses Shareholder Rights. Please see link below: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	
Supplement to Recommendation 13.1			
1. Company's common share has one vote for one share.	Compliant	Each share has one vote. Please refer to Item 4(a) of the Definitive Information Statement, through this link:	

		file:///C:/Users/Carol%20Padilla/Downloads/LRWC_Definitive%20Information%20Statement%20(DIS)%20FINAL%20(1).pdf file:///C:/Users/Carol%20Padilla/Downloads/LRWC_Definitive_Information_Statement_100522%20FINAL%20(signed).pdf file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINAL%20(4).pdf	
2. Board ensures that all shareholders of the same class are treated equally with respect to voting rights, subscription rights and transfer rights.	Compliant	Please refer to the link below for the Company's MCG regarding Respecting Rights of Stakeholders and effective redress for violation of Stakeholder's Right (Section 14): https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	
3. Board has an effective, secure, and efficient voting system.	Compliant	Please refer to the link below for the Company's MCG regarding Respecting Rights of Stakeholders and effective redress for violation of Stakeholder's Right (Section 14): https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf	
4. Board has an effective shareholder voting mechanisms such as supermajority or	Compliant	Please refer to the link below for the Company's MCG regarding	

<p>“majority of minority” requirements to protect minority shareholders against actions of controlling shareholders.</p>		<p>Respecting Rights of Stakeholders and effective redress for violation of Stakeholder’s Right (Section 14): https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	
<p>5. Board allows shareholders to call a special shareholders’ meeting and submit a proposal for consideration or agenda item at the AGM or special meeting.</p>	<p>Compliant</p>	<p>Please refer to below link to the Company’s Manual on Corporate Governance where shareholders’ rights are disclosed (see Section 13): https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	
<p>6. Board clearly articulates and enforces policies with respect to treatment of minority shareholders.</p>	<p>Compliant</p>	<p>Please refer to below link to the Company’s Manual on Corporate Governance where shareholders’ rights are disclosed (see Section 13): https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	
<p>7. Company has a transparent and specific dividend policy.</p>	<p>Non-Compliant</p>		<p>The Management is currently working on drafting a dividend policy.</p> <p>While the Company has no separate Dividend Policy at the moment, the following pertinent portion of the 2022 Information Statement provides for details regarding the declaration of Company’s Cash Dividends and serves as its dividend policy.</p>

o) Dividends

The Company does not have any restrictions which limit the ability to pay dividends on common equity or that are likely to do so except in cases where the Company does not have enough retained earnings or is in a deficit position. For nine consecutive years, the Company distributed cash dividends to its shareholders. In the past years, cash dividends declared to common shareholders were equivalent to P0.060 per share in 2007, P0.060 per share in 2008, P0.060 per share in 2009, P0.080 per share in 2010, P0.075 per share in 2011 and 2012, P0.080 in 2013 and 2014, P0.120 in 2015, P0.080 in 2016 and P0.070 in 2017.

[file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINAL%20\(4\).pdf](file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINAL%20(4).pdf) (page 54)

Cash Dividends

On 4 June 2018, the BOD approved the declaration of cash dividend equivalent to P0.0425 per share payable to all preferred stockholders of record as of 20 June 2018. On 19 July 2019, the BOD approved the declaration of cash dividend equivalent to P0.0942 per share payable to all preferred stockholders of record as of 2 August 2019. On 24 October 2019, the BOD approved the declaration of cash dividend equivalent to P0.0471 per share payable to all preferred stockholders of record as of 31 December 2019.

There were no cash dividends declared by the BOD to common stockholders of the Company in 2020 and 2021.

[file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINAL%20\(4\).pdf](file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINAL%20(4).pdf) (page 28)

Optional: Recommendation 13.1			
1. Company appoints an independent party to count and/or validate the votes at the Annual Shareholders' Meeting.			
Recommendation 13.2			
1. Board encourages active shareholder participation by sending the Notice of Annual and Special Shareholders' Meeting with sufficient and relevant information at least 28 days before the meeting.	Compliant	The notice and agenda of the Annual Stockholders' Meeting were sent out 50 days before the meeting (Notice was posted in PSE EDGE on 9 June 2022; ASM was held on 29 July 2022) https://edge.pse.com.ph/openDiscViewer.do?edge_no=533e909b3b458e673470cea4b051ca8f	
Supplemental to Recommendation 13.2			
1. Company's Notice of Annual Stockholders' Meeting contains the following information:	Compliant	Please refer to below link to the company's notice of Annual Shareholders' Meeting: https://edge.pse.com.ph/openDiscViewer.do?edge_no=533e909b3b458e673470cea4b051ca8f	
a. The profiles of directors (i.e., age, academic qualifications, date of first appointment, experience, and directorships in other listed companies)	Compliant	Please refer to the link of the Company's Definitive Information Statement (pages 8-10): file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINAL%20(4).pdf	

b. Auditors seeking appointment/re-appointment	Compliant	Please refer to the link of the Company's Definitive Information Statement (page 15): file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINA%20(4).pdf	
c. Proxy documents	Compliant	Information about proxy documents are in the Company's Definitive Information Statement (page 3): file:///C:/Users/Carol%20Padilla/Downloads/LRWC%20DIS%202022%20FINA%20(4).pdf However, management does not ask for proxy.	
Optional: Recommendation 13.2			
1. Company provides rationale for the agenda items for the annual stockholders meeting			
Recommendation 13.3			
1. Board encourages active shareholder participation by making the result of the votes taken during the most recent Annual or Special Shareholders' Meeting publicly available the next working day.	Compliant	The results of the votes taken during the most recent Annual Stockholders' Meeting are publicly available the next working day through uploading the same in the company's website. Please refer to the latest minutes of the Company's ASM/SSM in the link below:	

		https://digiplus.com.ph/company-disclosures/annual-stockholders-meetings/	
2. Minutes of the Annual and Special Shareholders' Meetings were available on the company website within five business days from the end of the meeting.	Compliant	<p>Minutes of the Annual and Special Shareholders' Meetings were available on the Company's website within five business days from the end of the meeting.</p> <p>Please refer to the links below to the Company's website:</p> <p>https://digiplus.com.ph/company-disclosures/annual-stockholders-meetings/</p>	
Supplement to Recommendation 13.3			
1. Board ensures the attendance of the external auditor and other relevant individuals to answer shareholders questions during the ASM and SSM.	Compliant	The external auditor was present in the 2022 ASM and SSMs held on January 7, 2022 and November 24, 2022.	
Recommendation 13.4			
1. Board makes available, at the option of a shareholder, an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner.	Compliant	Section 13.4 of MCG: "The Board should make available, at the option of a shareholder, an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner. This should be included in the company's Manual on Corporate Governance.	

		<p>It is important for the shareholders to be well-informed of the company's processes and procedures when seeking to redress the violation of their rights. Putting in place proper safeguards ensures suitable remedies for the infringement of shareholders' rights and prevents excessive litigation. The company may also consider adopting in its Manual on Corporate Governance established Alternative Dispute Resolution (ADR) procedures."</p> <p>Please refer to below link: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	
2. The alternative dispute mechanism is included in the company's Manual on Corporate Governance.	Compliant	<p>Please refer to the link of the Company's MCG, for the alternative dispute mechanism (Section 13.4): https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	
Recommendation 13.5			
1. Board establishes an Investor Relations Office (IRO) to ensure constant engagement with its shareholders.	Compliant	<p>Disclose the contact details of the officer/office responsible for investor relations, such as:</p> <ol style="list-style-type: none"> 1. Name of the person - Ms. Christine Gabrieles 2. Telephone number - (632) 8637.5291-93 	

		3. Fax number - (632) 8635.0993 4. E-mail address - christine.gabrieles@digiplus.com.ph	
2. IRO is present at every shareholder's meeting.	Compliant	A representative from the IRO was present during all of LRWC's Annual Stockholders Meetings.	
Supplemental Recommendations to Principle 13			
1. Board avoids anti-takeover measures or similar devices that may entrench ineffective management or the existing controlling shareholder group	Compliant	The Company does not have any existing anti-takeover measures embedded in any of its charter documents and does not include such measures in any of the contracts with third parties. There is no anti-takeover measures or similar devices applicable to the Company.	
2. Company has at least thirty percent (30%) public float to increase liquidity in the market.	Non-Compliant		As of 31 December 2022, the Company's public float is 21.03%.
Optional: Principle 13			
1. Company has policies and practices to encourage shareholders to engage with the company beyond the Annual Stockholders' Meeting			
2. Company practices secure electronic voting in absentia at the Annual Shareholders' Meeting.			



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Duties to Stakeholders

Principle 14: The rights of stakeholders established by law, by contractual relations and through voluntary commitments must be respected. Where stakeholders' rights and/or interests are at stake, stakeholders should have the opportunity to obtain prompt effective redress for the violation of their rights.

Recommendation 14.1

<p>1. Board identifies the company's various stakeholders and promotes cooperation between them and the company in creating wealth, growth and sustainability.</p>	<p>Compliant</p>	<p>Please refer to the link to the Company's Comprehensive Corporate Disclosures:</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=8be3ac9a7bf3d8e73470cea4b051ca8f</p> <p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=6da1ea912468abc93470cea4b051ca8f</p>	
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Recommendation 14.2

<p>1. Board establishes clear policies and programs to provide a mechanism on the fair treatment and protection of stakeholders.</p>	<p>Compliant</p>	<p>Section 13.1 of MCG, provides for the Shareholders' right related to the following, among others:</p> <ol style="list-style-type: none"> 1. Pre-emptive rights; 2. Dividend policies; 3. Right to propose the holding of meetings and to include agenda items ahead of the scheduled Annual and 	
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		<p>Special Shareholders' Meeting;</p> <ol style="list-style-type: none"> 4. Right to nominate candidates to the Board of Directors; 5. Nomination process; and 6. Voting procedures that would govern the Annual and Special Shareholders' Meeting. <p>See link below: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	
Recommendation 14.3			
<ol style="list-style-type: none"> 1. Board adopts a transparent framework and process that allow stakeholders to communicate with the company and to obtain redress for the violation of their rights. 	Compliant	<p>Stakeholders may contact the following to voice their concerns and/or complaints for possible violation of their rights:</p> <p>Office of the Compliance Officer – Atty. Kristine Margaret Delos Reyes +632-86375291 to 93 loc 1160</p> <p>Office of the Head of Investor Relations – Ms. Celeste Jovenir +632-86375291 to 93 investorrelations@digiplus.com.ph</p> <p>Please refer to below link for the Company's Whistleblowing Policy, practices and procedures:</p>	

		https://digiplus.com.ph/wp-content/uploads/2018/09/LRWC-Whistle-BLOWING-POLICY-ver-FBR.pdf	
Supplement to Recommendation 14.3			
1. Company establishes an alternative dispute resolution system so that conflicts and differences with key stakeholders is settled in a fair and expeditious manner.	Compliant	<p>Section 13.4 of MCG: "The Board should make available, at the option of a shareholder, an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner. This should be included in the company's Manual on Corporate Governance.</p> <p>It is important for the shareholders to be well-informed of the company's processes and procedures when seeking to redress the violation of their rights. Putting in place proper safeguards ensures suitable remedies for the infringement of shareholders' rights and prevents excessive litigation. The company may also consider adopting in its Manual on Corporate Governance established Alternative Dispute Resolution (ADR) procedures."</p> <p>Please see below link: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	

Additional Recommendations to Principle 14			
1. Company does not seek any exemption from the application of a law, rule or regulation especially when it refers to a corporate governance issue. If an exemption was sought, the company discloses the reason for such action, as well as presents the specific steps being taken to finally comply with the applicable law, rule or regulation.	Compliant	The Company has not requested any exemption from the application of a law, rule or regulation especially when it refers to a corporate governance issue.	
2. Company respects intellectual property rights.	Compliant	The Company registers all of its trademarks with the Intellectual Property Office. In addition, the Company, or any of its subsidiaries, is not a defendant or respondent in any dispute involving intellectual property rights.	
Optional: Principle 14			
1. Company discloses its policies and practices that address customers' welfare			
2. Company discloses its policies and practices that address supplier/contractor selection procedures			
Principle 15: A mechanism for employee participation should be developed to create a symbiotic environment, realize the company's goals and participate in its corporate governance processes.			
Recommendation 15.1			
1. Board establishes policies, programs and procedures that encourage employees to actively participate in the realization of the company's goals and in its governance.	Compliant	The Company continuously develops programs for the employees to actively participate in the realization	

		<p>of the Company's goals and in its governance.</p> <p>Please see Section 15 of the MCG on Encouraging Employees' Participation.</p> <p>See below link: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-New-Manual-on-Corporate-Governance.pdf</p>	
Supplement to Recommendation 15.1			
<p>1. Company has a reward/compensation policy that accounts for the performance of the company beyond short-term financial measures.</p>	Compliant	<p>The Company has approved its Employee Stock Option Plan. The Board of Directors approved the ESOP on 31 January 2023, and the stockholders ratified the same on 27 March 2023.</p> <p>Please see attached ESOP.</p>	
<p>2. Company has policies and practices on health, safety and welfare of its employees.</p>	Compliant	<p>Please refer to attached Occupational Safety and Health Policies and Programs.</p> <p>In addition, all newly-hired employees undergo an orientation from the head office regarding basic rules and regulations of the Company.</p> <p>Please also refer to the attached policies in relation to the Health and Safety Standards applied in the time of COVID-19.</p>	

<p>3. Company has policies and practices on training and development of its employees.</p>	<p>Compliant</p>	<p>New employees assigned in provincial branches undergo orientation in their respective branches conducted by the Operations Supervisor for Human Resource.</p> <p>Training Programs, in-house or off-site, are conducted as the need arises based on the result of Training Needs Analysis.</p> <p>The Company is embarking on several programs for the benefit of its employees, including but not limited to, Personality Enhancement Programs, Leadership, and Management Training Programs for its junior managers and officers.</p>	
Recommendation 15.2			
<p>1. Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program in its Code of Conduct.</p>	<p>Compliant</p>	<p>Please see Section 15.2 of the MCG.</p> <p>Please see link to the Company's Code of Business Conduct and Ethics: https://digiplus.com.ph/corporate-governance/business-conduct-and-ethics/</p>	
<p>2. Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.</p>	<p>Compliant</p>	<p>The MCG is posted in the Company's website.</p> <p>https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-</p>	

		<p>New-Manual-on-Corporate-Governance.pdf</p> <p>In addition, newly-hired employees are given employment orientation regarding the basic rules and regulations of the Company as well as the general rules in the Bingo Parlors.</p>	
Supplement to Recommendation 15.2			
<p>1. Company has clear and stringent policies and procedures on curbing and penalizing employee involvement in offering, paying and receiving bribes.</p>	<p>Compliant</p>	<p>Please refer to the attached Employee Handbook.</p> <p>In terms of procedure, the Internal Audit Team conducts surprise audit on branches with shortages and late deposits. Such audit report will be submitted to HR for issuance of Show Cause Memo. HR, Legal and Audit Teams shall then conduct an administrative hearing. If the subject employee is found guilty of malversation, HR will issue termination of services upon recommendation of the Personnel Committee.</p> <p>The majority of the employees are employed under ABLE, which is why the employee handbook is under ABLE, which is a fully owned subsidiary of LRWC.</p>	

Recommendation 15.3

1. Board establishes a suitable framework for whistleblowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation	Compliant	<p>Please refer to below link to the Company's Whistle-blowing policy and procedure: https://digiplus.com.ph/wp-content/uploads/2018/09/LRWC-Whistle-BLOWING-POLICY-ver-FBR.pdf</p> <p>The framework includes procedures to protect the employees from retaliation.</p> <p>Below are the contact details to report any illegal or unethical behavior: Office of the Compliance Officer – Atty. Kristine Margaret Delos Reyes +632-86375291 to 93 loc 1160</p> <p>Office of the Head of Investor Relations – Ms. Celeste Jovenir +632-86375291 to 93 investorrelations@digiplus.com.ph</p>	
2. Board establishes a suitable framework for whistleblowing that allows employees to have direct access to an independent member of the Board or a unit created to handle whistleblowing concerns.	Compliant	<p>Please see below link to the Whistleblowing Policy of the Company posted on its website: https://digiplus.com.ph/wp-content/uploads/2018/09/LRWC-Whistle-BLOWING-POLICY-ver-FBR.pdf</p>	
3. Board supervises and ensures the enforcement of the whistleblowing framework.	Compliant	<p>Under the Whistleblowing Company Policy: “The Company is committed to conduct its business in accordance</p>	

		<p>with the highest ethical business standards. As the Company undertakes to maintain a culture of good corporate governance by observing integrity in all their transactions, it expects that its directors, officers and employees perform their respective duties and responsibilities in a manner anchored to the tenets of truth, honesty, fairness, accountability and ethical behavior."</p> <p>Please see link below: https://digiplus.com.ph/wp-content/uploads/2018/09/LRWC-Whistle-BLOWING-POLICY-ver-FBR.pdf</p>	
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Principle 16: The company should be socially responsible in all its dealings with the communities where it operates. It should ensure that its interactions serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development.

Recommendation 16.1

<p>1. Company recognizes and places importance on the interdependence between business and society, and promotes a mutually beneficial relationship that allows the company to grow its business, while contributing to the advancement of the society where it operates.</p>	<p>Compliant</p>	<p>Section 16 of the MCG states: "The company should recognize and place an importance on the interdependence between business and society, and promote a mutually beneficial relationship that allows the company to grow its business, while contributing to the advancement of the society where it operates."</p> <p>See below link: https://digiplus.com.ph/wp-content/uploads/2018/08/LRWC-</p>	
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		New-Manual-on-Corporate-Governance.pdf	
Optional: Principle 16			
1. Company ensures that its value chain is environmentally friendly or is consistent with promoting sustainable development			
2. Company exerts effort to interact positively with the communities in which it operates			

Pursuant to the requirement of the Securities and Exchange Commission, this Integrated Annual Corporate Governance Report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, in the City of PARANAQUE CITY on this ____ day of MAY 30 2023 2023.

SIGNATURES


EUSEBIO H. TANCO
Chairman of the Board


TSUI KIN MING
President


TIMOTEO B. AQUINO
Independent Director


RAMON D. DIZON
Independent Director


KRISTINE MARGARET R. DELOS REYES
Compliance Officer



CAROL V. PADILLA
Corporate Secretary

SUBSCRIBED AND SWORN to before me this ____ day of MAY 30 2023 2023, affiants exhibiting to me competent evidences of their identities, as follows:

NAME	GOVERNMENT ID	DATE OF ISSUE	PLACE OF ISSUE
EUSEBIO H. TANCO	TIN: 141-970-954		
TSUI KIN MING	TIN: 507-239-740		
TIMOTEO B. AQUINO	TIN: 115-929-361		
RAMON D. DIZON	TIN: 102-085-577		
KRISTINE MARGARET R. DELOS REYES	TIN: 255-777-553		
CAROL V. PADILLA	TIN: 271-536-697		


Doc. No. 302;
Page No. 62;
Book No. J;
Series of 2023.

NOTARY PUBLIC


MARIA VICTORIA RIVERA-GILERA
Notary Public for Parañaque City
Until December 31, 2024
Commission No. 305-2023
Roll No. 52139
IBP Lifetime No. 08742 / 01.13.2010
PTR No. 3200089 / 01.04.2023 / Parañaque City
MCLE Compliance No. VII 003258 / 06.04.2021
24 F.G. Calderon St. BF Manresa, BF Homes, Parañaque City

I-ACGR Attachments

- **Retirement Policy**
- **Performance Evaluation Policy / HR Memo No. 0036-2018**
- **Related Party Transaction (RPT) Form**
- **Evaluation Form for Performance Assessment**
- **Fraud Policy**
- **ABLE Employee Handbook**
- **Audit Committee Meeting Minutes**
- **Excerpts of Board Meeting Minutes**

Policy No. HR -20	Title of Manual Policy Manual		
Date Prepared: 6 November 2020	Policy Name EMPLOYEE RETIREMENT	Version No. 1	
Effectivity Date: On Release Date		Revision No.	
Prepared by: Maria Rocelle Mag-iba	Reviewed by: Jacqueline Chan Atty. Kristine Margaret Delos Reyes	Approved by: Eng Hun Chuah	

1. Policy Statement

In accordance to the Labor Code of the Philippines, LRWC shall grant provisions to regular employees upon retirement from service that is consistent with the Philippine Retirement Law (R.A. 7641).

2. Coverage

This policy applies to all regular employees of LRWC and its subsidiary companies.

3. Policy

3.1 Regular employees can avail the retirement benefit under the following conditions:

Eligibility	Retirement Type	
	Optional	Mandatory
Age	60	65
Minimum Years of Service	5 years	5 years
Retirement Benefit as monthly multiple	.5	.5


3.2 Optional Retirement can be availed by employees who wishes to retire provided that they have served the company for the prescribed period and have reached the prescribed age.

3.3 Mandatory Retirement shall be imposed to employees as required by law to leave their employment upon reaching the age of sixty-five (65) regardless of their willingness to do so. Further, their retirement benefit requires that they have served the company for at least five (5) years.

4. Procedure

The following procedures shall be complied with in availing the Optional Retirement:


4.1 A regular employee who wishes to avail the Optional Retirement (hereinafter, the "Applicant Retiree"), shall submit a duly signed letter of intent to his respective Department and/or Business Unit (BU) Head at least three (3) months ahead of the intended retirement date.

Policy No. HR -20	Title of Manual Policy Manual		
Date Prepared: 6 November 2020	Policy Name EMPLOYEE RETIREMENT	Version No. 1	
Effectivity Date: On Release Date		Revision No.	
Prepared by: Maria Rocelle Mag-iba	Reviewed by: Jacqueline Chan Atty. Kristine Margaret Delos Reyes	Approved by: Eng Hun Chuah	

- 4.2** The Applicant Retiree’s letter of intent shall be subject to his Department and/or BU Head’s initial approval before the same is endorsed for the final approval by the President of LRWC.
- 4.3** In the event that the endorsement of the Department and/or BU Head is not obtained, the Applicant Retiree will not be entitled to avail the Optional Retirement.
- 4.4** Upon endorsement of the Department and/or BU Head of the Letter of Intent of the Applicant Retiree for approval of the President of LRWC, the latter shall have the absolute discretion to approve the same for processing of the Human Resources Department. No Applicant Retiree shall be entitled to avail the Optional Retirement without the signed approval from the President of LRWC.
- 4.5** Upon approval from the President of the LRWC, the Letter of Intent of the Applicant Retiree shall be forwarded to the Human Resources Department for processing in accordance with the guidelines below.
- 4.6** The effective date of retirement of the Applicant Retiree shall likewise be subject upon the discretion of the Department and/or BU Head, subject upon the approval of the President, taking into consideration business exigencies, work and documents to be turned over, and other operational requirements of the company where the Applicant Retiree is assigned.
- 4.7** If and when a replacement is necessary, HR shall make sure that the Applicant Retiree and his replacement will have at least two (2) months to work together so that the Applicant Retiree may completely train and turn over all his work responsibilities to his replacement.

The following procedures shall be implemented for Mandatory Retirement:

- 4.8** At the beginning of each year, HR shall submit a list to the President of LRWC and/or Business Unit Heads concerned of the impending mandatory retirement of employees (hereinafter, the “Retiree”) including executives during the year.
- 4.9** After the President and/or Business Unit Heads acknowledges the list of Retirees by affixing their signatures, this will be the trigger to find or train the replacement of the Retiree/s.
- 4.10** If and when a replacement is necessary, HR shall make sure that the Retiree and his replacement will have at least two (2) months to work together so that the Retiree may completely train and turn over all his work responsibilities to his replacement.

Policy No. HR -20	Title of Manual Policy Manual		
Date Prepared: 6 November 2020	Policy Name EMPLOYEE RETIREMENT	Version No. 1	
Effectivity Date: On Release Date		Revision No.	
Prepared by: Maria Rocelle Mag-iba	Reviewed by: Jacqueline Chan Atty. Kristine Margaret Delos Reyes	Approved by: Eng Hun Chuah	

4.11 At least two (2) months before the Retiree's last working day, HR shall begin processing the Retiree's clearance and all necessary procedures in preparation of the Retirement Pay of the Retiree.

5. Guidelines

- 5.1 All approved Applicant Retirees and Retirees shall be entitled to a Retirement Pay equivalent to one-half (1/2) latest monthly basic pay for every year of service, a fraction of at least six (6) months being considered as one (1) whole year. A fraction of less than six (6) months shall be counted in proportion to the actual number of years.
- 5.2 The term one-half month basic pay shall mean Monthly Basic Pay/2, plus one-twelfth (1/12) of the 13th month pay (equivalent to 2.5 days), and the cash equivalent of not more than five (5) days of service incentive leave.
- 5.3 In computing the Retirement Pay, the Equivalent Daily Rate (EDR) is computed as follows: $EDR = (\text{Basic Monthly Pay} \times 12) / 313$
- 5.4 Retirement Pay shall likewise include any unused sick leaves, less loan balances, advances and other liabilities of the approved Applicant Retiree and/or Retiree, if any.
- 5.5 Approved and paid leaves such as vacation and sick leaves, including authorized leaves without pay, sabbatical leaves and periods covering community lockdown in the event of natural disasters/catastrophes do not constitute an interruption in the length of service.
- 5.6 Retirement Pay shall be released after the completion of the clearance process and execution of all necessary documents, or on the last working day of the Applicant Retiree and/or Retiree, whichever is later.
- 5.7 Human Resource Department shall be responsible to verify pertinent information (e.g. status of employment, age, years in service, etc.) to determine the eligibility and amount of the Retirement Pay of the Applicant Retiree and/or Retiree.

Human Resource Department

19 January 2018

No: 0036-2018

TO: ALL EMPLOYEES
LRWC & Subsidiaries

Re: **2018 PERFORMANCE EVALUATION POLICY**

As agreed last November 2017 during ManCom and in line with the initiative to effectively monitor employee's performance using measurable parameters, the new template for Performance Evaluation has already been introduced and distributed to BU's and SSU Departments. This template must be used beginning January 2018. Please find below the new guidelines and policies regarding our Performance Evaluation:

1. All regular employees will still undergo semi-annual Performance Evaluation using the new template with the following agreed percentages (template to be emailed separately):

Business Units (JG6 and above- Branch/Office based, JG5 & below – Branch based)	Business Units (JG 5 & below – Office based)	Shared Service Unit (All Job Grades)
50% BU Objective 30% Dept. Objective 10% Individual Objective 10% Co. Policies	20 % BU Objective 60% Dept. Objective 10% Individual Objective 10% Co. Policies	20 % BU Objective 60% Dept. Objective 10% Individual Objective 10% Co. Policies


2. All probationary employees will be evaluated by using another Performance Evaluation with the following agreed percentages (template to be emailed separately):


Probationary	40 % Job Competency 40% Personal Competency 20% Co. Policies
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3. Performance Evaluation Form will require a sign-off between the employee and his immediate superior at the beginning of each year to set expectation on performance objectives and at the end of semi-annual evaluation to serve as an agreement on the final rating. This signed form must be emailed to HR.
4. During performance evaluation, employees will rate their own performance against a target but still subject to the approval of their immediate superior.
5. The new passing grade for performance evaluation is set at 2.0 = 70%
6. The average rating of an employee based on his semi-annual performance evaluation will be the basis for computation of performance bonus (if any). But for those who do not make the passing grade will not be entitled to the performance bonus (if in case the Management decides to provide a performance bonus)

We shall schedule training to SSU and BU on how to use the new performance evaluation template.

Thank you.


LOIDA B. TIANGCO
Senior HR Manager

Noted by: 
CHOON SIANG LEE
Administration Head



Related Party Disclosure Form

Name: _____ Director Officer Shareholder

- DigiPlus Interactive Corp.'s Material Related Party Transactions Policy defines **“Related Parties”** as:
- i. the Company's directors, officers, Substantial Shareholders, as defined herein, and their spouses and relatives within the fourth civil degree of consanguinity or affinity, either by marriage or domestic partnership if these persons have control, joint control or Significant Influence over the Company; and
 - ii. the Company's parent, Subsidiary, fellow subsidiary, Associate, Affiliate, joint venture or an entity that is controlled, jointly controlled or significantly influenced or managed by a person who is Related Party.

A. Individual Related Parties

Please provide the requested information or put N/A (or tick the box) if not applicable. (Please see Degrees of Relationship on page 4 for reference).

Spouse Name			
Employed <input type="checkbox"/>	Self-Employed <input type="checkbox"/>	Others <input type="checkbox"/> Specify : _____	
Company		Position	
Relative's Name			
Relationship			
Employed <input type="checkbox"/>	Self-Employed <input type="checkbox"/>	Others <input type="checkbox"/> Specify : _____	
Company		Position	
Relative's Name			
Relationship			
Employed <input type="checkbox"/>	Self-Employed <input type="checkbox"/>	Others <input type="checkbox"/> Specify : _____	
Company		Position	
Relative's Name			
Relationship			
Employed <input type="checkbox"/>	Self-Employed <input type="checkbox"/>	Others <input type="checkbox"/> Specify : _____	
Company		Position	
Relative's Name			
Relationship			
Employed <input type="checkbox"/>	Self-Employed <input type="checkbox"/>	Others <input type="checkbox"/> Specify : _____	
Company		Position	
<input type="checkbox"/> There are no Individual Related Parties for me to report.			

C. Entities that are controlled or jointly-controlled by you and/or your Related Parties

Control is defined as a person or entity who controls the Company of and only if the person or entity has all of the following, taking into account financial standards, laws, and rules and regulations, namely:

- i. power to govern the financial and operating policies of the Company so as to obtain benefits from its activities;
- ii. exposure or rights to variable returns from its involvement with the Company; and
- iii. the ability to use its power over the Company to affect the amount of the Company’s returns.

Company (e.g., Corp. name, Partnership name)	Relationship to the company	Line of business

Thank you for taking the time to accomplish this form

Privacy Notice

DigiPlus Interactive Corp. will collect, record, store, use, disclose, and process your and Related Party/ies’ personal information consisting of your name and signature and the name/s of your Related Party/ies for the purpose of this Related Party Disclosure Form and for purposes relevant or incidental thereto. Disclosure of said personal information may be made to the SEC, and/or the PSE website for compliance purposes. Said personal information will be retained for a period of five (5) years and afterwards it will be safely destroyed. You and your Related Party/ies have rights under the Data Privacy Act such as the rights to be informed, access, correct, object, withdraw, erasure, data portability, file complaint, and damages. You and your Related Party/ies should be aware that there are risks in the processing of said personal information and for safeguards to protect it, kindly read the DigiPlus Interactive Corp.’s Data Privacy Manual and Data Subject Rights Request Procedure or contact the Data Privacy Executive for the exercise of your right or for any concern.

I hereby certify that all information provided and any attached documents are true, complete, and correct to the best of my knowledge.

Signature above printed name / date

Degrees of Relationship

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4th Degree Great Great Grandparent
Great Uncle/Aunt
First Cousin
Grand Nephew/Niece

3rd Degree Great Grandparent
Uncle/Aunt
Nephew/Niece
Great Grandchild

2nd Degree Grandparent
Sibling
Grandchild

1st Degree Parent
Child

YOU / SPOUSE

1st Degree Parent-in-law
Child-in-law

2nd Degree Grandparent-in-law
Sibling-in-law
Grandchild-in-law

3rd Degree Great Grandparent-in-law
Uncle/Aunt-in-law
Nephew/Niece-in-law
Great Grandchild-in-law

4th Degree First Cousin-in-law
Great Great Grandparent-in-law
Grand Nephew/Niece-in-law
Great Uncle/Aunt-in-law

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COMPETENCY COMPONENTS

A. Board Composition/Structure and Processes
B. Roles and Responsibilities
C. Board Committees
D. Director's Self Evaluation

TOTAL/ OVERALL SCORE

Evaluation Summary		
SCORE OUT OF 5	WEIGHT	POINTS
0		0.00
0		0.00
0		0.00
0		0.00
		0%
		0

Overall Rating Description

Strongly Agree
 Agree
 Somewhat Agree
 Disagree
 Strongly Disagree/Not True

Score Range

5.0
 4.0
 3.0
 2.0
 1.0

SECTION II: Questionnaire

A. Board Composition/Structure and Processes **SCORE**

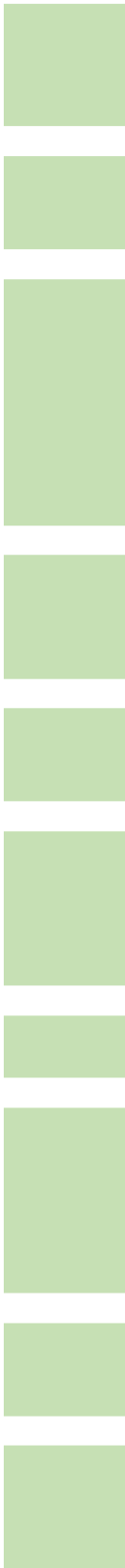
- A.1 The Board consists of a sufficient number of members, with the appropriate mix of diversity, experience, age, gender, knowledge and skills.
- A.2 The Board encourages and operates independently of the shareholders/owners by having the sufficient number of executive directors, non-executive directors, independent directors.
- A.3 The Chairman presides during all meetings of the Board and of the stockholders, follows the approved agenda and effectively controls all proceedings to ensure transparency open discourse, full participation of all members, deliberation on all matters for approval and, that meetings/members are orderly, disciplined and professional.
- A.4 Meetings are regularly called/held and are of sufficient length to allow for a thorough discussion of all matters in the agenda and of other important matters.
- A.5 Directors are given adequate notice of proposed meeting dates and conflicts are avoided as much as possible in order to ensure attendance and full participation of all directors.
- A.6 Directors are given advance notice of the agenda as well as copies of the materials/readings to be discussed.
- A.7 Meeting length/duration is appropriate for the agenda, and the Board is given sufficient materials, information and time to discuss policies, issues and matters for approval.
- A.8 The minutes of every meeting are distributed to the directors in a timely manner, and are complete, correct and accurate.
- A.9 The directors receive, or are encouraged to receive, continuing education and attend trainings/seminars which allow them to be informed of current developments related to their expertise relevant to the company, and to improve knowledge, qualifications and experience on the same.

Other comments:

B. Roles and Responsibilities **SCORE**

- B.1 The Board only acts/approves resolutions/actions on the affirmative vote of at least a majority of the directors at meetings where there is a sufficient quorum.

- B.2 The Board applies the highest ethical standards, honesty, and integrity, taking into consideration the interests of all stakeholders involved, in the conduct of proceedings and in making decisions.
- B.3 The Board adheres to the Corporation's Code of Corporate Governance, Code of Business Conduct and Ethics, and other relevant company policies.
- B.4 The Board deliberates and addresses, in a timely manner, all proposed plans/strategies, and those involving critical issues.
- B.5 The Board consistently and continuously monitors previously approved actions/plans to check for completion and/or if there is a need to adjust/adapt to changing times/conditions.
- B.6 The Board establishes the company's mission and vision and regularly reviews the same to ensure that these are consistent with the company's policies and the Board's decisions.
- B.7 The Board always considers the interests of all stakeholders, including minority stockholders, in its decision-making processes.
- B.8 The Board has in place a clear and defined internal control system to avoid conflicts of interest, ensure proper discussion and approvals of related-party transactions, proper risk management, and other similar circumstances.
- B.9 There is a clear distinction between the role of the chairman and the chief executive officer/management.
- B.10 The Board makes personnel actions and appointments based on merit, fitness and objective qualifications/experience and provides adequate and sufficient compensation consistent with the roles/responsibilities of the said role and in accordance with the Corporation Code and SEC rules.
- B.11 The Board is always held accountable to its stakeholders for all decisions which are validly passed and agreed upon, regardless of outcome.
- B.12 The Board ensures the adoption and regular implementation of the Board/director performance evaluation for purposes of checking and improving on the Board's policies, proceedings and procedures.



Other comments:

C. Board Committees

SCORE 0

- C.1 The Board has an effective committee structure which is compliant with the requirements of the Manual on Corporate Governance and applicable to the specific needs of the company.
- C.2 The delegation/delineation of functions to the different committees is clear, with each committee having defined roles, functions and mandates/charters.
- C.3 The committee members and chairpersons are elected based on their respective qualifications, capabilities, expertise and competencies and which are appropriate for the assigned committee and always in compliance with the requirements of the by-laws and the Manual on Corporate Governance.
- C.4 The committees provide the Board with regular reports with sufficient information/updates or matters needing Board attention/approval.



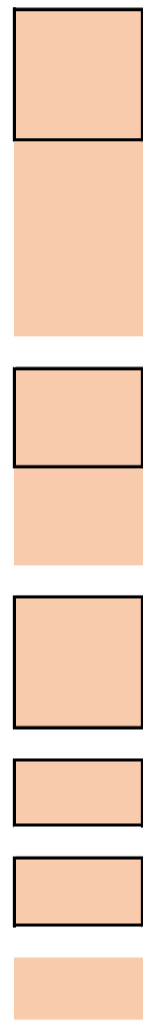
- C.5 The committees are given sufficient resources and time by the Board to hold meetings, discussions and to properly/fully discharge its functions, *i.e.* proper funding, etc.
- C.5 The committees are given sufficient resources and time by the Board to hold meetings and discussions to properly/fully discharge its functions.



Other comments:

D. Director's Self Evaluation	SCORE	0
--------------------------------------	--------------	----------

- D.1 I understand my role, including all policies and procedures I/the Board is subjected to, as director and committee member and faithfully perform this role and adopt these policies/procedures.
- D.2 I avoid conflict of interest situations or, if unavoidable, I make prompt and complete disclosures, abstain from the voting and deliberations and actively do everything not to exert any undue influence on the other members of the Board.
- D.3 I apply the highest ethical standards, honesty, and integrity taking into consideration the interests of all stakeholders involved in the Corporation's business.
- D.4 I exercise objective and independent judgment on all corporate affairs I oversee and/or decide upon.
- D.5 I come to Board and committee meetings prepared by devoting sufficient time to be familiar with the company's business and matters for discussion, and actively participate therein.
- D.6 I attend all scheduled Board and committee meetings (promptly) and maintain a good attendance record.
- D.7 as a director and always in the best interest of the Corporation.
- D.8 I respect the differing opinions of the other directors and willingly abide by Board decisions made collegially.



Other comments:

LEISURE & RESORTS WORLD CORPORATION AND SUBSIDIARIES FRAUD POLICY

BACKGROUND

The Corporate Fraud Policy is established to facilitate the development of controls which will aid in the detection, prevention and prosecution of fraud against LEISURE & RESORTS WORLD CORPORATION AND SUBSIDIARIES (hereinafter called the Company). It is the intent of the Company to promote consistent honest organizational behavior by providing guidelines and assigning responsibility for the development of internal controls and the conduct of investigations.

SCOPE OF POLICY

This policy applies to any fraud or suspected fraud involving employees of the Company as well as its shareholders, directors, officers, consultants, vendors, contractors and any outside agencies or other parties with a business relationship with the Company.

ACTS CONSTITUTING FRAUD

Fraud is defined as the intentional, false representation or concealment of a material fact for the purpose of inducing another to act upon it to the injury of the Company, its shareholders, directors, officers, employees or any third person. Fraud can range from minor employee theft and unproductive behavior to misappropriation of assets and fraudulent financial reporting.

The terms defalcation, misappropriation, and other fiscal wrongdoings refer to, but are not limited to:

- Any dishonest or fraudulent act
- Manipulation, falsification or alteration of any records, document or account belonging to the Company
- Forgery or alteration of a check, bank draft, or any other financial document
- Misappropriation of funds, securities, supplies, or other assets
- Impropriety in the handling or reporting of money or financial transactions
- Fraudulent financial reporting
- Recording of transactions without substance
- Intentional misapplication of accounting policies irrespective of whether or not the wrongdoer derives material benefit from it,
- Suppression or omission of the effects of transactions from records or documents
- Intentional deviation from the Company's operational procedures resulting in losses, damage or injury to the Company irrespective of whether or not the

- wrongdoer derives material benefit from it.
- Profiteering as a result of insider knowledge of company activities
- Disclosing confidential and proprietary information to outside parties
- Disclosing securities activities engaged in or contemplated by the company to any third party.
- Accepting or seeking anything of material value from contractors, vendors or persons providing services/materials to the Company with the exception of gifts less than Php200 in value.
- Destruction, removal or inappropriate use of records, furniture, fixtures, and equipment; and/or
- Any similar or related inappropriate conduct

POLICY

The Company shall adopt and maintain a policy of "Zero Tolerance for Fraud and Unethical Behavior". Management is responsible for designing and implementing systems and procedures for the prevention and detection of fraud and for ensuring a culture and environment that promotes honesty and ethical behavior. Strong emphasis shall be placed on *fraud prevention*, which may reduce opportunities for fraud to take place, and *fraud deterrence*, which could persuade individuals that they should not commit fraud because of the likelihood of detection and punishment.

It is Management's responsibility to create a culture of honesty and high ethics and to clearly communicate acceptable behavior and expectations from each employee. Management shall adopt and enforce a code of conduct with a strong value system founded on the fundamental principle that all its business affairs shall be conducted legally, ethically and with strict observance of the highest integrity and propriety. Management must show employees through its words and actions that dishonest or unethical behavior will not be tolerated, even if it results in benefits to the Company. Management must also show that all employees will be treated equally, regardless of their position.

Management shall be proactive in reducing fraud opportunities by (1) identifying and measuring fraud risks, (2) taking steps to mitigate identified risks, and (3) implementing and monitoring appropriate preventive and detective internal controls and other deterrent measures.

In devising and adopting a system of internal controls and procedures, Management shall see to it that: (1) there is appropriate segregation of duties and authority to effectively promote a system of checks and balances; (2) there are written policies and procedures for each department covering critical business processes and transactions; (3) there are efficient information systems and procedures that will ensure timely and accurate information.

OVERSIGHT FUNCTION OF THE AUDIT COMMITTEE

The Audit Committee shall exercise overall oversight function with respect to the Company's financial reporting process and the system of internal control. The Audit Committee shall evaluate (1) management's identification of fraud risks, (2) the implementation of antifraud measures, and (3) the creation of positive workplace environment and the appropriate "tone at the top" setting the proper example. In exercising this oversight responsibility, the Audit Committee shall consider the potential for management override of controls or other inappropriate influence over the financial reporting process.

As part of its oversight responsibilities, the Audit Committee shall encourage management to provide a mechanism for employees to report concerns about unethical behavior, actual or suspected fraud, or violations of the Company's code of conduct or ethics policy. The committee shall receive periodic reports describing the nature, status, and eventual disposition of any fraud or unethical conduct.

The Audit Committee shall ensure that:

- A thorough investigation of each incident is conducted.
- Appropriate and consistent actions are taken against violators.
- Relevant controls are assessed and improved.
- There is sufficient training about the Company's values and its code of conduct and that such training include "fraud awareness" – the duty to report or communicate actual or suspected acts of fraud.
- Continuous training occurs to reinforce the Company's values, code of conduct, and expectations.
- There are effective policies that minimize the chance of hiring or promoting individuals with low levels of honesty, especially for positions of trust.
- Each department has its own written operational procedures and these are properly disseminated to all the employees concerned.

The Audit Committee shall have the authority to order the investigation of any alleged or suspected wrongdoing brought to its attention or any matters within the scope of its responsibilities. Any fraud that is detected or suspected will be immediately referred to the Internal Auditor, who shall conduct all investigations in coordination with the Legal Department and Human Resources Department.

ROLE OF THE INTERNAL AUDITOR

The Internal Auditor shall assist the Audit Committee in the exercise of its oversight functions over the Company's financial reporting process and its system of internal control. The Internal Auditor shall assist in the deterrence of fraud by examining and evaluating the adequacy and the effectiveness of the system of internal control, commensurate with the extent of the potential exposure or risk in the various segments of the Company's operations. For this purpose, all departments shall furnish the Internal Auditor with their respective operational procedures and shall immediately inform the Internal Auditor of any amendments or revisions thereto and/or any deviations from or non-implementation of any operational procedure. The Internal Auditor shall have an independent reporting line directly to the Audit Committee, to be able to express any concerns about management's system of internal controls or to report suspicions or allegations of fraud involving senior management.

The Internal Auditor has the *primary responsibility* for the investigation of all suspected fraudulent acts as defined in the policy. The Internal Auditor has the authority to retain legal, accounting, and other professional advisers as needed to provide advice and assist in its investigation. The Internal Auditor is also authorized to hire the services of Fraud Investigators to strengthen its fraud investigating capabilities. If the investigation substantiates that fraudulent activities have occurred, the Internal Auditor will issue the proper reports to the President and to the Audit Committee with the proper recommendations on the action to be taken on the matter.

Any investigative activity required will be conducted without regard to the suspected wrongdoer's length of service, position/title, or relationship to the Company.

Decisions to prosecute or refer the investigation results to the appropriate law enforcement and/or regulatory agencies for independent investigation/prosecution will be made in conjunction with the Corporate Legal Counsel.

Suspected improprieties concerning an employee's moral, ethical, or behavioral conduct that does not constitute fraud should be referred to the Human Resource Department rather than the Internal Auditor. Any question as to whether an action constitutes fraud shall be resolved by the Audit Committee.

AUTHORIZATION FOR INVESTIGATING SUSPECTED FRAUD

The Internal Auditor shall, in the investigation of all suspected fraudulent acts as defined in the policy, have the following powers and authority:

1. Free and unrestricted access to all Company records and premises, whether owned or rented;
2. The authority to examine, copy, and/or remove all or any portion of the contents of files, computers, desks, cabinets, and other storage facilities on the premises without prior knowledge or consent of any individual who may use or have custody of any such items or facilities when it is within the scope of their investigation;
3. The authority to summon any employee and require him/her to submit a written statement on the incident subject of the investigation; and
4. The authority to place under preventive suspension any employee subject of the investigation.

REPORTING PROCEDURES

Great care must be taken in the investigation of suspected improprieties or wrongdoing so as to avoid mistaken accusations or alerting suspected individuals that an investigation is under way.

An employee who discovers or suspects fraudulent activity is duty bound to inform the Internal Auditor immediately. The Internal Auditor shall have a telephone *hotline* and an Email address where any employee may report any suspected fraudulent activity. The informant or other complainant may remain anonymous and Management shall take all steps necessary to protect the identity of the informant. Management shall also take all necessary steps to ensure the safety of the informant against possible reprisals from the suspected wrongdoer.

All inquiries concerning the activity under investigation from the suspected individual, his or her attorney or representative, or any other inquirer should be directed to the Internal Auditor or the Legal Department. No information concerning the status of an investigation will be given out until final disposition of the case.

The reporting individual should be advised of the following:

- Do not contact the suspected individual in an effort to determine facts or demand restitution.
- Do not discuss the case, facts, suspicions, or allegations with *anyone* unless specifically asked to do so by the Legal Department or the Internal Auditor.

CONFIDENTIALITY OF INFORMATION

The Internal Auditor shall treat all information received *confidentially*. Any employee who suspects dishonest or fraudulent activity will notify the Internal Auditor immediately, and should not attempt to personally conduct investigations or interviews/interrogations related to any suspected fraudulent act.

Investigation results will not be disclosed to or discussed with anyone other than those who have a legitimate need to know. This is important in order to avoid damaging the reputations of persons suspected but subsequently found innocent of wrongful conduct and to protect the Company from potential civil liability.

DISCIPLINARY ACTIONS

If an investigation results in a recommendation to impose sanctions or disciplinary action upon the employee found guilty of committing a fraudulent act, the recommendation will be forwarded to the Legal Department, which shall make its comments on the recommendation citing the weight of the evidence against the guilty employee and the prospects of a successful prosecution of the said employee. The recommendation of the Internal Auditor, together with the comments of the Legal Department, shall be forwarded to the President for proper disposition.

The Internal Auditor does not have the authority to terminate an employee. The decision to terminate an employee shall be made by the President.

Disciplinary action may also be taken against the following:-

1. Supervisor, managers and executives, who condone, permit or have knowledge of the fraudulent or unethical conduct by those reporting to them and do not take corrective action.;
2. Employees who make false statements in connection with any investigation of any suspected fraudulent activity;
3. Employees who obstruct or impede the investigation of the suspected fraudulent activity; and
4. Employees who refuse to cooperate in the investigation of the case.

ADMINISTRATION

The Audit Committee is responsible for the administration, revision and

**LEISURE & RESORTS WORLD CORPORATION AND SUBSIDIARIES
FRAUD POLICY**

Page 7 of 7

interpretation of this policy. The policy will be reviewed annually and revised as needed.

EFFECTIVE DATE:

This Fraud Policy is approved for immediate adoption by Leisure & Resorts World Corporation and subsidiaries on this 26th day of April, 2005.

Pasig City, Philippines

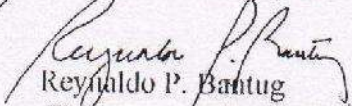
Leisure & Resorts World Corporation

By:



Roberto A. Atendido

Chairman, Board of Directors

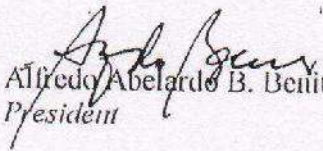


Reynaldo P. Bantug

Chairman, Audit Committee

AB Leisure Exponent, Inc.

By:



Alfredo Abelardo B. Benitez

President

**ACKNOWLEDGEMENT OF
EMPLOYEE HANDBOOK
AB LEISURE EXPONENT, INC. (ABLEI)**

I, the undersigned, acknowledge the receipt of the Employee Handbook for all the employees of AB Leisure Exponent, Inc. (ABLEI) and its subsidiaries.

I understand that I am required to read and become familiar with all the provisions of these policies.

I further understand that neither this handbook nor any provision of this handbook is or implies an employment contract or any other type of contract. I also understand that my employment is for an indefinite term and may be terminated at any time at the will of either the employee or ABLEI and its subsidiaries subject to the provisions of the Labor Code of the Philippines.

Printed Name

Signature

Date

THIS HANDBOOK BELONGS TO:

NAME: _____

DEPARTMENT/BRANCH: _____

ORIENTATION DATE: _____

FROM THE PRESIDENT'S TABLE

To our valued employees,

Congratulations to all of you for receiving today a copy of the Employee's Handbook. It should serve you well in matters that concern your employment with AB Leisure Exponent, Inc. and its subsidiaries.

This handbook was prepared to acquaint you with policies regarding your employment. It also aims to provide an understanding of what we expect from one another so that we may work together effectively.

Please read this handbook carefully and keep it for reference. It should come in handy at any time that you may need to know information about your employment.

We are committed to fostering a work environment that promotes efficiency, productivity, and growth. Hence, we institute measures to create such environment. Knowing what is expected of us is one of the many ways by which this can be achieved.

Let us use this handbook properly. Let it guide us as we do our work in the achievement of our personal as well as corporate goals.

A handwritten signature in black ink, appearing to read "Raymond P. Smith". The signature is written in a cursive style with a large initial 'R' and 'S'.

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INTRODUCTION

We believe that a company's most important resource is its human resource. A major factor in a company's growth and stability is its ability to provide and nurture a work environment that is conducive to both personal and professional growth of its human resources.

This manual was developed to document all human resources policies of the company. It intends to provide all employees with the necessary information on conditions for employment, responsibilities of employees to the Company, responsibilities of the Company to employees, employee benefits and other programs of the Company aimed at fostering an environment of personal and professional growth for its employees.

Another purpose of this manual is to facilitate decision-making on recurrent situations and generally promote consistent and uniform treatment of such situations.

Due to the dynamic nature of the business, no manual can embody policies that are all-encompassing or anticipate every circumstance. The Company therefore, reserves the right to revise, supplement, or rescind any policy or portions thereof as the need arises, at its sole discretion, in accordance with existing laws. This manual will be updated to reflect such changes.

All other existing human resources policies that may not have been incorporated into this manual at the time of its publication, particularly those that are internal to a particular division, shall continue to be in force and in effect.

Managers and Officers are given comprehensive manuals and are expected to take time to read the manual, understand its provision and explain them to employees who may have questions regarding them. Further clarifications may be sought from the Human Resource Department.

COMPANY HISTORY

A.B. Leisure Exponent, Inc. (ABLE), doing business as Bingo Bonanza Corporation (BBC), is the pioneer in professional bingo gaming in the Philippines. It is operating under a Grant of Authority from the Philippine Amusement Gaming Corporation, issued on September 8, 1995. As the first company to offer the bingo game to the public in the convenience of large and modern bingo halls, it has elevated the game into a professional, trustworthy and legitimate source of entertainment for communities.

BBC had its humble beginnings on May 16, 1993, when it offered weekend bingo sessions of ten games, utilizing a space along a corridor in SM Megamall in Mandaluyong City. In only five years, BBC turned its operations from weekly to daily gaming. Today, the company offers daily bingo sessions of seven games, attracting an average of 30,000 players a day who have the chance to win prizes.

In October 1999, ABLE became a wholly owned subsidiary of Leisure and Resorts World Corporation, a company listed with the Philippine Stock Exchange.

BBC has maintained its leadership in the bingo business in the Philippines through innovative and trailblazing strategies. BBC brought state-of-the-art bingo equipment and communication technology to its bingo halls across the country, allowing bingo enthusiasts to play electronically linked games. This enabled players in one parlor to enjoy bingo simultaneously and interactively with players in other bingo parlors, with bigger prizes at stake. BBC takes pride in this gaming product, as it is the first of its kind in Asia.

In 2002, the BBC successfully introduced Electronic Bingo, an electronic alternative to the more popular paper cards currently used in all bingo parlors nationwide. The Electronic Bingo terminal is the most advanced equipment of its kind in the market and is in use in the United States, Latin America and in other countries where the popularity of Bingo has reached newfound heights. This product line is presently making a very substantial contribution to the revenue streams of the Company.

Today, ABLE and its subsidiaries and affiliates operate a total of forty seven (47) bingo parlors and seventy (70) bingo boutiques nationwide. Most of the bingo parlors are located in major shopping malls in Metro Manila and key provincial cities.

COMPANY VISION AND MISSION

OUR VISION

Bingo Bonanza Corporation will be the provider of a total bingo experience.

OUR MISSION

We are a leading bingo and entertainment company committed to provide our customers the best value in bingo products and services.

To fulfill this vision and mission, we fully commit to our stakeholders:

To our Customers:

- Provide wholesome and innovative bingo entertainment
- Provide the ultimate bingo experience

To our Employees:

- Recognize and reward them for exemplary contribution
- Provide programs that will enhance their quality of life

To our Shareholders:

- Provide a fair share on return on investment

To the Community:

- Be continuously involved in socio-civic projects

To the Government:

- Operate within the government regulatory framework

OUR VALUES

We adhere to these values which we all, as one company, agree to the ties that bind us. These principles define us as individuals and as an organization.

LOYALTY -We believe that loyalty is borne and sealed through relationships based on mutual benefit. The company recognizes the worth and industry of each individual and strives to support employee's development to help them achieve their career goals. From this emanates our zeal to uphold its corporate objectives and advance its mission and vision.

EMPOWERMENT -We espouse the philosophy of enabling an individual to think, behave, take action and make decisions in an autonomous way consistent with the principles of participative management leadership.

INTEGRITY -We perform our duties in a manner anchored to the tenets of truth, honesty, fairness, accountability and ethical behavior.

SERVICE -We render quality and exemplary service focusing on customer satisfaction, conscious of the fact that it is reflective of the principles we uphold and that we are defined by our performance.

UNITY -We acknowledge that while we possess individual skills, our unique strengths are maximized when we work together guided by one vision and a common objective.

RESILIENCE -We are adaptable as we understand the dynamism of the gaming industry and view changes and innovation as avenues to greater opportunities. We have faith in the vision of our leaders and with their guidance we shall overcome all adversities and achieve our corporate goals.

EXCELLENCE -We have a responsibility to encourage and develop excellence in everyone for we consider excellence as a way of life. We strive for excellence in everything we do and we continuously cultivate our intellectual, physical, spiritual growth and develop our talents and abilities to their fullest extents.

ABOUT YOUR EMPLOYMENT...

1. EMPLOYEE RESPONSIBILITY IN GENERAL

AB Leisure Exponent, Inc. and its subsidiaries has the responsibility to ensure the safe and efficient operation of its business and to protect employees and customers. Accordingly, the company has established standards of conduct, rules and regulations. Thus, it is the employee's responsibility in general that the standards of conduct must be observed and followed. Employees violating such standards will be subject to corrective action up to and including termination, depending on the seriousness of the infraction.

It should be remembered that employment is at the mutual consent of the employee and the company. Accordingly, either the employee or the company can terminate the employment relationship, subject to existing labor laws.

Employees who engage in misconduct or whose performance is unsatisfactory may be subject to corrective action, up to and including immediate discharge.

2. ATTENDANCE AND PUNCTUALITY

The Company expects all employees to be reliable and punctual in reporting to their respective workplaces. Absenteeism and tardiness place an undue burden on other employees and on the Company because of possible operational delays, disruption and reduction in overall productivity.

Official Leaves, work schedule changes, over time, under time, and official time record applications must be filed and approved by the employee's Department Head/Branch Head in compliance to its filing policies.

AWOL (Absence Without Official Leave) and Tardiness may lead to disciplinary action, up to and including termination of employment.

Attendance records are used in the regular performance evaluation rating of employees.

3. BREAK TIME

Employees are granted one (1) hour break time during their work shift.

Branch employees (except Branch Head), and Warehouse employees (except Drivers) are required to log their break time in their time records. Failure to do so shall result to salary deduction equivalent to one day's work. Minimal break time period shall result to disciplinary action.

4. CONFLICT OF INTEREST

All employees are prohibited from engaging in any activity, practice, conduct or any business which conflicts actually or potentially, with the interest of the Company, its subsidiaries or affiliates.

An actual or potential conflict of interest arises when an employee, by virtue of his position in the company, can make a decision or influence a decision by another employee that can result in personal gain for that employee or for a relative at the expense of Company interest.

5. EMPLOYMENT CATEGORIES

An employee's employment category shall determine his/her benefits eligibility.

Five Employment Categories:

1. Regular
2. Probationary
3. Contractual
4. Consultants
5. Special Appointees

Regular

These employees (Officers/Senior Executives, Managers, Supervisors, Non-Supervisors) receive full coverage of Company's benefits package, subject to the terms, conditions and limitations of the benefit program for each classification under this category.

Probationary

Newly hired employees who are required to pass a probationary period.

Employees under this category are not covered by the benefits specified for regular employees.

They will enjoy benefits in accordance with the terms of their contract or whatever is provided for by law.

Contractual Employees

Persons who are hired to render services for an activity or a project with a specific scope of work, duration and remuneration.

They will enjoy benefits in accordance with the terms of their contract or whatever is provided for by law.

Consultants

Their remuneration package shall be in accordance with the terms and conditions that are agreed upon at the time their services are engaged.

Special Appointees

They are generally not covered by regulations on working hours and duration of their employment

The appointing authority determines their compensation package.

6. EMPLOYMENT EXIT

Employees who end their service with the Company (resigned, terminated, expired contract) must surrender company property that may be issued to him, undergo exit interview and secure the proper clearance from the Company.

Employment Clearance

An employee clearance document must be completed within the employee's section and forwarded to Human Resources Department after all items have been cleared along with the employee's Company ID, Health Card, Mall/Building ID.

The Accounting Department shall compute his Final Settlement that includes his final salary and other benefits applicable.

Exit Interview

The employee is required to undergo exit interview at the Human Resource Department scheduled at the time of his resignation.

The exit interview will afford an opportunity for an employee to disclose issues, suggestions, complaints, and questions that could serve as valuable inputs for improvement of working conditions, policies and procedures.

7. JOB RELOCATION REQUEST

The Company accommodates requests for branch transfer.

Employee must forward a formal request through a letter addressed to the Human Resource Department coursed through their Department Heads and Division Heads.

Requests may be granted upon approval of management only if the position is vacant in the work location where the requesting employee wishes to be transferred and if the employee will accede to the agreement regarding the applicable salary rate that will take effect (If any).

- Manila to Province request – Provincial rate will apply
- Province to Manila request – Manila rate will apply
- Province to another Province – Regional rate will apply

* *If the decision for a transfer is Management's decision, adjustments in salary rate will only be applicable if the employee will come from a provincial location to Manila. There will be no changes in the salary rate if the employee will come from Manila to a Provincial location.*

8. JOB TRANSFER

The Human Resource Department posts notices of regular, full time job openings at the head office and branches (through bulletin board, Bingo Bonanza official web page, memorandum).

The interested employee must submit an application form for an internal job opening to the Human Resource Department so that he may be considered for the position.

His current Department Head must approve his transfer in case his application for the open position is accepted.

Employees who are transferred within the company must pass a probationary period of a maximum of six (6) months.

The employee could be removed from the position at anytime during or immediately after the probationary period if his superiors find his performance unsatisfactory. He will then report back to his original assignment.

The Company reserves the right not to post a notice of a particular opening

and may fill up openings through other means of recruitment if doing so will be in the best interest of the Company.

9. NEW EMPLOYEE ORIENTATION

All new employees assigned in Metro Manila and extended Metro Manila will undergo an orientation from the head office regarding basic rules and regulations of the Company and/or general rules in the Bingo Parlors.

New employees assigned in provincial branches will undergo orientation in their respective branches conducted by the Operations Supervisor for Human Resource.

10. NEW JOB ASSIGNMENT/JOB ROTATION

Rotation is when an employee is assigned to work in different jobs, one after the other to help maintain stability in the operation when some employees may be absent, or suddenly leave the service.

Training program is carried out prior to implementation of the rotation and careful supervision by his head is needed to ensure that the rotation will not cause disruption in the operations.

11. OUTSIDE EMPLOYMENT

Employees are cautioned to carefully consider the demands that additional work will impose on them before seeking or accepting outside employment or “sidelines”.

A second job will not be considered an excuse for poor job performance, absenteeism, tardiness, or under time.

The company entails disclosure of a second job through a written notice addressed to the Human Resource Manager. Failure to do so shall be penalized.

Outside employment that constitutes a conflict of interest is prohibited, especially for direct competitors of the company.

12. PROBATIONARY PERIOD

The probationary period for newly hired employees shall be for a maximum of six (6) months from the date of hiring.

The employment status of the newly hired employee may be converted from probationary to regular after a maximum service of six (6) months if his superiors judge him to have shown exemplary performance and if there is an urgent need to fill up a vacant position.

The company or the new employee may end the employment relationship at will at any time during the probationary period with proper notification, specifying the reasons for doing so.

13. PROMOTION

Promotion is defined as a movement from one position to a higher position or from a lower to a higher rank, in accordance with duly approved official positions and rank.

The corresponding salary adjustment will be based on the company Compensation Administration Program.

Employees interested in promotional opportunities outside their present department should request an interview with the Human Resource Department to present their interests and related qualifications.

14. REGULARIZATION

An employee's *satisfactory performance* (based on his performance evaluation result) and completion of the probationary period will result to an official appointment of his employment to regular status.

The Regularization Notice (Personnel Action Notice) shall be released by the Human Resource Department to the concerned employee. The notice also indicates his corresponding salary.

If his performance during the probationary period does not meet the company standards, his services shall be terminated from the Company before his probationary period expires.

15. RESIGNATION

Employees are requested to notify the Human Resource Department as soon as possible of any intention to terminate their employment through writing, at least one month prior.

16. RETURN OF COMPANY PROPERTY

Employees are responsible and accountable for items issued to them by the Company.

These items must be returned upon the Company's request or upon termination of employment.

The Company may withhold from the employees' paycheck or final settlement check the cost of any items that are not returned when required. Moreover, the Company may take all legal action deemed appropriate to recover its property.

17. SATURDAY WORK AT HEAD OFFICE

Every employee (except New Rapid Bingo Data Center Personnel) is on an on-call basis by his or her immediate superior/Department Head.

Saturday is a paid working day whether or not an employee reports for work. Thus, there will be no additional remuneration for work rendered on Saturdays unless it falls on a holiday.

18. TERMINATION OF EMPLOYEE

Dismissal of an employee shall be carried out with due process and be in accordance with the Labor Code and its implementing rules and regulations.

Employee will be given the opportunity to be heard and to defend himself before the Personnel or Fraud Committee.

Personnel or Fraud Committee members shall thoroughly review the circumstances and decision shall be final.

Only the President can overturn the decision of the Committee.

The following are the list of grounds for termination:

- Serious misconduct
- Willful disobedience of the lawful orders of the Company
- Gross and habitual neglect of duties
- Fraud or willful breach of the trust reposed by the Company
- Commission of a crime or offense against an employee of the Company/ any immediate member of his family/duly authorized representative

- Redundancy
- Installation of labor-saving devices
- Retrenchment to prevent losses
- Prejudicial ailment
- Employee has reached retirement age

An employee hired for a fixed term in accordance with a contract will generally be issued a termination notice by the Human Resource Department at the end of the contract.

19. TRAINING

In order to foster growth among our employees and promote a competitive working environment, the training section shall provide opportunities to enhance the skills of its employees through various training programs.

Initially, newly hired employees undergo new employee's orientation conducted by Training Section of the Human Resource Department (or Operations Supervisor in Provincial branches) before he starts reporting for his job. He will be informed on the Company's general rules and regulations applicable to his job assignment. His Supervisor will be responsible in explaining his specific duties and responsibilities.

Training Programs, in-house or off-site, are conducted as the need arises based on the result of Training Needs Analysis.

An employee who is sent outside to attend training programs is required to:

- Submit certificate of participation
- Submit copies of training manuals and materials
- Stay with the Company for at least one (1) year, for every training program attended worth Php10,000 – Php50,000.

If the employee resigns within the period stated in this policy, he will pay for the total training expenses including other charges that may be applicable.

It will be the management's discretion how long an employee will be required to stay if the training cost an employee attended is worth more than Php50,000.

Attendance in conventions is not covered by this policy.

The employee will continue to enjoy all benefits in full while undergoing training.

20. WORKING HOURS

The Company implements for its employees traditional fixed work schedules (8 hours per day), with one (1) rest day every week.

Employees are required to adhere to their work schedules by reporting to work at the specified starting time, departing at the specified ending time, and taking break periods as authorized (see Break Time p.5).

A flexible work schedule may be granted only to employees with a job grade above 8.

Branch

Branch Heads and/or Supervisors assign the official work schedule of their subordinates and are posted in their bulletin board. Schedules are changed semi-monthly.

Warehouse, Head Office

Department Heads of Head Office and Warehouse assign the official work schedules of their subordinates upon their employment.

Requests for a change in work schedule and/or rest day are allowed, either temporarily or permanently (see *request for change in working hours/rest day* p.29).

ABOUT YOUR BENEFITS...

1. AUTHORIZED ABSENCE WITHOUT PAY

The Company may grant prolonged leave of absence without pay on a case-to-case basis for a period not exceeding one month.

Application for leave of absence without pay exceeding one month will require the approval of the President.

2. BONUSES

2.1 13th Month Pay

The Company shall grant 13th Month Pay to employees who have been with the Company for at least a month in accordance with the provisions of Presidential Decree No. 851.

The 13th Month Pay shall be given annually not later than December 24 in accordance with law. This bonus is given on a pro-rata basis. To facilitate processing and payment, basic salary from January 1 to December 31 of the current year shall be used as basis for computing the amount of 13th Month Pay. Any computed 13th month pay adjustment after the calendar year will be reflected on the first payroll of the succeeding year.

The 13th Month Pay shall be computed as:

Total Basic Pay + Employee Support Allowance earned from January 1st to December 31st of the current year divided by 12 months.

Employees who were separated from the Company at any time during the calendar year will receive the pro-rated equivalent of their 13th Month Pay upon clearing himself/herself of all liabilities and property accountability and will be reflected in his/her Final Settlement of receivables from the Company.

2.2 14th Month Pay

The 14th Month Pay is a guaranteed Company bonus given to regular and active employees at the time of granting.

The payment of this benefit is scheduled on or before May 16 in order to assist employees in their children's school opening needs.

In the same manner as 13th month pay, this bonus is given on a pro-rata basis. Payment is one twelfth (1/12) of the total basic Pay + Employee Support Allowance earned covering May 1 of previous year to April 30 of the current year.

2.3 Christmas Bonus

This is not a regular benefit and is granted only at the discretion of Top Management. Employment must be at least one (1) year on or before 1st of December starting on the employee's probationary period.

3. COMPANY FINANCIAL ASSISTANCE

3.1 Bereavement Assistance

This is granted to employees who suffered loss of an immediate family member/s (parents, brothers and sisters - up to four (4) claims, legal spouse and legitimate children).

In case there are two or more brothers and sisters employed in the Company, they shall be entitled collectively to a single financial assistance in the event of death of their parents and their other legitimate siblings – up to four (4) claims.

The employee should notify the Human Resource Department of the death of the members of his family (see bereavement leave p.24).

The employee should submit copy of the registered death certificate in processing the Company bereavement assistance.

The Company shall contribute the amount of Three Thousand Pesos (P3,000.00) to the employee.

3.2 Maternity Assistance

A maternity assistance of Six Thousand pesos (P6,000) is granted for those who gave birth, had a miscarriage or unwanted abortion.

This financial assistance is a Company benefit aside from the Maternity Benefit provided by the Social Security System (SSS).

The maternity assistance is granted only up to the 4th child (including miscarriage and unwanted abortion). The fifth delivery or miscarriage or unwanted abortion shall no longer be paid, even if no benefits were made on the previous deliveries or miscarriages.

The employee shall notify her employer of her pregnancy and comply with the SSS requirements of marriage notification in accordance with the rules and regulations it may provide.

Any employee who wants to avail of the Company maternity assistance benefit shall, within a reasonable period of time, submit a copy of the following requirements:

- Registered Marriage Contract (If employee is married)
- SSS E-4 (for married employee only)
- SSS Maternity Notification
- Any applicable:
 - Registered Birth Certificate (*for normal & caesarian*)
 - Dilatation & Curettage Report (*for miscarriage-incomplete abortion*)
 - Hystopath Report (*for miscarriage-complete abortion*)
 - Death/Fetal Death Certificate (*for infant or fetal death*)
 - Discharge summary (caesarian birth)

The check for maternity assistance must be claimed by the employee personally at the Compensation and Benefits section of the Human Resource Department. For provincial branches, the check and voucher will be sent to the branch and employee must send back the voucher signed.

3.3 Hospitalization Assistance

Amount of Subsidy

P800.00/night of confinement - for job Grades 2-5 only

The benefit will apply only to regular employees specified above whose illness requires hospitalization as advised by the attending physician.

The number of days upon which the total amount of assistance will be determined from the actual date of admission and will end on the actual day of discharge based on official hospital records.

To enable the employee to avail of the benefit, the following documents must be submitted to the Compensation and Benefits Section of the Human Resource Department by the spouse, immediate family member or duly authorized representative of the employee.

- Certification from the attending physician on the need for

hospitalization or a copy of the admission form from the hospital, specifying the nature of illness.

- Initial Sick Leave form (see sick leave p.22) indicating the estimated number of days with a copy of the doctor's advise for confinement.

The Human Resource department will process the payment of an initial amount equivalent to two (2) days of hospitalization. If the certification from the attending physician includes an estimated number of days of confinement, the Human Resource department will process an amount equivalent to 70% of the estimated number of days of confinement.

The balance of the assistance will be released after the discharge and upon submission of copies of hospital records from which the number of days of confinement can be determined.

The employee may opt to seek release of the total amount of assistance after confinement.

If the initial amount released is more than the amount due to the number of days of actual confinement, the employee has to repay the Company the excess amount through salary deduction in accordance with the following schedule:

	<	P 401.00	=	One-time salary deduction
P 401.00	<	P 801.00	=	Two-time salary deduction
P 801.00	<	P 1,201.00	=	Three-time salary deduction
P 1,201.00	<	P 1,601.00	=	Four-time salary deduction
P 1,601.00	<	P 2,001.00	=	Five-time salary deduction
P 2,001.00	<	P 2,501.00	=	Six-time salary deduction
P 2,501.00	<	P 3,001.00	=	Seven-time salary deduction
	>	P 3,001.00	=	Eight-time salary deduction

The assistance will be granted only up to a maximum of thirty (30) days of confinement per year for a particular kind of illness.

3.4 Emergency Loan

The Company can grant an interest-free emergency loan equivalent to one (1) month basic salary or maximum of P15,000 for those whose monthly basic pay exceeds P15,000. The loan will be payable in six (6) months, without interest.

Acceptable reasons are death or hospitalization of parent or sibling

(for single employees); death or hospitalization of parent, spouse (if married) and child, housing repairs due to damages caused by natural calamities, and other similar emergencies.

3.5 Transportation Subsidy

Transportation subsidy is given on the succeeding payroll after regularization.

The amount of subsidy shall be P25.00 per day, or P650 monthly, net of taxes, based on an average of 26 days per month. The amount due to employees shall be based on the existing payroll cutoff periods and shall be given on a semi-monthly basis, generally every 5th and 20th day of the month, or as deemed appropriate by the Finance Division.

The employee shall be entitled to the subsidy on the basis of the days worked per payroll period. The employee will not be entitled to the subsidy for days covered by suspensions and unauthorized absences or authorized absences in excess of the leave credits.

3.6 Company Facilitated Bank Loan (salary loan)

The company ties up with banks to offer salary loans to regular employees with a lower interest rate offered only for corporate accounts.

To qualify for a loan application, the employee must have no existing company loans. Employees with existing company loans have to fully pay the loan before they can avail of this bank loan. Furthermore, the company requires that employee-borrower must have a minimum tenure in the company before he/she can be qualified to avail this bank loan. The tenure requirement and any other requirements that the company will implement may change from time to time based on the agreed Memorandum of Agreement (MOA) between the bank and the company.

The bank likewise has the authority to establish the requirements needed from the employee-borrower and decide the amount of loan to be granted to the employee-borrower based on their policies.

Loans are requested by filling out the prescribed loan application form, which should be submitted to the Compensation and Benefits section of the Human Resource Department. The list of requirements to be submitted is indicated in the loan application form. Loan applications are endorsed to the bank for review and approval.

The bank sends the check of approved loans to Compensation and Benefits section and employee-borrower shall be notified to claim their check.

Payment of loan is through salary deduction. If the employee separates from the company before full payment of the loan, the Final Settlement of the employee will be allotted for the payment of the loan balance. If amount of final settlement is insufficient, the bank shall do the necessary procedures to coordinate with the employee-borrower on their loan balance based on their internal procedures and legal process.

An employee with an existing Regular Salary and Emergency Loan with our tie-up banks can no longer avail the company emergency loan except in cases of extreme necessity as determined by the Company Emergency Loan Administrator and if the total monthly deductions for these loans will not exceed thirty three per cent (33%) of his average take home pay.

3.7. Food Subsidy

This is given as support to employees for their food expenses during off-base official assignments, department/inter-department meetings, and special project activities. Such must be approved by the Department/Division Head in compliance with the subsidy options.

Reimbursement is contingent upon a properly completed and approved Expense Report with complete receipts. This benefit is not applicable to couriers/messengers due to the basic nature of their job.

Category	Subsidy
Off base assignment, including overnight work - minimum 5hrs (not applicable to messengers)	Php70/pax/day
Department meeting - minimum 3hrs	Php120/pax
Special Project Assignment	variable amount
Branch Events *monthly specials *branch meetings *branch anniversary *other special occasions	Php50/pax or maximum of Php2,000 whichever is lower

4. GROUP INSURANCE

4.1 Life Insurance

Employees are provided with group life insurance upon their regularization at the company. An employee chooses his/her

beneficiary/ies and may change it anytime in accordance with the requirements of the insurance provider.

<u>Job Grade</u>	<u>Coverage</u>
1 - 4	P 200,000.00
5 - 7	P 300,000.00
8 - 9	P 500,000.00
10 - 12	P 700,000.00
VPs & Pres.	P 1M

4.2 Medical Insurance

This is a comprehensive Health Plan, which covers in-patient and out-patient services as well as dental benefits from accredited hospitals, clinics and doctors.

A pregnant employee who uses her medical insurance due to an illness that is in connection with her pregnancy shall not be covered by the insurance provider.

Employees' dependents can avail of this medical insurance upon request. The premium payments for which shall be chargeable to the account of the employee through salary deduction.

In the event that an employee would want to terminate the medical insurance coverage of his/her dependents, a notification letter must be submitted to the Human Resource Department.

Job Grade	Coverage	Room
2-5	Php80,000/illness/year	Ward
6-7	Php90,000/illness/year	Semi-Private Open
8-9	Php100,000/illness/year	Small Private Open
10-11	Php120,000/illness/year	Regular Private Open
12-14	Php130,000/illness/year	Large Private Open
President	Php150,000/illness/year	Suite

Employees must undergo Annual Physical Exam (A.P.E.) for continuous insurance coverage. If an employee fails to comply with the scheduled A.P.E. within the set deadline, the insurance coverage of the employee (including his/her dependents) will be terminated by the company. To resume insurance coverage, the employee must undergo A.P.E. which they will personally pay for including re-enrollment charges. Moreover, the insurance coverage of his dependents will resume only upon request.

5. LOYALTY AWARD

This policy provides a benefit program to recognize and show appreciation to employees who have rendered continuous service for at least five years.

Regular employees are eligible to receive the appropriate service awards after completing five (5), ten (10) and fifteen (15) years of cumulative employment service.

For the purpose of this benefit, employment with the Company will not be cumulative. If an employee leaves the Company and is later re-employed, the length of previous periods of employment will not be added together in order to determine eligibility; only the re-employment period will be counted.

At the anniversary date of the Company, May 16 of each year in which an employee reaches one of the service milestones set forth above, the employee will be awarded the appropriate service plaque of appreciation and a cash gift.

After 5 years of service:

Plaque of appreciation plus P5,000 cash gift

After 10 years of service:

Plaque of appreciation plus P10,000 cash gift

After 15 years of service:

Plaque of appreciation plus P20,000 cash gift

6. PAID LEAVES

6.1 Vacation Leave (VL) & Emergency Leave (EL)

This benefit shall apply to all regular employees who have continuously rendered one year of service or a fraction thereof during the previous calendar year, and have therefore earned the corresponding vacation leave credits during that year.

They will be entitled to enjoy the earned vacation leave credits in the succeeding year, starting the month of January. The maximum annual entitlements are as follows:

Branch/Warehouse employee = 17 days

*Central office (on-call on Saturdays)
1-5yrs tenure = 15 days*

*Central office with 6-day work week = 17days
Central office with over 5 years tenure - 17 days*

Regular employees shall be entitled to this benefit in the current year, after earning the vacation leave credits in the previous calendar year.

Newly regularized employees will still be entitled to vacation leaves on the calendar year following their year of hiring in accordance with the credits they earn. The vacation leave credits for newly hired employees are computed proportionately to the number of months of service in the year they are hired.

Vacation leave credits are non-cumulative. Unused leaves at the end of the year shall be forfeited and shall not be convertible to cash.

Approved vacation leaves canceled by the superior due to operational requirements and thus remain unused at the end of the year may be deferred up to February of the succeeding year. They shall be scheduled separately from the regular vacation leave entitlement. Deferred vacation leaves remaining after February will be forfeited.

An emergency leave (EL) of up to three (3) days for employees classified under Job Grade 8 and below and up to five (5) days for employees belonging to Job Grade 9 and above out of the total annual vacation leave credits is allowed for use to attend to sudden illness of any immediate family member, personal emergencies, fire affecting an employee's home or within the immediate vicinity of the employees residence and any major natural or man-made calamity preventing an employee from reporting for work. The respective three (3) days and five (5) days emergency leave are exempted from the required number of days of filing prior to availment of leave. The immediate superior can file the leave in behalf of the employee immediately after being notified, so that the leaves can be officially recorded and that the salary of affected employee can be released in full on the scheduled payday.

Additionally, victims of calamities such as fire, floods, earthquakes, terrorist threats and civil disturbances are exempted from the pre-filing schedule requirement of Vacation Leave. The affected employee, however, is required to notify his immediate superior by any suitable means of communication as soon as possible, so that the leave can be filed in his behalf upon his request. For employees who are victims of such major calamities, the balance of vacation leave credits are convertible to emergency leave, subject to the approval of the department head, and confirmation/verification of the Human Resource Department.

Legal or Special holidays and rest days falling within the vacation leave period will not be considered part of the leave and therefore will not be subtracted from the leave credits.

Vice-Presidents are exempted from regulations and requirements on the vacation leaves.

Employees must submit their approved vacation leave applications to Human Resource on the required filing schedule:

- 1 - 2 days VL - two (2) days ahead
- 3 - 5 days VL - five (5) days ahead
- 6 - 10 days VL - ten (10) days ahead
- 11 - 17 days VL - fifteen (15) days ahead

Those performing complementary functions within the branch are not allowed to go on leave at the same time; e.g. only one (1) Operations Supervisor, or one (1) cashier/card staff, etc at any given time. A specific person should be assigned to take over the functions of those who are going on leave.

No more than two (2) personnel per branch are allowed to take their vacations at the same time.

The vacation leaves falling before or after major holidays of the year are distributed equitably among branch employees to ensure that no employee is at a disadvantage.

6.2 Sick Leave (SL)

Any regular employee who is unable to report to work due to injury or illness is granted paid leaves of absence up to a maximum of fifteen (15) days per year.

The benefit applies for cases requiring treatment or recuperation either at home or in a hospital.

All regular employees at all job grades and levels of employment shall earn the sick leave credits by rendering continuous service for one year or a fraction thereof during the previous calendar year. They shall then enjoy whatever leave credits they have earned in the previous year in the succeeding calendar year. The leave credits shall be computed in proportion to the number of months served.

Sick Leave can be paid only if it is filed together with a reasonable proof of sickness, preferably but not necessarily a doctor's certificate. A letter certifying such sickness from a responsible member of the employee's household is acceptable considering that not all sickness will require consultations with a doctor.

Consideration shall be given to employees who are to submit the requirement until the 18th of the month for 1-15 cut-off and the 3rd for the 16-28/29/30/31 cut-off.

Unused sick leave is convertible to cash and shall be paid on or before February 15 of the following year.

For employees who resign within a calendar year, the cash equivalent of the sick leave credits earned within the current year shall be included in his final settlement.

If an employee's sick leave is due to a serious illness, he has to submit clearance from his physician.

Employees who are on sick leave and have consumed all his sick leave credits may be allowed to apply his vacation leave balance for sick leave purposes. Such leave can be filed without the advance notice requirement but will require a medical certificate from the attending physician declaring that the person is still unfit to work and that a specified number of days is required for recuperation, either at home or in a hospital or similar treatment facility. This is applicable only to employees who had confinement in hospitals or treatment by a physician for a major illness requiring prolonged recuperation and convalescence.

Employees belonging to the category of Department Head and above are not required to present proof of illness in filing sick leave. However, the approval of the immediate superior on the leave form is required for the sick leave to be considered valid.

6.3 Bereavement Leave (BL)

All regular employees, regardless of length of service shall be entitled to a bereavement leave of four (4) working days with full pay in case of death of an immediate family member (spouse, child/ren, parents, parents-in-law, brother/s, sister/s, legally adopted child/ren).

He shall be required to present a death certificate as proof such death as a requirement for payment of the leave incurred.

The employee can also avail of vacation leave without the pre-filing requirement for a maximum of seven days.

The employee shall file such leave within three days of occurrence of death, personally, through an immediate family member or a representative with a written request duly signed by the employee. In exceptional cases, the immediate superior may file such leave in behalf of the employee upon the employee's request.

6.4 Paternity Leave (PL)

This benefit is granted in pursuant to Republic Act No. 8187 dated June 11, 1996.

Every married male employee in the private sector shall be entitled to paternity leave benefits of seven (7) working days with full pay for the first four (4) deliveries by his lawful spouse with whom he is cohabiting.

Employee must notify the Human Resource Department of the pregnancy of his wife and her expected date of delivery subject to the provisions of notification.

Paternity leave is also applicable if the employee's wife suffers a miscarriage or an unwanted abortion.

Employee shall accomplish a Paternity Notification Form to be provided for by the Human Resource Department and submit the same to the latter, together with a copy of his marriage contract (if not yet submitted to Human Resource Department).

Any employee who has availed of the paternity leave benefits shall, within a reasonable period of time, submit a copy of the birth certificate of the newly-born child, death or medical certificate in case of miscarriage or unwanted abortion, duly signed by the attending physician or midwife showing the actual date of childbirth, miscarriage or unwanted abortion, as the case may be.

The paternity leave benefit may be enjoyed before, during or after the delivery by his wife; provided, that the total number of days shall not exceed seven (7) working days for each delivery. Provided further, that this benefit shall be availed of not later than sixty (60) days after the date of said delivery.

6.5 Authorized Absence Without Pay (Mandatory)

Maternity Leave (ML)

Maternity Leave is a Social Security System (SSS) benefit.

SSS maternity benefit is granted to a female employee member who is unable to work due to childbirth or miscarriage or unwanted abortion.

The maternity benefit is a daily cash allowance equivalent to 100 per cent of the member's average daily salary credit (based on SSS table) multiplied by 60 days for normal delivery or miscarriage, and 78 days for caesarean cases.

Government requires that:

- The employee has paid at least three monthly contributions within the 12-month period immediately preceding the semester of her childbirth or miscarriage.
- The employee shall have notified her employer of her pregnancy and the probable date of her childbirth. Notice shall be transmitted to the SSS by accomplishing SSS Form B-300A (Maternity Notification Form) in accordance with the rules and regulations it may provide.
- The maternity benefit provided shall be paid only for the first four (4) deliveries or miscarriages or unwanted abortion. The fifth delivery or miscarriage shall no longer be paid, even if employee has not availed this benefit on her previous deliveries or miscarriages or unwanted abortion.

7. PARKING (Head Office)

Parking slots are limited to employees with job grades above 8.

Parking Stickers application and renewal are coursed through the Human Resource Department.

Employee must furnish the Human Resource Department the vehicle's official receipt and certificate registration for processing of his parking sticker as required by the Building Administration.

For individual parking slot, the Company shall only pay for the employee's first (2) two vehicles. For group parking slot, the company will only pay for the first car applied. Excess costs shall be charged to the employee.

8. PERFORMANCE EVALUATION

The Company implements Performance Management System to enable each department within the Company to focus on work activities and goals, identify and correct existing problems, and to encourage better performance.

All employees after regularization undergo performance evaluation semi-annually. Only those who earn a rating equivalent to or above satisfactory level are given merit increase following the pay structure designed by the Corporate Performance Evaluation Committee.

9. TRAVEL ALLOWANCE

9.1 Travel from Manila up to extended Metro Manila, Province up to within same region

Applicable to employees required by their superiors to render official business at any ABL E and its Affiliate Bingo sites and other business establishments or government entities.

Mode of transportation covered by the transportation allowance are:

- Buses, Jeepney, Pedicabs and other forms other than taxi
- Public Trains

The cost of taxi transportation will be reimbursable only where heavy supplies and/or equipments, packages, and other items are being carried between branches, offices or to other business concerns and in extreme cases when no other public transport is available and it is important to save official time. Travel by taxi shall be kept to a minimum and shall definitely not be used for long journeys.

Employee's use of his personal/company provided vehicle shall be allowed provided that reimbursements for gasoline expense will only be based on public transportation cost (rank and file), and taxi fare for allowed officers.

The allowable transportation expense shall cover the lowest fare (from employee's house to assigned work destination vs. from employee's work base to assigned work destination)

Claims for transportation expense may be reimbursed from the Petty Cash Fund of the department/branch where employee is officially

assigned. Transportation expense may also be given through advances from the Petty Cash Fund subject to the approval of the Department Head/Branch Head but the same must be appropriately liquidated within five (5) days.

Claims should be detailed on the Petty Cash Voucher and/or accomplished transportation expense report duly supported by original receipts and documentations. After which, this voucher must be submitted to the Department/Branch Head for approval and for endorsement to the petty cash custodian..

9.2 Allowance Per Diem

Travel by air shall generally be preferred but shall in no case be the exclusive mode of travel. The approved airlines are:

Job Grade 1-9 - Lowest fare from any airline
Job Grade 10-12 & VP - PAL

The Department Head shall submit a travel request letter to the Human Resource Department and likewise furnish a copy for Purchasing Department for plane ticket purchase. The reason, duration and schedule of the travel must be indicated in the request letter.

The Human Resource Department shall prepare the employee's request for Travel Form and compute the applicable allowances, and secure approval of the computation from the Head of the Administration Division, and forward the form to Accounting Department for processing.

The Human Resource and Purchasing Department shall monitor the duration of the official travel and shall compute any excess allowance for travels whose duration are actually shorter than the schedule indicated in the official request. The employee will then be required to reimburse any excess amount either in cash or through immediate salary deduction.

The employee is required to inform his superior of his address while on assignment regardless of whether he is staying in a hotel or elsewhere to facilitate communication with him.

Allowances for laundry (for assignments of long duration) are built-in, in the schedule of allowances.

Employees traveling with consultants are normally not allowed to spend for representation for these consultants unless prior written

authorization is given by the Vice-President concerned or the President. In such cases all anticipated expenses, must be cleared with the officers concerned. The required cash advance should then be approved by them and secured by the employee, and should be liquidated in accordance with existing company policy.

Per diem shall be granted on straight daily basis or fraction of a day, depending on the travel schedules presented. Supporting receipts need not be presented for expenses within the scope and limits set forth in the policy.

Employees who go on official travel shall surrender to the Purchasing Department all used airline ticket, coupons and passenger copy of the boarding passes within three working days of arrival from official travel. The full amount of airfare will be charged to the account of employees who fail to comply with this policy.

10. RETIREMENT and SEPARATION BENEFIT

The basic retirement benefits required by Republic Act 7641, “The Mandatory Benefit Law”, requires private sector employers to provide basic retirement benefits to employees who have reached the age of sixty (60) and who have completed a minimum of five (5) years of service.

RULES AND REGULATIONS – GENERAL

1. DRESS and APPEARANCE

Dress, grooming, and personal cleanliness standards contribute to the morale of all employees and affect the business image that the Company presents to its customers and the general public.

During business hours, all employees should dress and groom themselves according to the requirements of their position and accepted social standards. This is particularly required if the nature of the job requires dealing with customers or visitors directly.

If the manager or supervisor feels that an employee's appearance is inappropriate, the employee may be asked to change into more acceptable attire. If this requires leaving the workplace for a change of clothes, the employee will not be compensated for the time spent away from work.

2. OVER TIME WORK

Time monitored employees can be required and authorized by their superiors to work overtime as needed.

It is the responsibility of an employee to file (using application for leaves/ work schedule changes form) for his over time so that it will be credited to his salary.

3. PETTY CASH ADVANCES & LIQUIDATION

The purpose of Petty Cash Fund is to allow for the reimbursement of minor or emergency business expenses in an efficient and cost effective manner. Use of such must be limited to reimbursement to employees for small expenses, not exceeding one thousand pesos (Php1,000.00).

Employees who receive money from Petty Cash Fund shall submit to the petty cash custodian a completed petty cash voucher form for liquidation, accompanied by original receipts within five (5) working days from the date of petty cash withdrawal, unless the period for liquidation is extended in writing by the Division Head.

The petty cash custodian reports to the Comptrollership Department the employees who have not liquidated their petty cash advances beyond the allowable period of liquidation. The full amount shall automatically be deducted from the employee's upcoming salary. A penalty shall also be

applied to employees who fail to liquidate petty cash advance within the allowable period. (see Appendix IX).

4. PLAYING OF COMPANY BINGO PRODUCTS

To avoid questions about the integrity of the conduct of our operations, all employees are prohibited from playing any of our games/products in any of our existing branches.

Furthermore, employees are also not allowed to play at all direct competitors offering the same line of products in our branches.

Anyone who violates this policy will be subject to disciplinary action up to and including termination of employment.

5. REQUEST FOR CHANGE IN WORK SCHEDULE/REST DAY

Employees who wish to request for a change in working hours or rest day must accomplish the “applications for leaves/work schedule changes” form.

Such requests must be filed, approved by the Branch/Department Head, and forwarded or sent via fax to Human Resource Department at least a day before the effective date of the request.

If advised by an employee’s superior to file such request on the same day, it will be considered but it must be filed and sent to Human Resource Department on the same day.

6. REQUEST FOR LEAVE OF ABSENCE (without pay)

Employees who wish to request for a leave of absence without pay must accomplish the “applications for leaves/work schedule changes” form at least 2 (two) days prior its effective date.

Such request must be filed, approved by the Branch/Department Head.

For emergency absence/s, employee must initially seek verbal approval of his Branch/Department Head before his official working hour. The application for leave must be filed and approved upon his resumption for work.

An employee may ask a representative to file his emergency leave of absence if his absences will be prolonged.

7. REQUEST FOR UNDER TIME

Under time is permissible if the employee has already rendered the first four (4) hours of work of his shift schedule.

An employee who has an emergency reason or is not feeling well will be excused from the first rule mentioned.

An employee must accomplish the “applications for leaves/work schedule changes” form and seek approval from his Department/Branch Head and forward or sent via fax to Human Resource Department on the same day before the employee leaves the company premises.

8. SEXUAL AND OTHER FORMS OF HARASSMENT

The Company is committed to providing a work environment that is free from discrimination and harassment. It recognizes that the tension and conflicts in the workplace due to such acts significantly reduces productivity and employee morale. Actions, words, jokes or comments based on an individual’s sex, race, ethnicity, religion, age, or any other personal characteristic is prohibited.

Sexual harassment, both overt and subtle, is a form of employee misconduct that is demeaning to another person, causes considerable mental and emotional anguish and undermines the integrity of the employment relationship, especially if done by a superior to a subordinate. This is therefore strictly prohibited as mandated by R.A. 7877, also known as the Anti-Sexual Harassment Act of 1995, which took effect on March 5, 1995.

The purpose of this policy is to prevent sexual and other forms of harassment and to provide an employee, who believes he/she is being subjected to harassment, a prompt and secure means of ending it.

The Company realizes that sexual harassment cases are usually very difficult to resolve because of the complex and vague nature of the circumstances and situations surrounding such cases. It will usually redound to one person’s word against another, unless accusations are supported by evidence or testimonies of disinterested third parties. The Company therefore encourages all managers and supervisors to take measures to prevent, discourage and take prompt action to end such acts before they become full-blown problems. They should also see to it that the subject of such harassment is protected against any retaliatory moves by the employees concerned.

The Company regards all acts of harassment as a violation of the standards of conduct of employees. Accordingly, all employees committing such acts will be subject to termination of employment. Managers and supervisors who take advantage of their position and authority to sexually harass employees under them will be dealt with more severely.

Definition of Sexual Harassment

Sexual harassment includes not only any unwelcome or offensive sexual advances or request for sexual favors but also other physical or verbal conduct with sexual connotations such as uninvited touching or physical contact and sexually suggestive comments. Sexual harassment further occurs:

1. Where submission to or rejection of such conduct is made either explicitly or implicitly a term or condition for employment.
2. When submission to or rejection of such conduct is used as a basis for employment decisions such as promotions, transfers, performance reviews, etc.
3. When such behavior has the purpose or effect of unreasonably interfering with an individual's performance or creating hostility or tension in the workplace.

Reporting Harassment

Any employee who wants to report an incident of sexual or any form of harassment should submit a written complaint to his supervisor or department head. If the employee believes it would be inappropriate for him to course the complaint to his supervisor or manager, the employee should submit the complaint to the manager of the Human Resource Department, or to any member of the Personnel Committee. The Company should ensure that no act of reprisal is taken against any complainant.

Responsibilities of Management

Any supervisor or manager who becomes aware of a possible incident or of sexual or other forms of harassment within their organizational unit must immediately take steps to curb such acts and prevent escalation. He should inform the Human Resource Manager or any member of the Personnel Committee in case he feels that the problem can no longer be resolved internally. The Personnel Committee shall then immediately, thoroughly, and impartially investigate the case, taking care as much as possible to maintain

confidentiality of the case. It shall then impose appropriate disciplinary action up to and including termination of employment if the results of the investigation confirm the accusations of harassment against an employee.

Retaliation and False Accusations

The company does not allow any employee to take retaliatory action against a person who, in good faith, files a complaint of sexual or other forms of harassment. Acts of reprisal in any form may lead to disciplinary action, up to and including termination of employment. However, when results of investigation show that a complaint of harassment was fraudulent, frivolous or was intentionally done in bad faith to besmirch the reputation of other employees, the complainant may be subject to disciplinary action, up to and including termination of employment.

Informal Process of Investigation and Resolution

Individuals who are subjected to sexual and other forms of harassment may seek redress through informal means. Cases may be investigated internally and informally within a section, department or division if the complainant believes the complaint can be resolved fairly and satisfactorily in this manner. The supervisor, department manager, or division vice president should act as the arbiter and should see to it that an impartial and confidential investigation is done within the organization, and an amicable settlement is reached. The complainant reserves the right to request a formal investigation if the case is not resolved amicably.

Formal Process of Investigation and Resolution

An employee may file a formal complaint of sexual and other forms of harassment by submitting a written complaint and request for a formal investigation through the Employee Relations Section of the Human Resource Department. The complaint should specifically state the nature of harassment, the places, dates and approximate time where such acts occurred, and the person who committed such act/s. The Human Resource Manager shall then meet with the complainant to verify the complaint, seek clarifications if needed, and try to determine if there is enough basis for the complaint. The Human Resource Manager shall then request the alleged harasser to explain in writing his response to the allegations against him, and conduct a discreet investigation. The complaint should be treated with utmost confidentiality. The Human Resource Manager shall then request the Personnel Committee to deliberate on the accusation and on the results

of the investigation and to render a decision.

Both parties may elevate the case to the Office of the President if they are dissatisfied with decision of the Personnel Committee. The President may assign a representative to review the decision and decide on the case with finality.

9. TIMEKEEPING

The law requires that the Company must keep an accurate record of time worked of its employees in order to calculate his pay and benefits. The Company will retain these records, along with other documents that are used as supporting document for an employee's time record, for a minimum period of five (5) years.

Upon employment, an employee will be informed whether he will be required to log in and out using time capturing device or if he will be exempted.

It is the employee's responsibility to ensure that his time records are complete and accurate.

An employee's time record will be based on his official schedule, actual log records, approved applications of:

- Schedule/rest day changes
- Over time
- Under time
- Leaves with/without pay
- Log in/out

Time record violations that an employee commits, will lead to salary deductions. These are:

- Incomplete or multiple log in/out
- Same log in and out for break time (if required to log)
- Minimal break time period
- Sick leave without prescribed attachment
- Unapproved / disapproved attachment
- Vacation leave (late filing / submission)

For timekeeping offenses that are reconsidered, salary adjustments will be made accordingly on the employee's next salary.

10. USE OF COMPUTERS, E-MAIL, INTERNET

Employees must immediately report to his supervisor any damages to his workstation.

Propriety software or codes developed by the Company is subject to copyright laws

Only authorized employees are allowed to use chat programs. This is for use only to communicate with fellow employees and clients for official Company business.

The following items specified below are not allowed:

- Switching of computer parts unless authorized by the computer administrator, your supervisor or a manager.
- Changing the setup of the workstation including the electrical plugs and network cables.
- Swapping of Company owned items with personal owned is considered theft and grounds for immediate termination.
- Installing or uninstalling software programs, if necessary seek first approval of Administrator or Managers
- Adding, Modifying User Account Settings.
- Unauthorized formatting or deleting of files.
- Intentional installation or usage of malicious or destructive programs (hacking tools).
- Surfing of “unauthorized” websites. Definition of “unauthorized” website is any website that has nothing to do with official company business
- Passing along chain letters or hoax emails. Sending “Spam,” defined as unsolicited “junk” e-mail sent to large numbers of people. Official email should not be used for gossiping, backbiting, or other negative activities.
- Downloading of any files unless you have a written permission from the Information Technology and Management Services Department

- Adding of network sources is strictly prohibited. If necessary, please inform the Network Administrator first with approval by the immediate supervisor.
- Using of network resources, such as printing, for personal use must first be approved by a supervisor or manager.

Employees who misuse Company computing and network resources or who fail to comply with the Company's written usage policies, regulations and guidelines are subject to disciplinary action.

11. USE OF COMPANY EQUIPMENT AND VEHICLES

Employees are entrusted with the use of the Company equipment and vehicles. Reasonable efforts must be made to ensure the security of the equipment and/or vehicles at all times.

Company equipment and/or vehicles are for official use only and may not be loaned or borrowed.

Under no circumstances should the Company property be utilized for the personal use of any employee without the permission of the Department Head.

The abuse, misuse or misappropriation of Company equipment and vehicles can lead to appropriate disciplinary actions.

It is the responsibility of the employee in charge of its use to:

- Make arrangements for insurance or other requirements, i.e. make and registration of vehicle.
- Provide restitution for any Company equipment and/or vehicles that are lost, stolen, or damaged due to negligence on the part of the employee.
- Comply with procedural requirements and documentations in requisitioning any Company equipment and/or vehicles for work related use.

The custodians of equipment should see to it that procedural requirement is followed and all requisitions are signed by the designated approving authorities.

12. USE OF PHONE

The telephone facility of the Company is strictly for business purposes only. Employees should practice courtesy and decorum in answering all telephone calls. Appropriate telephone greeting should be used at all times.

An employee's conduct in telephone usage will reflect the image of the Company to outside entities.

13. VISITORS IN THE WORKPLACE

Only persons with legitimate business purposes and those with proper authorization are allowed to visit the work area of the branches, head office and other Company facilities.

The employee's visitors are required to wear the identification cards issued by the security officer while inside the premises.

Employees are prohibited from bringing their children to the workplace unless they are participating in a supervised activity. The Company cannot assume responsibility for any untoward incident or any injury sustained by employee's children while inside Company premises.

Employees should immediately report the presence of unauthorized individuals inside the workplaces to the immediate superior and to the security officer on duty.

14. WORKPLACE VIOLENCE

Employees are expected to observe proper decorum and treat all fellow employees and customers with respect at all times.

Employees must refrain from engaging in fight, "horseplay" or other conduct that may be dangerous to others.

Firearms and other weapons, explosives, dangerous devices or substances are strictly prohibited from Company premises without proper authorization.

Threatening, coercing, intimidating another employee, customer or a member of the general public at any time, including off-duty periods is not allowed. This prohibition includes all acts and forms of harassment.

Employees should immediately report all violence or threats thereof, both directly or indirectly to his immediate superior or any member of management or to the security officer on duty.

RULES AND REGULATIONS – BRANCH OPERATIONS

1. STANDARD GREETING

The goal of the Company is to commit itself to quality customer service by ensuring that all our clients, whether external or internal are greeted with a warm, personalized service.

It is the policy of the Company that a standard greeting phraseology be used according to Company standards at all times whether they are in operations or are in administrative work areas.

Standard Practice

Upon entering the Company, all customers are warmly greeted with a smile and eye contact.

Staff is attentive with upright posture

Customer receives warm verbal greeting by name, if known; by “sir” or “ma’am” if name is not known.

Customers are acknowledged as soon as there is eye contact and greeting is made from a distance of one meter.

Standard phraseology for greeting are as follows:

1. Good morning/ afternoon/ evening Sir/Ma’am
2. Welcome to _____.
3. Good Luck Sir/Ma’am
4. Thank you for playing Bingo with us.
5. Please come again.
6. Thank you.

In Tagalog:

1. Magandang araw/ tanghali/ hapon/ gabi po, Sir/Ma’am
2. Manalo po sana kayo
3. Maraming salamat po. Balik po kayo.

2. CUSTOMER RELATIONS

Our corporate image is, to a very large extent, affected by the manner in which employees interact with customers. Therefore, maintaining good customer relations and customer satisfaction should be foremost in the minds of all employees.

All customers must be treated with utmost respect and courtesy. All employees must be friendly, helpful and prompt in giving attention to customers.

Customer complaints and concerns should be attended to immediately at the branch level by the Branch Manager and brought to the attention of the Operations & Marketing Division.

3. CELLULAR PHONE BAN

Use of Cellular/Mobile Phone inside the playing area is prohibited whether an employee is on duty or on break period. The use of cellular phones will only be allowed inside the office area.

4. PERSONAL ERRANDS FROM SECURITY/JANITORIAL PERSONNEL

Employees are prohibited from asking personal errands to Security Guards and Janitorial Personnel.

Our Company will be held liable by agencies for any untoward incident that may happen to their personnel outside the place of assignment during their working hours.

5. SHORTAGES

The policy covers any employee and officer of the Company.

Employees who incur shortage in sales or Company funds shall pay for the whole amount and may be given disciplinary action whether it was a willful act of misappropriation or act of negligence.

Shortages shall be deducted from the upcoming salary of the employee.

Shortages incurred prior the payroll cut-off will be deducted immediately.

Shortages incurred after the payroll cut-off will be deducted on the succeeding cut-off period.

Employees who incur shortage of more than Php3,000.00 but not more than the equivalent of the employee's monthly salary within a period of two (2) years shall be sanctioned up to and including dismissal.

Employees will only be exempted from disciplinary action if a) the shortage is directly attributable to machine or computer error/defect, b) the shortage

is due to excusable neglect but not more than Php3,000.00 within the two-year period.

Branch Cashiers are required to submit a weekly shortages report every Tuesday to Human Resource Department and every cut-off to the Accounting Department. Failure to do so shall be given appropriate sanction up to and including dismissal.

Employees who commit the following shall be terminated from work.

- Commits act/s resulting to a shortage or incurs a shortage amounting to more than his monthly salary.
- Willful misappropriation of Company funds/money.
- Fraud
- If an employee has incurred or committed an act that resulted to another shortage after being given a one (1) week suspension for the same offense.
- Branch Cashiers who commit a fifth violation on failure to submit weekly shortages report.

ABOUT YOUR TRAINING AND DEVELOPMENT...

1. REGULAR EMPLOYEE ORIENTATION

All regular employees undergo orientation on all Company Rules and Regulations, their benefits, and all standard procedures that the Company implements.

Employees are given employee handbook for their guideline and for future reference.

2. ON THE JOB TRAINING

AB Leisure Exponent, Inc. acknowledges its crucial role in supporting educational programs of government and private schools by institutionalizing On- the- Job- Training program as a means of enriching the student's knowledge and skills through actual practice and experience in their specialized fields.

The Human Resource Department will only entertain requests from the school duly signed by the director/dean/any school official.

Human Resource Department, in coordination with departments concerned, handles the screening, scheduling, monitoring, evaluation and other such matters pertaining to request by school for practicum or off-campus training of their students in all areas of operations of ABLE.

Student trainee must comply with Company rules and regulations and his job assignment duties.

3. SERVICE CONTRACT AFTER OFF-SITE TRAINING

Employees who attend training programs or special studies that the company will require shall have a service contract with the Company.

Employees who have undergone training costing between Php10,000.00 and Php50,000.00 shall stay with the Company for at least one (1) year and shall execute a contract to that effect.

All trainings attended amounting between Php10,000.00 and Php50,000.00 shall require one (1) year of service for each training program attended.

If the employee resigns within the service contract, he will reimburse the Company the total training expenses.

The Management shall have its discretion on the number of years the employee needs to serve the Company if the training cost is over Php50,000.00.

For other training programs attended by an employee whose amount is below Php10,000.00, he will only be required to submit his Certificate of Completion of the training program.

The employee will continue to enjoy all benefits in full while undergoing training.

ABOUT YOUR PAY...

1. PAYDAY

All regular, contractual and project employees are paid semi-monthly on the 5th and 20th of the month.

An employee's salary is deposited by the Company to his payroll account that he will be required to accomplish before his date of employment.

The 5th of the month payroll includes basic earnings for all work performed within the 16th day to end of the month payroll period of the previous month and adjustments/deductions for 1-15th payroll period of the previous month.

The 20th of the month payroll includes basic earnings for all work performed within the first day to the 15th day of the present month payroll period and adjustments/deductions for 16th to month end payroll period of the previous month.

In the event that a regularly scheduled payday falls on a weekend or a Company recognized holiday, it will be released day/s in advance.

2. PAY CORRECTIONS

The Company takes reasonable steps to ensure that employees receive the correct amount of pay in each payroll period and that employees are paid on the scheduled payday.

Employee Relations Section audit Time Records of employees before final endorsement is made to the Payroll section. If discrepancies are seen, these are corrected immediately.

If an employee still notices discrepancies in his salary, he is advised to promptly report it to the Payroll and/or Employee Relations Section so that corrections can be made as quickly as possible through a standard procedure.

If underpayment/overpayment are identified, the employee's next regular payroll will be adjusted accordingly.

3. PAY DEDUCTIONS

The law requires that employers make certain deductions from every employee's compensation. Among these are:

- Income tax
- Social Security System
- Human Development Mutual Fund (Pag-Ibig)
- PhilHealth

The above-mentioned deductions are computed based on guidelines set forth by the government agencies.

Other deductions that an employee may be subject to if applicable are:

- Tardiness
- Under time
- Leaves without pay
- Work Suspensions
- Loan payments (company loan, government agency loan, company facilitated bank loan)
- Company Uniform
- Employee's Health Card Dependents Fee/Medical Collectibles
- Shortages, Pay outs (for branch employees)
- Emergency loans
- Other official charges (post paid line subscriptions, personal long distance calls)

Clarifications regarding salary deductions should be directed to the Employee Relations or Payroll Section.

The table below illustrates the basis of computation of an employee's salary that we presently implement.

Attendance on:	Basic pay received on:	+/- Adjustment reflected on:
1 st - 15 th of month	20 th of month	5 th of following month
16 th - 31 th of month	5 th of following month	20 th of following month

The table below illustrates the schedule of deduction for work suspension/s.

Suspension schedule:	+/- Adjustment reflected on:
1 st - 15 th of month	20 th of present month
16 th - 31 th of month	5 th of following month

OTHER THINGS YOU SHOULD KNOW...

1. ACCESS TO PERSONNEL FILES

The Company recognizes the right of each employee to examine and obtain a copy of documents contained in the employee's personnel file within a reasonable time, except for information and materials therein that are classified as "confidential."

Employees are allowed to review the contents of their personnel file by accomplishing the "Access to Personnel Files" Form from the Human Resource Department. Only the Human Resource staff may remove documents from personnel records or withhold records.

Superiors are allowed to review the contents of a personnel file for an employee who currently works in the superior's section, department or division on a need-to-know basis.

Personnel files should be returned within 2 days from the date borrowed.

Personnel files of any current or former employee are not available for review by any private or public agencies without appropriate legal authorization.

2. CERTIFICATE OF EMPLOYMENT

Certificate of employment is issued to employee upon submission of a written request. It must include pertinent information such as his complete name, present job title, department/branch, detailed purpose of his request, company requiring the certificate.

Release of certificate is scheduled once a week, Friday, or the soonest time possible if necessary due to a valid urgent need of the employee.

3. DRUG TESTING ON EMPLOYEES

In accordance to Department Order 53-03 of the Department of Labor and Employment – Drug-Free Work Policy, our company implements random drug testing among officers and employees alike.

Results of the test are disclosed to employee alone. If it turns positive, the company's assessment team shall evaluate the results and determine the level of care and administrative interventions that can be extended to the concerned employee.

However, the company has the authority to impose a sanction of termination to an employee in accordance with the provisions of Article 282 of Book VI of the Labor Code under RA 9165 – Comprehensive Dangerous Drug Act.

4. EMERGENCY CLOSING

In the event of adverse weather conditions, civil disturbances (riots, commotions and the like) that are widespread and extremely severe, the Management can announce that employees may not report for work while pay for employees will be continued.

A memorandum will be released by the Human Resource Department specifying instructions for all employees affected by the closing of operations.

If there is an unplanned disruption of power or water, an emergency closing is not automatic. The Managers shall acquire a prognosis of the extent and length of the disruption from the utility companies. Employees should, insofar as possible, continue to carry out assignments.

For an extended power or water outage, employees may be given assignments to perform at another work location.

For branches, the Branch Heads, or Operations Supervisors in the absence of the former, are required to comply with procedural requirements and documentations that have been formulated for emergencies such as power outage, calamities and bad weather. This covers stoppage and resumption of games, verification of venue status from mall administration, advise to players, refund and computation for the cost of unused cards, treatment of payout and pari-mutuel games as well as mall regulations to avoid penalties.

The Vice President for Operations and Marketing or any delegated Officer in Charge in his absence has the final say on temporary branch closings due to emergencies.

4. EMPLOYMENT REFERENCE CHECKS

Company Pre-employment Reference Checks

The Company checks the employment references of all new hires, including previous employers. Reference checks may require credit history and criminal background review if necessary.

All inquiries will be made professionally and prudently.

External Reference Checks

The Human Resource Department responds to all legitimate reference checks involving its present and past employees in an accurate and responsible manner.

Unauthorized employees are prohibited from responding to requests for information regarding another employee, and should refer all inquiries to the Human Resource Department for appropriate responses.

5. EMPLOYEE RELATIONS

If employees have concerns about work conditions, they are strongly encouraged to voice these concerns openly and directly to their supervisor.

If situations or conditions prevent an employee from discussing his concerns openly with his immediate supervisor, the employee is advised to discuss his concerns with the next level of management.

If the concerns are still unsatisfactorily resolved at this level, the employee is encouraged to discuss his concerns with the Employee Relations Supervisor or the Human Resource Manager. These concerns shall be treated with confidentiality.

The Human Resource Department shall make all the necessary action to resolve issues and concerns brought up by its employees.

6. FINANCIAL APPROVAL AUTHORITY

Corporate funds must be strictly used for legitimate purposes only as authorized by the Management.

Approval authority is delegated within the Company based on management level and area of responsibility.

The commitment or expenditure of corporate funds for any other purpose or by an unauthorized individual is strictly prohibited and could result in disciplinary action up to and including termination.

Approval authority does not include taking action of committing the Company or affiliated organization by signing a contract, oral or written action that could be interpreted by an outside party as a commitment.

7. PERSONNEL DATA CHANGES

Employee must notify the Human Resource Department of any changes in personal data.

Personal mailing address, telephone numbers, number and names of dependents, individuals to contact in the event of an emergency, beneficiaries, educational accomplishments, and other such status reports should be kept accurate and current at all times.

At the beginning of each year, the Recruitment section shall distribute a "Personnel Record Update" form to be filled out by employees.

8. REHIRING OF EMPLOYEES

The Company does not rehire employees who resigned, were terminated, or whose contracts were expired.

The President's approval will be needed in cases where a Department/Division Head considers a former employee for reemployment.

A rehired employee will start again as a contractual/probationary employee and Company provided benefits would only be reinstated upon his regularization.

POLICY AND PROCEDURE CHANGES

While efforts have been made to make this manual as comprehensive as possible, it cannot address every issue that may arise. Changes may be required due to shifts in corporate strategies and directions as the Company adapts to the dynamics of the business environment. Existing policies may be modified or repealed and new policies may be added to maintain the long-term viability of the Company and defend its interests and those of its stakeholders.

Policy changes may be proposed in writing by any organizational unit in the Company. Any employee who wishes to propose any policy change should first discuss the matter with his Department Head. The employee may also submit the proposal to the Employee Relations Section of the Human Resource Department if he believes that his proposal is of utmost importance and that he is not getting the appropriate attention from his Department Head.

The proposal should clearly state the subject, the objective, implementing guidelines and an analysis of the costs and benefits either qualitatively or quantitatively. The Human Resource Department shall accept all proposals for policy changes and submit them to the Management Committee for deliberation and decision. All policies and policy changes shall be approved by the Management Committee and signed by the President or his authorized representative before they can be officially incorporated in this manual and implemented.

All policy changes, including their dates of implementation, shall be properly indicated in the corresponding pages of the manual. The superceded versions shall be removed, marked and archived.

APPENDIX

TABLE OF INFRACTIONS AND PENALTIES

LEGEND

- V W – Verbal Warning
- W W – Written Warning
- 1 DS – One (1) day suspension
- 3 DS – three (3) days suspension
- 1 WS – one (1) week suspension
- 2 WS – two (2) weeks suspension
- 1 MS – one (1) month suspension
- D – Dismissal

VIOLATION	FREQUENCY OF OFFENSE						
	1 st	2 nd	3 rd	4 th	5 th	6 th	7 th
WORK SCHEDULE							
Tardiness of more than four times beyond the allowed ten (10) minutes within a period of one (1) month	W W	1 DS	3 DS	1 WS	2 WS	D	
Absence without official leave (AWOL)	W W	1 DS	3 DS	1 WS	D		
Abandonment of post	W W	1 DS	3 DS	2 WS	1 MS	D	
Unauthorized under time	W W	1 DS	3 DS	1 WS	D		
Unauthorized change in working hours/rest day	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D

VIOLATION	FREQUENCY OF OFFENSE						
	1 st	2 nd	3 rd	4 th	5 th	6 th	7 th
TIMEKEEPING							
Possessing unjustifiably a time record with incomplete or multiple log in/out with varying time on a particular day/s	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Non-observance of the prescribed guidelines in the filing and securing of approval for leave, including non-cancellation of unused filed leaves, and non-observance of the prescribed guidelines for changing of work schedule	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
GOOD HOUSEKEEPING AND GROOMING							
Non-wearing of company uniform	W W	1 DS	3 DS	1 WS	D		
Failure to wear Company ID	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Failure to observe proper dress code and grooming	W W	1 DS	3 DS	1 WS	D		
BUSINESS ETHICS AND CONDUCT							
Passing, selling, initiating, using or under the influence of prohibited drugs or intoxicating beverages, wine or liquor while in the company premises	D						

Commission of immoral act and indecent/unruly conduct, insulting behavior, using of intemperate and profane language, and disrespect to customers/co- workers	1 WS	D							
Inappropriate treatment of customers/clients of the company resulting to embarrassment to the company, damaging the good name of the corporation	1 DS	3 DS	1 WS	1 MS	D				
Soliciting or receiving money, or anything of value from customers	D								
Playing bingo in company's bingo venue, and those of its affiliates/subsidiaries and all direct competitors	1 WS	D							
Breach of Confidentiality Agreement or improper use of or disclosing confidential information	D								
Indolence during working hours	WW	3 DS	1 WS	D					
Playing of games during office hours	WW	1 DS	3 DS	1 WS	2 WS	1 MS			D

Gambling of any form inside the company premises	W W	3 DS	1 WS	D			
Playing on behalf of customers	W W	3 DS	1 WS	D			
Policy on shortages incurred by accountable employees and officers .	W W	1 DS	3 DS	1 WS	D		
Sabotage	D						
ACTS OTHER THAN CONSTITUTING FRAUD (see fraud policy).							
Misrepresentation by the employee of information contained in his personal record within a reasonable period of time and failure to timely submit supporting document/s required by the Human Resource Department	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Giving false statements in any company investigation	D						
Falsification of personal and company records	D						
CONFLICT OF INTEREST							
Unauthorized rendering of service/s for another employer or maintaining a business without the consent of the company	D						
Selling of complimentary or competitor's tickets/game cards	D						
Selling of bonus tickets and cards	2 WS	D					

CONDUCT IN THE WORKPLACE										
Threatening, intimidating, coercing, provoking or instigating fights, engaging in physical fight towards customers / co-workers within the company premises	1 WS	D								
Committing acts causing scandal or disturbances prejudicial to peace and order in company premises	2 WS	1 MS	D							
SAFETY RULES										
Bringing of firearms, weapons, explosives, dangerous devices or substances within the company premises without proper authorization	D									
COMPANY PROPERTY										
Unintentional damage of company property, or causing company supplies to be wasted due to carelessness or negligence	1 WS	2 WS	D							
Theft or removal of any property of the company or fellow employee from the company premises	D									

Physical inventory count	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Stockroom inventory	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Traditional Bingo Operations							
Card allocation	W W	1 DS	1 WS	1 MS	D		
Card verification	W W	3 DS	1 WS	D			
Hosting	W W	3 DS	1 WS	D			
Machine operation	W W	3 DS	1 WS	D			
As technician	W W	1 DS	3 DS	2 WS	1 MS	D	
Selling (tickets/cards)	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Supervision	W W	1 DS	3 DS	2 WS	1 MS	D	
Treasury							
Cashiering	W W	1 DS	1 WS	1 MS	D		
Handling of bingo product /ticket/card in bingo halls	W W	1 DS	3 DS	2 WS	1 MS	D	
Accounting for special event tickets and charity bingo cards	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Inter-branch transactions	W W	1 DS	3 DS	2 WS	1 MS	D	
Handling of security vault, funds and collection	W W	3 DS	1 WS	D			

Bingo product winning cards/tickets from distributor	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Submission of reports	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Reporting of shortages for final settlement computation	W W	1 DS	3 DS	2 WS	1 MS	D	
Revised procedures on final settlement	W W	1 DS	3 DS	2 WS	1 MS	D	
Unclaimed prize	W W	1 DS	3 DS	2 WS	1 MS	D	
Disbursement from branch sales	W W	1 DS	3 DS	2 WS	1 MS	D	
Petty cash fund	W W	1 DS	3 DS	1 WS	D		
Reportorial and procedural requirements on collection and deposit	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Prize disbursement	W W	1 DS	3 DS	2 WS	1 MS	D	
Shortages	W W	1 DS	3 DS	1 WS	D		
Certification	W W	1 DS	3 DS	1 WS	2 WS	1 MS	
Others	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Accounting							
Late submission of reports	W W	1 DS	3 DS	2 WS	1 MS	D	

Payroll distribution	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Cash advances and reimbursement of business expenditures	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Request for payment	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Fixed asset management	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Purchasing and General Services							
Purchasing	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Vendor accreditation	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Database management	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Petty cash purchases	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Operations Supervisor for Human Resource							
Attendance	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Reports	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Information Technology Management and Services							
Computer hardware and workstation	W W	1 DS	3 DS	1 WS	2 WS	D	
Data or system security	W W	1 DS	3 DS	1 WS	2 WS	D	
Software	W W	1 DS	3 DS	1 WS	2 WS	D	
Chat programs	W W	1 DS	3 DS	1 WS	2 WS	D	

Web surfing	WW	1 DS	3 DS	1 WS	2 WS	D
Emails	WW	1 DS	3 DS	1 WS	2 WS	D
Downloading or file sharing	WW	1 DS	3 DS	1 WS	2 WS	D
Network resources	WW	1 DS	3 DS	1 WS	2 WS	D

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LEISURE & RESORTS WORLD CORPORATION
Minutes of the Audit Committee Meeting
Held on 6 April 2022
via Zoom Communication

PRESENT:

Mr. Winston A. Chan
Mr. Lawrence T. Cobankiat
Mr. Paolo Martin O. Bautista

ALSO PRESENT:

Atty. Carol V. Padilla
Ms. Elaine Eustaquio
Ms. Charlotte P. Calderon

1. CALL TO ORDER AND PROOF OF QUORUM

The Chairman, Mr. Winston A. Chan, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Carol V. Padilla recorded the minutes of the meeting.

2. CERTIFICATION OF QUORUM AND WAIVER OF NOTICE

The Corporate Secretary certified that a quorum was present for the transaction of business by the Committee. The Audit Committee Members consented to waive their right to notice of the meeting.

3. INTERNAL AUDIT PLAN 2022

The Chairman, Mr. Chan, called Ms. Elaine Eustaquio, the internal Audit Head, to present the Internal Audit Plan for 2022. Ms. Eustaquio presented the Internal Audit Plan for Leisure & Resorts World Corporation (LRWC) and Subsidiaries.

Ms. Eustaquio started by presenting the Internal Team, as follows:

Our Team

Internal Audit Head
Elaine P. Eustaquio

Supervising Auditor
Vivian G. Ceballos

Staff Auditors (5)
Adones Tenio
Grace Lagundi
Sheeree Peninsoro
May Lorenzo
Romelli Bayoca

Total Manpower = 7 pax

2

Ms. Eustaquio said that no changes were made in the Audit Services. She presented and discussed the services of the Internal Audit, as follows:

- I. Assurance Services
 - A. Regular Cycle Audit:
 - Retail Operation (ABLE & TGXI)
 - Scheduled Site Visits (Spot Audit)
 - Cash Counts, Revenue and Payout Validation, Testing Controls
 - B. Special Audit:
 - Rotational audits for all Business Units and Departments
 - Requested or Tips from Whistleblowers
 - Forwarded Incidents from Regular Cycle Audit (Fraud Audit)
- II. Consulting Services
 - o Advisory Services:
 - Review of guidelines, policies and procedures (for checking of controls)
 - Member of Personnel Committee under Human Resources Department
- III. Other Services
 - o Witness to raffle draws, biddings, inventory and disposal of assets.

Further, Ms. Eustaquio reported the challenges encountered by the internal audit team, as follows:

Issues	Inherent	Pandemic	Remarks
Systems Used are not Fully Integrated	✓	✓	Reported Results with manual intervention
Significant amount of cash exposure in sites	✓	✓	Required by PAGCOR, schedule of bank pick up
Manual Processes	✓	✓	Prone to errors, enables fraud
Sites in remote location	✓	✓	Availability of transportation
Quarantine Restrictions		✓	Unpredictable, causes site closures, varies per LGU
Manpower	✓	✓	Limited resources

She explained the challenges encountered by the company, namely: (1) systems are not fully integrated (that is, some processes are still done manually and require manual intervention to transfer from one date to the other); (2) significant amount of cash exposure in sites (that is, each site carries a minimum of Two Hundred Fifty Thousand Pesos (Php250,000.00) plus the sales awaiting deposits); (3) manual processes are prone to errors and enable fraud; (4) sites in remote location experience problems relating to availability of transportation due to the pandemic; (5) quarantine restrictions which affects the operations of the sites; and (6) limited resources due to lack of manpower.

Ms. Eustaquio then presented the accomplishments of the internal audit team in 2021, as follows:

I. Assurance Services - Regular Cycle Audit				
	# of Sites	Cash Counted on Site	Validated Revenues	Remarks
1st Qtr	52	P 21.7M	P 391.2M	NCR Sites
2nd Qtr	52	-	254.9M	Provincial Sites (remote audit)
3rd Qtr	26	9.7M	173.9M	NCR Sites
4th Qtr	44	19.4M	162.0M	NCR Sites
Total		P 50.8M	P 822.0M	

	# of Sites	Target	Remarks
NCR Sites			
1st Qtr	52	2x a year for operating sites	As of 12/31/21: 61 operating sites
3rd Qtr	26		
4th Qtr	44		
Provincial Sites			
2nd Qtr	52	20% of operating sites	Remote Audit As of 12/31/21: 79 operating sites

Ms. Eustaquio shared that during the first, third, and fourth quarters, an onsite audit in NCR was performed, and the cash count reported was worth Fifty Million Eight Hundred Thousand Pesos (Php50,800,000.00), which composed of prize funds and sales awaiting deposits. For the second quarter, remote audit for validation of revenues was performed in provincial sites. She continued that a total of Eight Hundred Twenty Two Million Pesos (Php822,000,000.00) was the reported validated revenues in 2021, and that the team managed to achieve the targeted audit sites per year.

II. Assurance Services - Special Audit

Issues	Amount	Type	Remarks
Conflict of Interest (Mktg employee purchases from Company of immediate family)	P298.8k	Fraud	Employee resigned
Trad Bingo Promos Involving Special Event Tickets	-	Compliance	Promo cost is charged to Revenues, No GS Forms
Unscanned Payout Ticket (EBG Perception Variant)	P8.5k	Procedural	No employee infraction as per legal opinion
Unscanned Payout Ticket Leading to Double Cash Out	P2.9k	Fraud	Recovered double payment made. Employees involved were given 30 days suspension & written warning.

Issues	Amount	Type	Remarks
Conflict of Interest (Mktg employee purchases from Company of immediate family)	P298.8k	Fraud	Employee resigned
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Unscanned Payout Ticket (EBG Perception Variant)	P8.5k	Procedural	No employee infraction as per legal opinion
Unscanned Payout Ticket Leading to Double Cash Out	P2.9k	Fraud	Recovered double payment made. Employees involved were given 30 days suspension & written warning.

Issues	Amount	Type	Remarks
LRWC & Subs Compliance to Data Privacy Act of 2012.	-	Compliance	Level of compliance is in its initial stages.
Audit of Central Office Based Revolving Funds	P565k	Procedural Basic Preventive Controls	Update of related policies needed
Cash Shortage (TGX Madison)	P266k	Fraud	Shortage charged to agency. Cashier was replaced.

Ms. Eustaquio shared that the level of compliance with the Data Privacy Act of 2012 is in its initial stages due to the employees' lack of training, and since there were no reported security breaches anyway up to date. She reported that the team has a pending release of an Audit Report regarding Blue Chip for Special Audit of Marketing Expenses. The said report is targeted to be released on April 11, 2022.

Afterwards, Ms. Eustaquio presented the team plans for 2022, as follows:

I. Assurance Services - Regular Cycle Audit

On-Site (ABLE & TGXI)	Target	No. of Sites	Remarks
Metro Manila (On Site)	90% of 61 sites	55	At least 3x a year
Nearby Provinces (On Site or Remote) (Bulacan, Laguna, Cavite & Pampanga)	90% of 27 sites	24	Semi-Annual
Provincial – On Site or Remote**	80% of 52 sites	42	Semi-Annual

Ms. Eustaquio shared that the management requested to have a daily monitoring of online and offline bank deposits, to monitor late and unusual bank transactions. She informed the committee that the report will be reported on a monthly basis.

Additional Audit Procedure	Target	Remarks
Monitoring of Bank Deposits	Online & Offline	According to bank deposit schedule: <ul style="list-style-type: none"> • Daily • 2x or 3x a week • Others
<p>Note: Results of continuous monitoring of bank deposits will be reported on a monthly basis.</p>		

II. Assurance Services - Special Audit

Particulars	Target	Remarks
Forwarded from Regular Cycle Audit (Fraud)	100%	Priority
Requested or Thru Whistleblowers	-	100% Initial Investigation Priority Fraud Cases
Fixed Assets	2 nd Qtr	Process Controls Audit

Particulars	Target	Remarks
Payroll (rank & file)	3 rd Qtr	Process Controls Audit
Compliance to Policies & Procedures (inclusive of review & testing)	4 th Qtr 2022 to 2 nd Qtr 2023	All Departments & Business Units

Ms. Eustaquio then introduced the new products and services of Internal Audit, as follows:

III. New Products/Addtl Audit Work Program

Particulars	Remarks
Online Traditional Bingo (OTB)	Included in Daily Monitoring of Bank Deposits starting March 1.
Other Online Products (EGS)	
PAGCOR On-Site Operational Requirements (ABLE & TGXI)	Non-Compliance will result to imposition of penalty. Included in regular cycle audit starting March.
Anti-Money Laundering (AML) (ABLE & TGXI)	Work Program Under Development Target to implement in June.

IV. CONSULTING SERVICES

Particulars	Target	Remarks
Review of Policies and Procedures	Maximum 15 days	Update or New
Member of Personnel Committee	100% Attendance	Support for Admin Hearing

V. OTHERS

Particulars	Target	Remarks
Witness to raffle draws, biddings, inventory and disposal	At least 2 days notice	Subject to Availability of Personnel

Ms. Eustaquio informed the committee of the updates for the first quarter of 2022, as follows:

- I. Assurance Service – Regular Cycle Audit
 - Metro Manila – 47 sites were visited out of the 55 sites targeted per year
 - Nearby Provinces – 14 sites were visited out of the 24 sites targeted per year
 - Provincial – 21 sites visited out of the 42 sites targeted per year
- II. Assurance Service – Special Audit

Requested Audits	Amount Involved	Type	Remarks
Spot Check Gift Checks Held by Mktg of LR Retail Inventory Count & Overall Control of Cash Equivalent.	P2.4k	Process	Accountable employee sanctioned with written warning & charged with shortage.
BB-Masbate Cash Shortage Cash Payment for Rental & Utilities not forwarded by Cashier to Lessor	P324k	Fraud	Admin Hearing with Employee Held. Awaiting final sanction from HR.
SM Lipa & SM Rosario Branch Mgr admittedly took a portion of the prize fund for personal use.	P376k	Fraud	Employee was terminated. Awaiting info from HR regarding collection.

BB-Bayombong Cash Shortage Cash Shortage admitted by cashier	P8k	Fraud	Shortage was paid. Awaiting final sanction from HR.
BB-Manapla Cash Shortage Cash Shortage admitted by cashier	P28k	Fraud	On-going investigation. Cashier under preventive suspension.
SM Manila & BB-Bocobo Unauthorized interbranch transfer to augment prize fund due to jackpot winnings.	P150k	Procedural	No cash shortage based on initial investigation. Final audit report target to be released April 12.

Mr. Lawrence Cobankiat inquired if Two Hundred Fifty Thousand Pesos (Php250,000.00) is the minimum maintaining cash amount per site. Ms. Eustaquio answered in the affirmative and clarified that there is additional cash to be credited aside from the minimum maintaining cash amount per site due to winnings. It was discussed that some sites from the same area may not need to have the same maintaining cash amount since needed cash may be transported from one site to another site in case of emergencies. Ms. Eustaquio shared that indeed sites can do inter-branch transfers and can just be required to follow strict protocols to avoid mishandling of funds. Upon the inquiry of Mr. Cobankiat regarding the type of payment required, Ms. Eustaquio shared that GCash for online payment and other payment gateways (e.g. 7-11, etc.) are available. She further shared that the Internal Audit is currently establishing controls together with the Finance Department and the President. One of these controls being implemented is the requirement for cashiers to report the cash-on-site. Mr. Cobankiat asked whether the Internal Audit team does spot checking, to which Ms. Eustaquio answered in the affirmative. Upon inquiry by Mr. Chan regarding the system policy, Ms. Eustaquio said that systems are not yet fully integrated and thus requires manual intervention. She explained that the system is currently being developed.

Mr. Cobankiat commented that based on the report, the number of cases of fraud and theft are not significant. Ms. Eustaquio said that while the number of cases decreased compared to 2019, this decrease may be attributed to the pandemic. Mr. Cobankiat inquired if there was a budget that the committee needs for approval; Ms. Eustaquio answered in the negative. Instead, she said that the Internal Audit is requesting for additional manpower from the HR Department.

Mr. Cobankiat requested that a presentation on the budget needed for the additional security expansion due to the online business be made in the next meeting. Mr. Chan also suggested to include in the next meeting the plans for the online business. Ms. Eustaquio acknowledged.

Thus, upon motion duly made and seconded, the Committee passed and approved the following resolution:

"RESOLVED, as it is hereby resolved, that the Audit Committee of the Corporation approves the Internal Audit Plan for 2022 as presented."

A copy of the presentation is hereto attached and made an integral part thereof.

4. **ADJOURNMENT**

There being no other matters to discuss, the meeting was adjourned.


CERTIFIED CORRECT:


CAROL V. PADILLA
 Corporate Secretary

ATTESTED BY:


WINSTON A. CHAN
Chairman

MINUTES READ AND APPROVED:


LAWRENCE T. COBANKIAT


PAOLO MARTIN O. BAUTISTA

LEISURE & RESORTS WORLD CORPORATION
Minutes of the Audit Committee Meeting
Held on 5 December 2022
Held at the LRWC Board Room, 26/F West Tower PSEC, Pasig City

PRESENT:

Mr. Ramon D. Dizon
Atty. Timoteo B. Aquino
Atty. Jose Raulito E. Paras

ALSO PRESENT:

SGV Team: Headed by Mr. Pocholo Domondon
Finance team: Headed by Mr. Wilfredo Pielago
Atty. Carol V. Padilla

1. CALL TO ORDER AND PROOF OF QUORUM

The Chairman, Mr. Ramon D. Dizon, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Carol V. Padilla recorded the minutes of the meeting.

2. CERTIFICATION OF QUORUM

The Corporate Secretary certified that a quorum was present for the transaction of business by the Committee.

3. PRESENTATION BY PWC OF THEIR 2022 AUDIT PLAN

PwC, headed by Mr. Pocholo Domondon (Engagement Lead Partner), introduced themselves to the Audit Committee, and gave the Committee a background of the client service team who will be in charge of the Company. Together with Mr. Domondon, Ms. Aira Regina Arboleda and Mr. Dennis Malco will lead the team. Afterwards, they presented their 2022 Audit Plan, laying down what LRWC can expect from the PwC team. Attached is a copy of their presentation, which is made an integral part of this minutes.

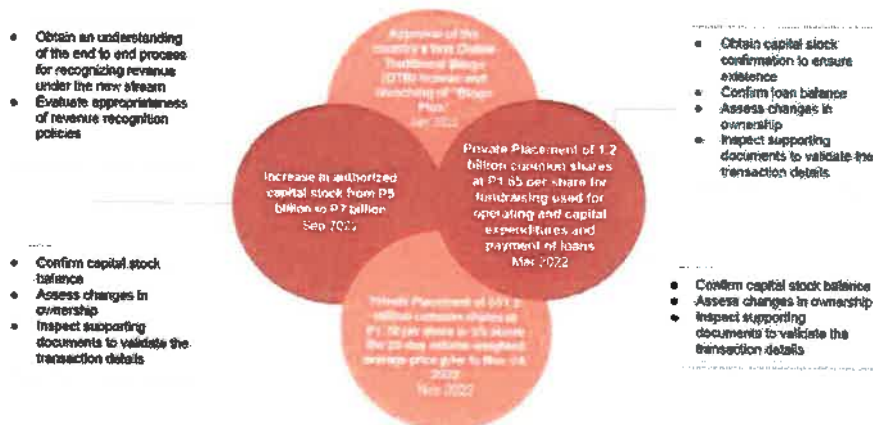
Overall, PwC's objectives are to render expert opinion on the Company's Audited Financial Statements, independent views, and ready access to the team to make sure there are no surprises. On the other hand, they hope that LRWC will be able to provide sufficient support, and that requested documents and personnel are available at their disposal to aid in their rendering of service. Their overall audit approach would be: from the consolidation of all audits, they will come up with their report. Their main area of focus would be risk of fraud on revenue recognition.

Some of the important topics discussed were the following:

Key audit matters (KAM)

	Assessment Status	Audit Response
1 Provisions and contingencies <ul style="list-style-type: none"> • Estimation of the potential liability resulting from tax assessments requires significant judgment by management. 	<ul style="list-style-type: none"> • Ongoing reassessment of the materiality of these issues. 	<ul style="list-style-type: none"> • Discuss with management the status of the tax cases/claims. • Evaluate the position of the entity by consulting the relevant law firms and attorneys, and • Consideration of involvement of specialists.
2 Recoverability of non-financial assets <ul style="list-style-type: none"> • Evaluation of the recoverability of non-financial assets (PPE and IP) generally in view of the Group's macro-economic environment. 	<ul style="list-style-type: none"> • Reassessment of whether the recoverability of PPE is still a KAM. 	<ul style="list-style-type: none"> • Test management's recoverability assessment. • Test of significant assumptions. • Review of management due diligence and • Consideration of involvement of specialists.
3 Intangible investment properties at fair value <ul style="list-style-type: none"> • Measurement of fair value of investment properties involves significant judgment and the use of valuation models, which are subject to uncertainties, based on certain assumptions. 	<ul style="list-style-type: none"> • Reassessment of the materiality of this issue. 	<ul style="list-style-type: none"> • Evaluation of the work performed by management's experts. • Test of significant assumptions. • Review of management due diligence and • Consideration of involvement of specialists.
4 Intangible investment in IPRs <ul style="list-style-type: none"> • Management's valuation of investment in IPRs involves significant judgment and assumptions and requires the expertise of valuation specialists whose valuations depend on certain assumptions. 	<ul style="list-style-type: none"> • Ongoing reassessment of the materiality of this issue. 	<ul style="list-style-type: none"> • Review of management due diligence and • Consideration of involvement of specialists.

Key business transactions



PwC mentioned that some of the procedures already commenced, especially with the transition to online BingoPlus. PwC is aware that there is a third party in some of the sites, and they already informed management of the need to access data and information.

As to the timeline, formal walk throughs commenced in November. Then between January to March 2023, would be the year-end statutory audits. PwC committed to submit their report/s on time as they do not anticipate any extensions as to the deadline for filing the financial statements either by the BIR, SEC and/or PSE.

Atty. Paras asked what PwC's policy is in terms of conflict or disagreement with client along the way. Mr. Domondon responded that while it is not a policy per se, but a protocol, PwC would first determine the source of the disagreement. From there, they will consult with their own legal and technical team; then, they will come up with a position paper to be submitted to LRWC's management. If there will still be a disagreement despite the submission of the position paper, PwC will need to elevate the matter to the Audit Committee, who will be the final arbiter of the disagreement.

Mr. Domondon then asked the Committee about their expectations in terms of measuring the performance of the auditors. Mr. Dizon answered that they expect timeliness (i.e. financial reports to be submitted timely to the regulatory agencies, SEC and BIR), and compliance with standards like PFRS and tax rules. He added that they need additional assurance not just from internal audit, but also from external audit, as well as "no surprise audit". He hopes that the team will be able to minimize or avoid altogether any surprises especially during the closing of the period. In terms of the process and monitoring or control, Mr. Dizon suggested the need for a progress reporting or progress status. He also assured PwC that should there be any disagreement between the auditors and the Company, that they can communicate any time to the Chairman of the Committee or to the Secretary, whether there is any need to hold an executive session with the Audit Committee. Finally, he intimated that he expects proper coordination with management.

Furthermore, Mr. Dizon also talked about the Key Audit Matters ("KAM"). He said that for the information of the other committee members, KAM has to be presented to the shareholders. The number one issue, according to him, is the revenue recognition of the online gaming, *i.e. How do you assess that it is complete; Is there an assurance that there is no leakage, and that everything is complete and reported?* Thus, he proposed that this be reviewed together with management. As to the other KAMs, since LRWC is really focused on gaming, then the attention should also focus on those. He suggested to check whether the other areas like investment would still need attention. He likewise suggested for PwC to check other gaming companies as to other KAMs that might need to be included or reported. Mr. Domondon fully agreed with Mr. Dizon's comments. He confirmed that this reassessment of the KAMs was initially discussed with LRWC's management, especially with the shift of the business and growth. In a nutshell, Mr. Domondon said that for the provisions and contingencies, they believe there is no other outstanding LOA that need to have provisions; on Recoverability of non-financial assets, this is important and standard; and, on the inclusion of revenue recognition, PwC will coordinate with management.

The Chairman, Mr. Dizon requested PwC to let the management and the Audit Committee know immediately should there be any updates on tax or standards, as well as disclosure requirements so that the management can already assess if there will be an impact on the financial statements. Mr. Domondon said assured the Committee that there are 3 partners on board, including the reviewing partner who is the lead partner on audit. On the status of updates, he reminded that there is a Connect program which LRWC's President and CFO, Mr. Tsui and Mr. Pielago, both already have. Nonetheless, he committed that PwC can provide snippets of these updates to the Audit Committee for reference.

As to the fact that LRWC group is composed of more than 50 companies, Mr. Dizon said that in case there will be delays in the finalization of the audit of the subsidiaries, PwC would need to make some decision whether it will really affect or have an impact on the parent company. To this, Mr. Domondon replied that the team will be using scoping plus the materiality threshold. If it does not reach that threshold, then they will proceed with the issuance of the parent's financial statements.

Atty. Aquino joined in the comments of the Chairman. He reiterated that should there be any changes in the risks of the Key Audit Matters, that they should be shared with the Audit Committee in the soonest possible time as these are sensitive. He also suggested that a meeting with management be held regarding this.

Finally, Atty. Paras asked whether PwC threads on money laundering issues and the inflow of moneys. Mr. Domondon answered "Yes". He confirmed that one key area that they will be looking into aside from the private placement, on the revenue aspect, is the KYCs in place and being undertaken to ensure legal sources. He affirmed that PwC already saw certain safeguards being

employed by the Company. Thus, Mr. Domondon said that they will make sure that these are complied with across all companies.

4. ADJOURNMENT

There being no other matters to discuss, the meeting was adjourned.

CERTIFIED CORRECT:

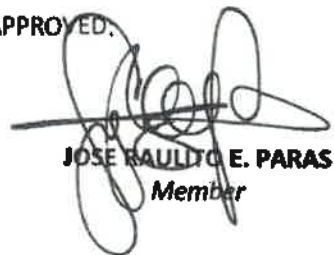

CAROL V. PADILLA
Corporate Secretary

ATTESTED:


RAMON D. DIZON
Chairman

MINUTES READ AND APPROVED.


TIMOTEO B. AQUINO
Member


JOSE RAULITO E. PARAS
Member



Leisure and Resorts World Corporation and Subsidiaries

For the year ending December 31, 2022

For presentation to the Audit Committee
5 December 2022



PwC

Isla Lipana & Co., PwC member firm

Agenda



People powered by technology



Planning the audit

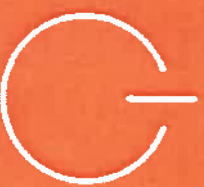
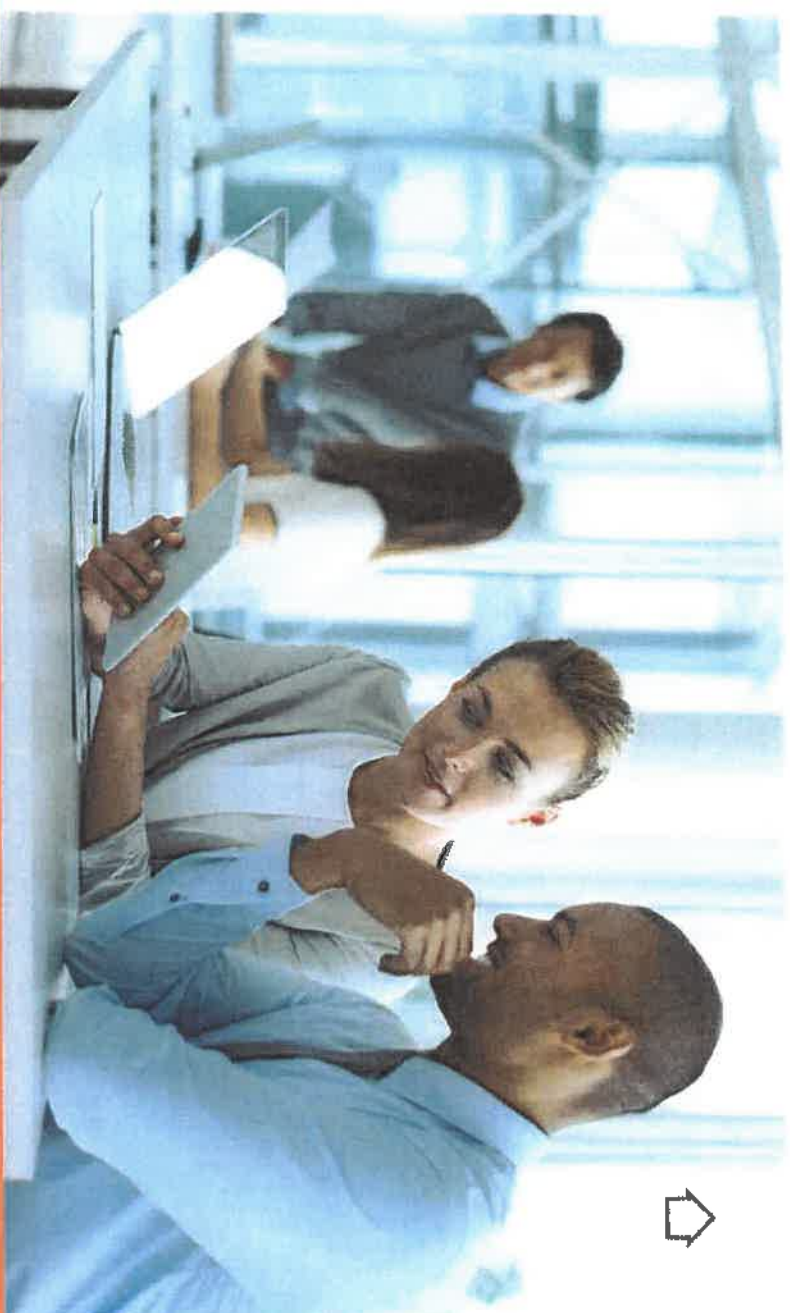


Timeline and other matters
for discussion



People powered by technology

Our teams are selected to achieve the right balance of relevant experience, industry knowledge, specialist expertise and cultural fit.



People supported by smart market-leading technologies, enabling efficient, flexible and insightful collaboration with clients.

PwC 17 People powered by technology

Your client service team

Your PwC team, led by Cholo, Dennis and Aira, combines a detailed knowledge of LFRWC, the broader industry and working with major listed companies in the Philippines. This experience is leveraged where and when it matters to you.

Engagement Managers



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Senior Manager
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Quality Review Partner
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Senior Associates



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Elijah Kane B. Abartso
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Mara Lorraine C. Valdez
Senior Associate
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Ronselle Regine A. Garcia
Senior Associate
ronselle.regine.garcia@pwc.com

Your client service team

Your PwC team will be also be involving a dedicated IT Assurance team for the systems audit.



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Emily Jean D. Gatus
ITAS Senior Associate
emilyjean.gatus@pwc.com



Crispin Sarmiento, Jr.
ITAS Associate
crispin.sarmiento.jr@pwc.com

Your client service team

Your PwC team will be also be involving a dedicated
Tax team for tax compliance



Lawrence C. Biscocho
Tax Partner
lawrence.biscocho@pwc.com



Eileen Flor Chavez-Abalos
Tax Director
eileen.flor.l.chavez@pwc.com

The technology taking you into tomorrow

Today...

Coordination

What you want

- No surprises
- Tell me what's outstanding and when you need it

- **Aura** global ERP system driving consistent quality
- **Connect** for working together

What we bring

What you get

Consistent, transparent. A single system used globally for consistency, collaboration, and visibility

Saving time

• Data requests take a lot of time, can you use technology to make this easier?

- Customized bots / workflows streamlining the audit
- Service Delivery Center teams for high-volume transactions

Time-saving, enhanced quality: Seamlessly acquiring your data to analyze, risk assess, spot anomalies and direct audit focus and testing

Insights

• You have all my data, tell me something about it

- **Computer Assisted Audit Techniques (CAATs)** analysis over journal entries and revenue transactions

Precise, efficient: A more intelligent risk assessment by analyzing full populations to create a right-sized audit plan with less wasted effort

Innovation

• My organization is always innovating, what are you doing?

- Digitally upskilled workforce and digital accelerators bringing customized innovations to your engagement

Customized, continuous: Drives on-the-ground innovation for your audit, including automated workflows, data visualizations, bots



Watch now: We're delivering Tomorrow's Audit, Today

Other matters for discussion

Audit technology and transformation



Aura and Smart Audit platform
Our global ERP system driving global quality and consistency



Connect
A collaborative workflow tool allowing fast, secure information sharing



Viewpoint
Access timely, relevant accounting and business insights personalized for you



CAATS
Analysis of your data while delivering unique insights



Datasnipper
Streamlines and automates audit documentation



Google Meet
Secured and real-time meetings powered by Google



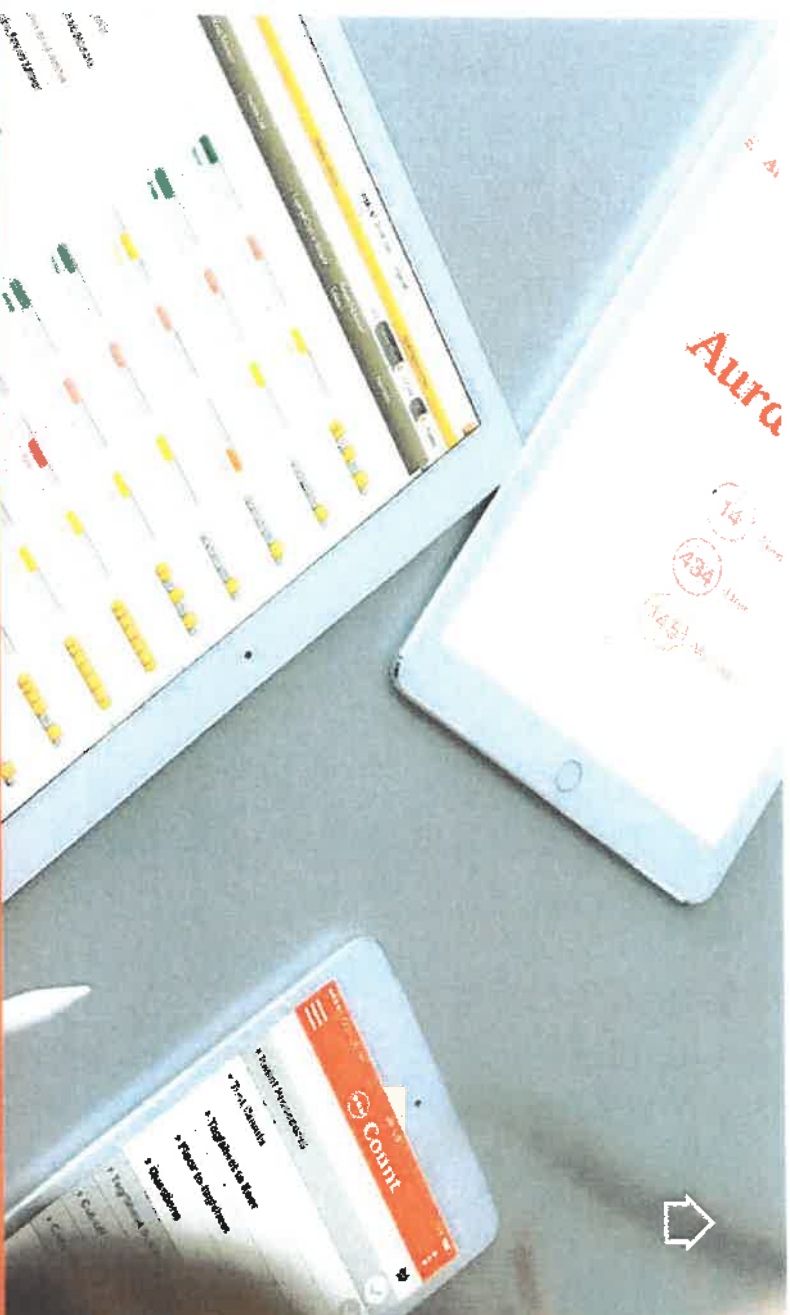
Confirmation.com
the world's leading global provider of online audit confirmations and a trusted service provider to over 3,500 banks and 14,000 audit firms

We're making big investments in people and technology to further enhance the quality of our audit and make it more efficient, more consistent, and less burdensome.

Our technology and methodology are intertwined. Our powerful combination of digitally savvy people and leading tools will save you time from start to finish.

Planning the audit

We design a tailored testing plan for each scoped-in balance, optimizing between tests of detail, controls testing, validation of judgments and data techniques.



Aura, our single instance software, ensures work gets done one way—the right way—consistently and efficiently, both globally and locally. It is used by over 100,000 auditors worldwide on every PwC audit.





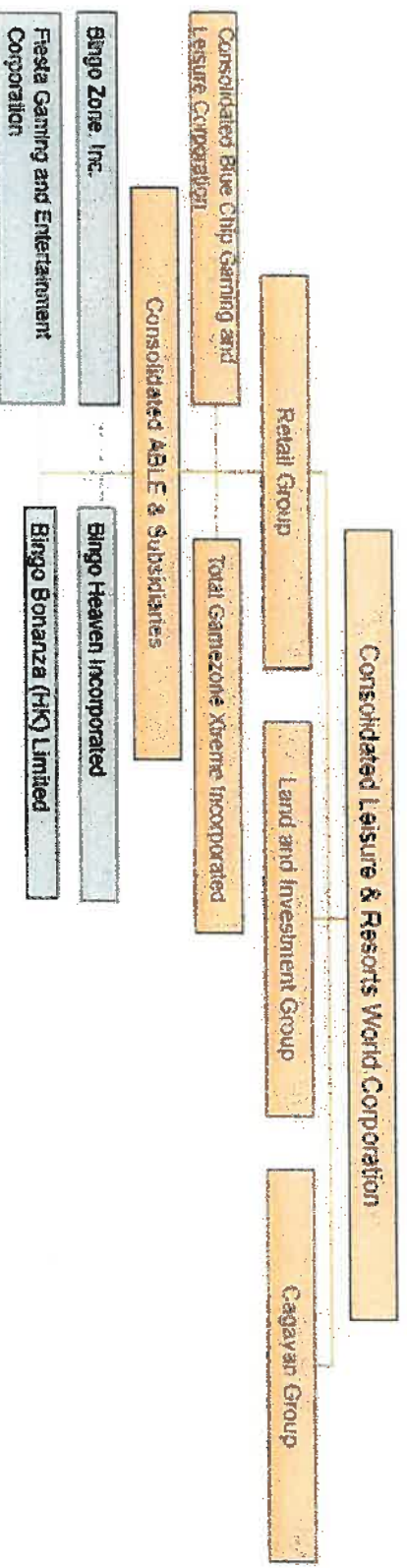
Planning the audit

Scope of work

Company	*Entities	Scope of work
Leisure and Resorts World Corporation and Subsidiaries	50	Consolidated reporting

Groups	Entities	In-scope	Out-scope*	Scope of work
Retail Group	38	34	4	Local statutory audits
Land and Investment Group	9	9	-	Local statutory audits
Cagayan Group	3	3	-	Local statutory audits

Out-of-scope entities are non-revenue generating and represent a less than 0.01% share in consolidated assets as of June 30, 2022.



Legend:
Scoped-in
Scoped-out

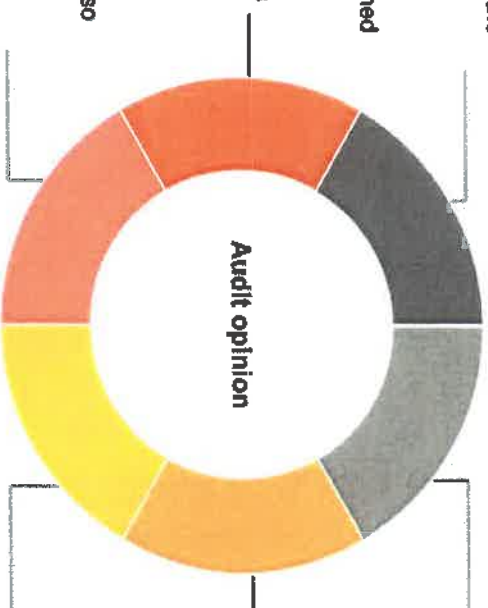
Our objectives



- Being fully accountable for the level and quality of the service that we provide by**
- Confirming our mutual expectations with the audit committee
 - Discussing how we and the audit committee performed against those expectations

Providing robust and independent views on matters arising from our audit work

Providing an accessible, experienced team whose members have a detailed knowledge of your business, so business issues are understood and appropriately addressed



Being committed to a “no-surprises” audit, undertaking to report significant deficiencies to management and the audit committee or those charged with governance as soon as possible after we become aware of them

Providing excellent technical advice and assistance on a timely basis

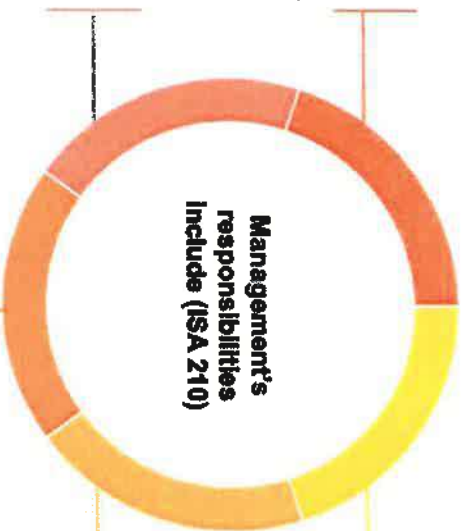
Supporting the audit committee or others charged with governance in achieving their objective of ensuring that the business operates within a robust control environment through issuing an Internal Control Memorandum or a Management Letter

Management responsibilities



Preparation of the financial statements in accordance with the applicable financial reporting framework, including where relevant their fair presentation.

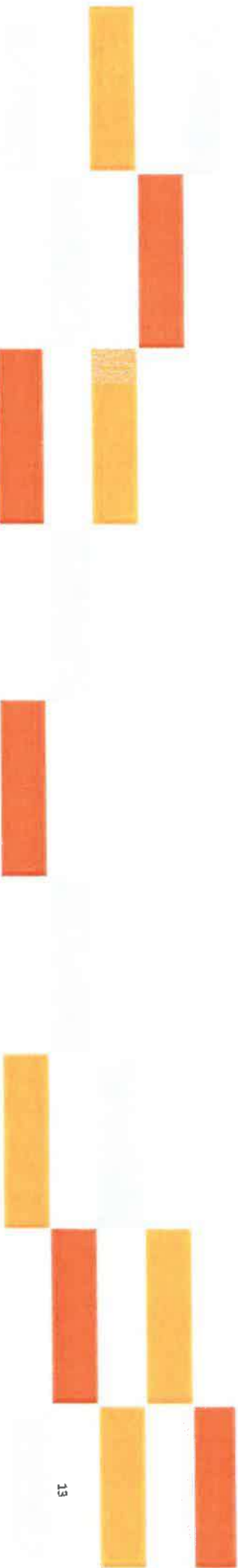
Providing the auditor unrestricted access to persons within the entity from whom we determine it necessary to obtain audit evidence.



Providing the auditor additional information that we may request from management for the purpose of the audit.

Internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

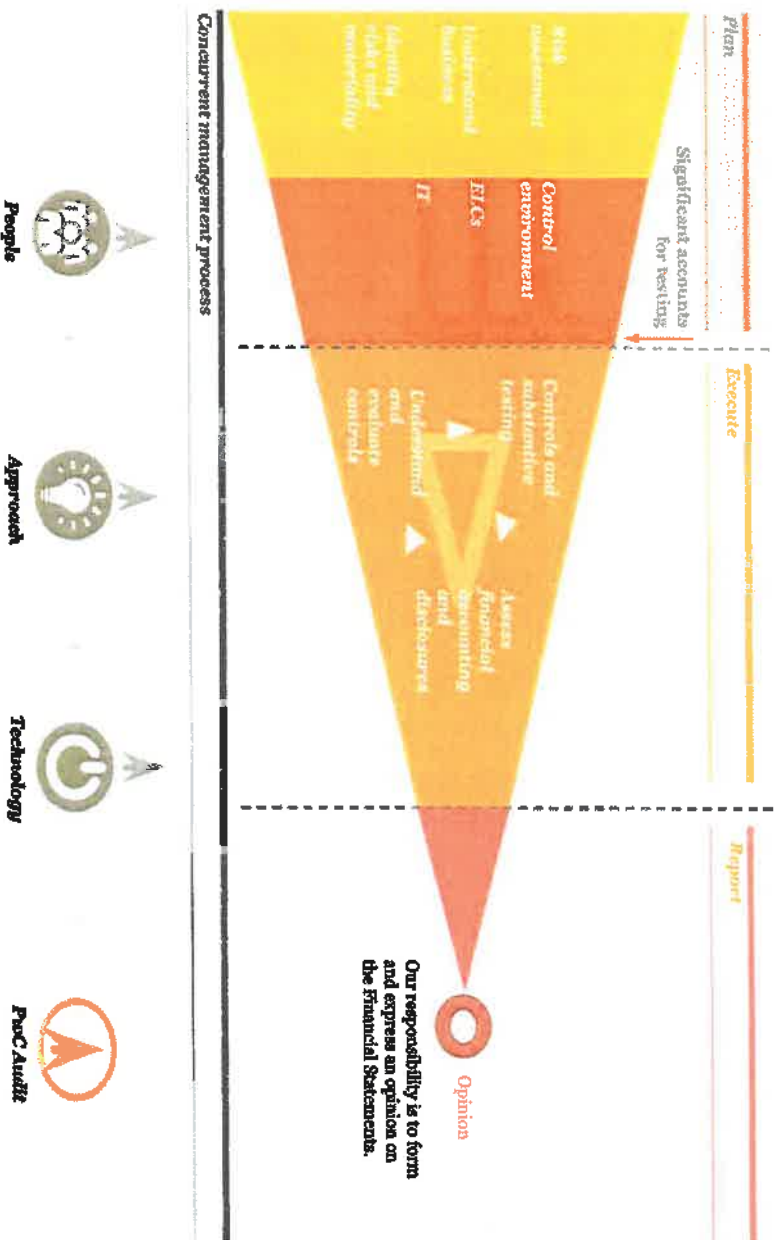
Providing the auditor access to all information of which management is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters.



Planning the audit

Overall audit approach

Understand the client's business, objectives and risks are at the center of our audit approach



We use our own risk assessment to design the audit process, aligning our audit with the way management monitors the organization's controls and business processes.

We apply the concept of materiality both in planning and performing the audit, and in evaluating the effect of identified misstatements on the audit and of uncorrected misstatements, if any, on the financial statements and in forming the opinion.

We evaluate the internal control assessment process that management has in place and independently test the design and operating effectiveness of controls over financial reporting.

Taking into account our independent evaluation of internal controls, we perform substantive testing over significant accounts and disclosures. The type of substantive audit evidence obtained is also impacted by the risk of material misstatement and the risk of management override of controls.

We form an opinion on the Group's consolidated and separate financial statements.



Planning the audit

Areas of focus (including significant risks)

Our audit is **risk-based**, which means we aim to focus on the areas that matter.



Significant audit risks are those with the highest potential for material misstatement due to a combination of their size, nature and likelihood and which, in our judgment, require special audit consideration.

Areas of audit focus

- 1 Risk of fraud on revenue recognition*
- 2 Management override of controls*
- 3 IT general and application controls
- 4 Related party transactions

* significant risks
Significant risks and focus areas are potential Key Audit Matters. These will be evaluated upon reporting based on significance of audit effort.

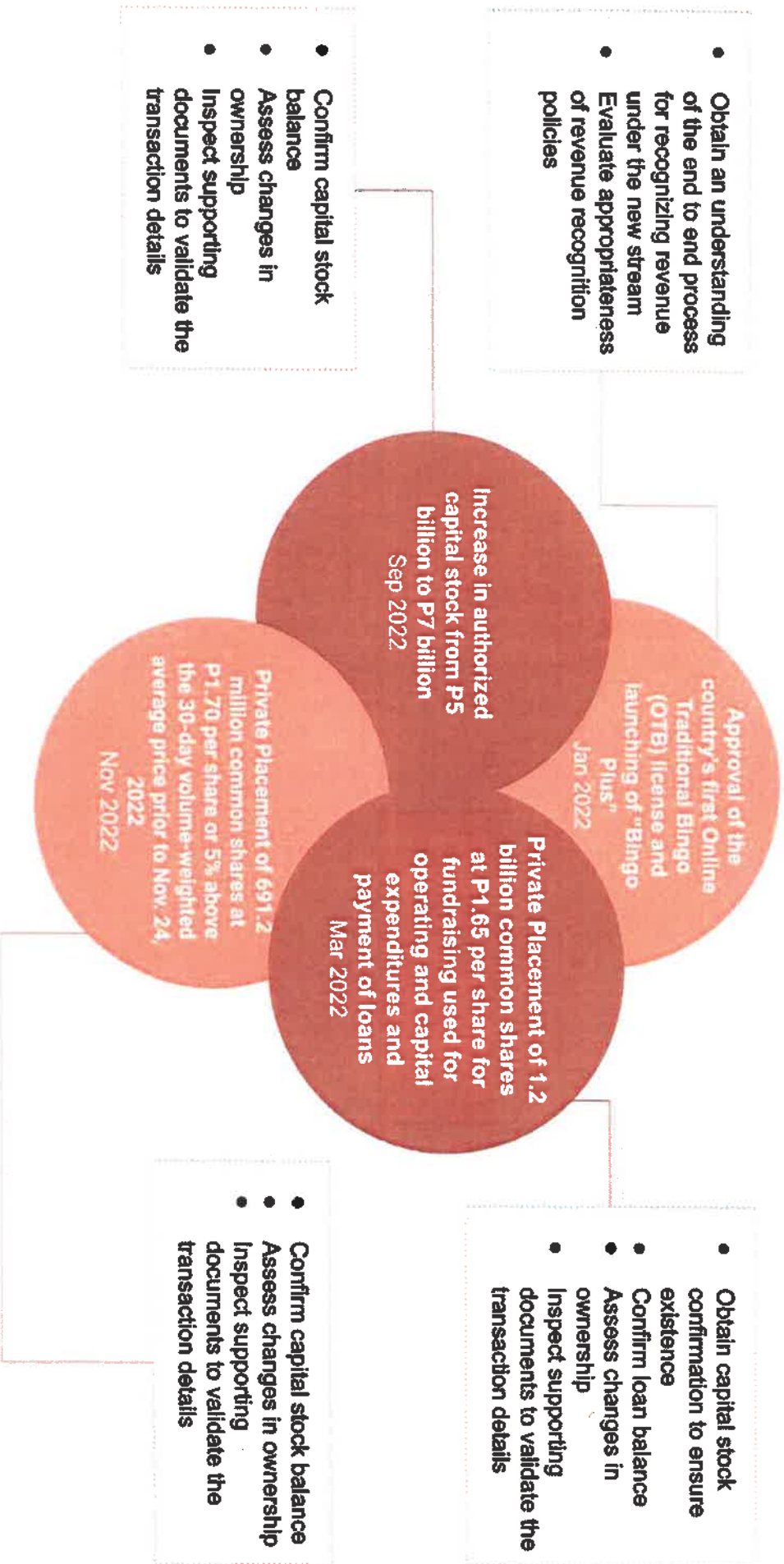
Significant risks

Significant risk	Related accounts (relevant assertions)	Audit response
<p>Risk of fraud on revenue recognition</p>	<ul style="list-style-type: none"> • Offline Revenue (Completeness) 	<ul style="list-style-type: none"> • Perform a collaborative approach with our Risk Assurance (IT audit) to address the risk of revenue recognition. • Obtain an understanding of the end to end process for recognizing revenue to identify areas that could lead to material misstatements and test manual and automated controls over the revenue recognition process. • Perform cut-off testing to ensure revenue items are recorded in the proper period. • Test manual journal entries focusing on unusual entries made • Test a sample of revenue transactions entered into throughout the year. • Evaluate completeness of revenue recorded during the year. • Evaluate appropriateness of revenue recognition policies against requirements of PFRS 15; and • Incorporate unpredictability procedures
<p>Fraud - Risk of management override of controls</p>	<ul style="list-style-type: none"> • Pervasive (all) 	<ul style="list-style-type: none"> • Obtain an understanding of the end to end process for recording manual journal entries to identify areas where manual journal entries could lead to material misstatements and test controls over the journal entry process. • Perform regular discussions with management to understand any new risks or matters identified. • Obtain a listing of journal entries and confirm completeness. A sample of journal entries will be tested, focusing on riskier journals and periods of the year. • Evaluate business rationale of significant or unusual transactions outside the normal course of business. • Test consolidation and topside journal entries recorded during the closing process and investigate journals that are material or appear to be unusual; and • Perform unpredictable procedures across various accounts.

Key audit matters (KAM)

	Assessment Status	Audit Response
<p>1</p> <p>Provisions and contingencies</p> <ul style="list-style-type: none"> • Estimation of the potential liability resulting from tax assessments requires significant judgment by management 	<p>Ongoing reassessment of the materiality of these cases</p>	<ul style="list-style-type: none"> • Discuss with management the status of the tax cases/ claims; • Evaluate the position of the Group by considering the relevant laws, rulings and jurisprudence; and • Consideration of involvement of specialists
<p>2</p> <p>Recoverability of non-financial assets</p> <ul style="list-style-type: none"> • Estimation of the recoverability of non-financial assets (PPE and goodwill) in view of the Group's macro-economic environment 	<p>Reassessment of whether the recoverability of PPE is still a KAM</p>	<ul style="list-style-type: none"> • Test management's recoverability assessment; • Test of significant assumptions; • Review of management disclosures; and • Consideration of involvement of specialists
<p>3</p> <p>Valuation of investment properties at fair value</p> <ul style="list-style-type: none"> • Management's valuation of investment properties involves significant judgment and estimates and requires the assistance of external appraisers whose calculations depend on certain assumptions 	<p>Ongoing assessment of the existence of factors that might indicate impairment</p>	<ul style="list-style-type: none"> • Evaluation of the work performed by management's expert • Test of significant assumptions; • Review of management disclosures; and • Consideration of involvement of specialists
<p>4</p> <p>Valuation of investment in HEPI</p> <ul style="list-style-type: none"> • Management's valuation of investment in HEPI involves significant judgment and estimates and requires the assistance of external appraisers whose calculations depend on certain assumptions 	<p>Ongoing assessment of the existence of factors that might indicate impairment</p>	<ul style="list-style-type: none"> • Evaluation of the work performed by management • Test of significant assumptions; • Review of management disclosures; and • Consideration of involvement of specialists

Key business transactions





Planning the audit

Areas of focus - IT General Controls

Scope of Work

Our scope includes coverage over the following domains:



In-Scope Applications

We will be validating the design effectiveness of LRWC's IT General Controls over the following applications:

- Bingo Plus Portal
- E-Bingo Management System
- IBM Planning Analytics
- Microsoft Dynamics Navision

Covered period: 1 January 2022 to 31 December 2022

Audit Approach





Timeline and other matters for discussion



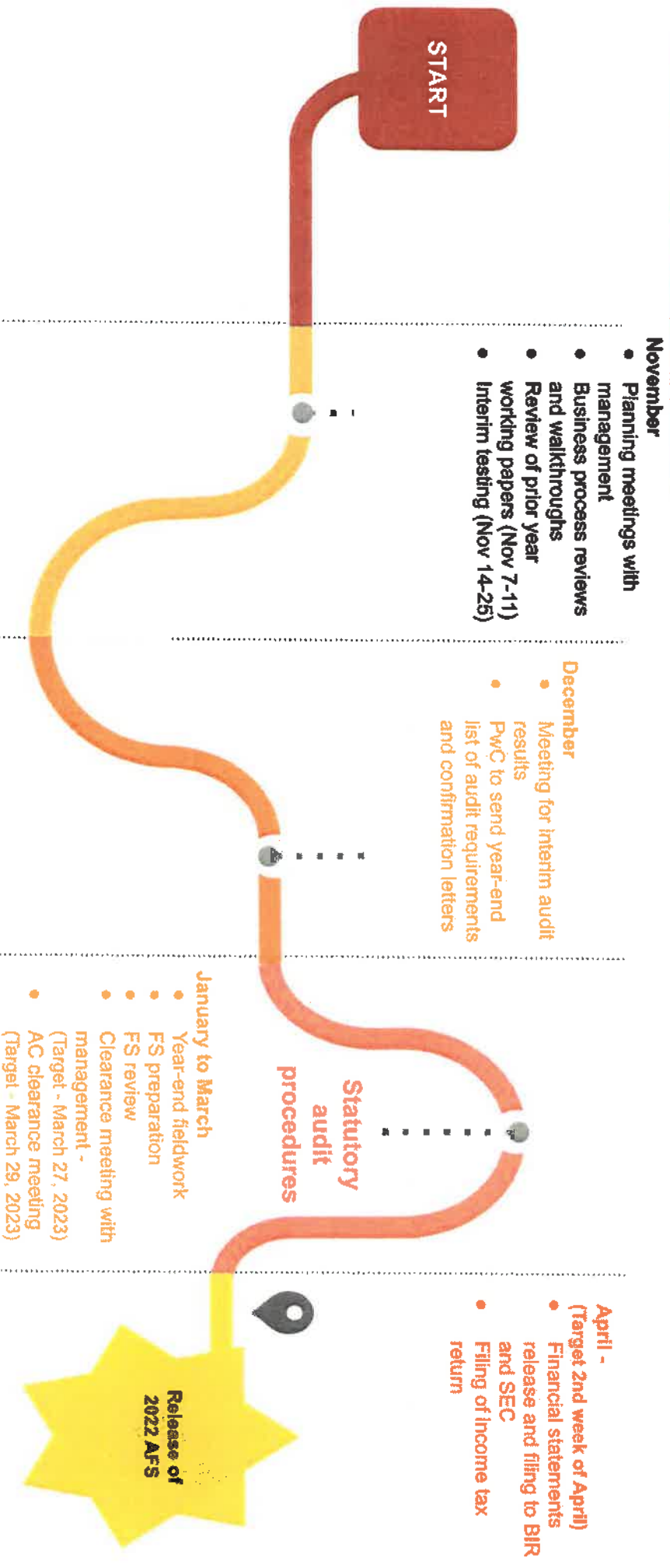
Working in harmony with you, we combine our judgment, experience and instinct with market-leading technology, to identify risks and anticipate problems before they occur, so that they are dealt with promptly and at the right level. This is our commitment to an effective audit.





Timeline

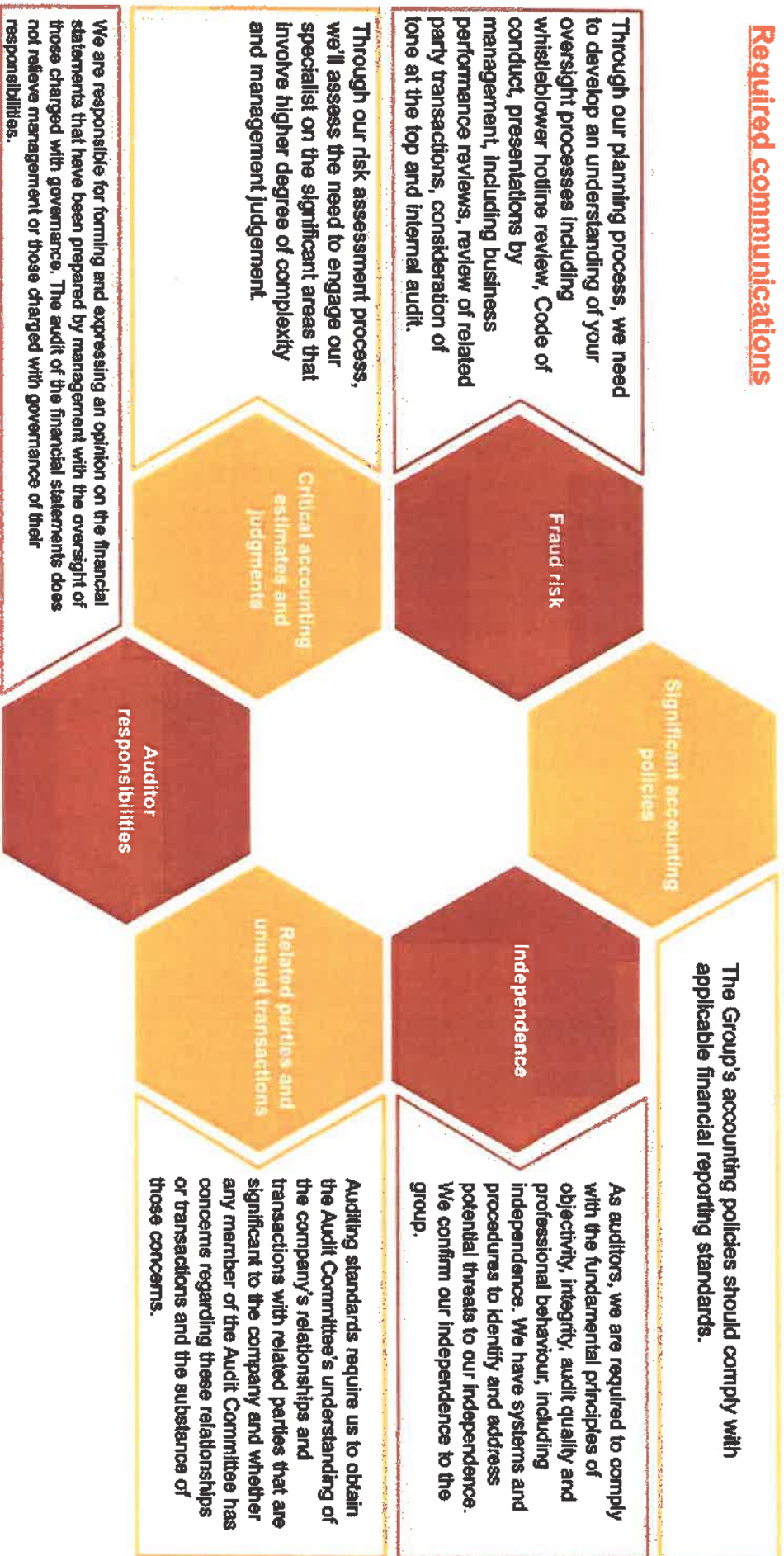
Where we stand - Planned timetable





Other matters for discussion

Required communications





ESG, value creation and the future of reporting

Doing nothing is no longer an option

There are fundamental shifts happening globally that are changing what it takes for companies to be successful.

Employees, customers, communities and investors pressuring businesses to adopt sustainable practices and approaches to remain relevant and viable.

Companies are expected to understand and manage impacts and benefits that key ESG issues have on their business.

A robust ESG reporting strategy enables companies to transparently and authentically communicate the purpose, values, performance, and contribution to society, the economy, and the environment.

ESG reporting regulation is coming - are you prepared?

Management and the Audit Committee should be aware of new and proposed reporting standards and frameworks, and any potential regulatory changes that could affect Leisure & Resorts World Corporation. Many of the standards and frameworks are still in draft form, but they all draw on the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD).



Other matters for discussion

Commitment to deliver what matters to you

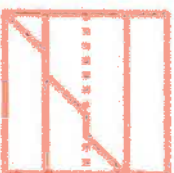
In an effort to continuously improve our service to you, we gather your feedback and incorporate what we learn into our future service using our three client principles.

1



Agree on expectations
We look forward to discussing our understanding of how you define satisfaction and confirming our commitments to you, which focus primarily on quality and responsiveness to your business issues and needs.

2



Measure our performance
We pay close attention to annual survey results and hold formal conversations each year with your senior executives and Audit Committee.

3



Seek continuous improvement
We will share with you our self-evaluation as we assess and act upon any areas of improvement based on your feedback. The final step results in a report on our accomplishments in quality and value delivery.



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LEISURE & RESORTS WORLD CORPORATION
Minutes of the Special Meeting of the Board of Directors
Held at Dumas Function Room, Discovery Primea Hotel Makati
On 14 November 2022 at 11:00 a.m.

ATTENDANCE OF BOARD OF DIRECTORS:

NAME:	PRESENT:	ABSENT:
Eusebio H. Tanco	✓	
Mardomeo N. Raymundo Jr.	✓	
Tsui Kin Ming	✓	
Rafael Jasper S. Vicencio	✓	
Ramon D. Dizon	✓	

Via Zoom:

<https://us06web.zoom.us/j/88210479306?pwd=amlKejY1UWFkQnoxMEs0SVRBMGVWQT09>

Renato G. Nuñez	✓	
Willy N. Ocier	✓	
Atty. Timoteo B. Aquino	✓	
Atty. Jose Raulito E. Paras	✓	

ALSO PRESENT:

Tommy Hu
Elias Kukas
Wilfredo Pielago
Kristine Margaret R. Delos Reyes
Carol V. Padilla

1. CALL TO ORDER AND PROOF OF QUORUM

The Chairman, Mr. Eusebio H. Tanco called the meeting to order and presided. The Corporate Secretary, Atty. Carol V. Padilla, recorded the minutes of the meeting.

2. CERTIFICATION OF QUORUM

The Corporate Secretary certified that all directors are present and that a quorum was present for the transaction of business by the Board.

3. APPROVAL OF THE THIRD QUARTERLY FINANCIAL REPORT



He then proceeded to present the September year to date income statement (2022 vs. 2021), the highlights of which were as follows:

- Total revenues in 2022 September YTD increased by P4.7 billion compared with 2021 YTD. This was driven online bingo streaming and EGS.
- The September YTD EBITDA posted a positive result in 2022 at P513.6 million or 504% improvement versus 2021.

Mr. Tanco asked if there were any laggards. Mr. Pielago explained that the E-bingo can be seen to have a constant revenue of around P300million per month, versus EGS that is improving every month in the third quarter. Mr. Pielago pointed out that same goes for the other segments which can be seen to be flat or no major improvement per month.

Mr. Ocier also asked if there is an improvement in the brick and mortar outlets for e-bingo. Mr. Pielago confirmed that the operations of brick and mortar outlets remained flat and that there is no significant increase. Mr. Tanco asked why this is so, to which Mr. Tsui responded that management has been looking into the sites' performance and management is studying how to improve their performance (i.e. air-conditioning, over-all quality of sites, etc.) so management is hoping to see improvement in the coming months. Mr. Vicencio added that in the first few months of the year, the operations team concentrated all their efforts on the registration of the online bingo. According to him, efforts now, beginning November, are being shifted towards on-site performance. Mr. Tanco asked whether the online bingo is cannibalizing the onsite bingo. Mr. Vicencio assured him that the market and players of the online bingo are different (i.e. younger) from the players of the traditional bingo, so there is no competition between the two.

Mr. Pielago continued his presentation by showing the consolidated balance sheet, and summarized variance analysis as follows:



Mr. Pielago informed the Board that this information was also presented to the Audit Committee. At this juncture, the Chairman of the Audit Committee, Mr. Ramon Dizon, informed the Board that the Audit Committee met last Thursday, November 10, 2022, and reviewed and approved the Third Quarterly Report for endorsement to the Board. He further stated that the major change applied was the presentation in the MD&A and the discussion on the Notes to Financial Statements, specifically that the focus was on the retail bingo rather than the casino.

The Chairman asked whether there is a need to change the purpose clause in the Company's Articles of Incorporation in light of the Company's direction towards online bingo. Atty. Kristine Delos Reyes responded that there is no need since the purpose clause is currently worded broad enough to cover both traditional and online bingo. Nonetheless, Mr. Tanco asked that this be checked.

Mr. Dizon also suggested to study the reference to “retail” in the financial statements/reports since this word usually pertains to selling good or products, whereas the way the Company uses this term for bingo. Rather, he suggested the use of the word “interactive gaming”, “entertainment gaming”, or “e-game”. Mr. Tsui said management will revisit this.

Thus, upon motion duly made and seconded, the Board passed and approved the following resolution:

“RESOLVED, as it is hereby resolved, that the Third Quarterly Report and Financial Statements is hereby approved.”



5. ADJOURNMENT


There being no other matters to discuss, the meeting was adjourned upon motion duly made and seconded.

CERTIFIED CORRECT:


CAROL V. PADILLA
Corporate Secretary

I-ACGR Attachments

- **Retirement Policy**
- **Performance Evaluation Policy / HR Memo No. 0036-2018**
- **Related Party Transaction (RPT) Form**
- **Evaluation Form for Performance Assessment**
- **Fraud Policy**
- **ABLE Employee Handbook**
- **Audit Committee Meeting Minutes**
- **Excerpts of Board Meeting Minutes**
- **Compensation Committee Meeting Minutes**
- **Grant of SEC Exemptive Relief**
- **SEC Letter re Website Compliance**
- **Curriculum Vitae of Ronald Pablo**
- **Attestation signed by President and Chief Internal Audit**
- **Employee Stock Option Plan (ESOP)**
- **Occupational Safety and Health (OSH) Program**
- **Strategic Guidelines for Covid-19 Prevention**

Policy No. HR -20	Title of Manual Policy Manual		
Date Prepared: 6 November 2020	Policy Name EMPLOYEE RETIREMENT	Version No. 1	
Effectivity Date: On Release Date		Revision No.	
Prepared by: Maria Rocelle Mag-iba	Reviewed by: Jacqueline Chan Atty. Kristine Margaret Delos Reyes	Approved by: Eng Hun Chuah	

1. Policy Statement

In accordance to the Labor Code of the Philippines, LRWC shall grant provisions to regular employees upon retirement from service that is consistent with the Philippine Retirement Law (R.A. 7641).

2. Coverage

This policy applies to all regular employees of LRWC and its subsidiary companies.

3. Policy

3.1 Regular employees can avail the retirement benefit under the following conditions:

Eligibility	Retirement Type	
	Optional	Mandatory
Age	60	65
Minimum Years of Service	5 years	5 years
Retirement Benefit as monthly multiple	.5	.5


3.2 Optional Retirement can be availed by employees who wishes to retire provided that they have served the company for the prescribed period and have reached the prescribed age.

3.3 Mandatory Retirement shall be imposed to employees as required by law to leave their employment upon reaching the age of sixty-five (65) regardless of their willingness to do so. Further, their retirement benefit requires that they have served the company for at least five (5) years.

4. Procedure

The following procedures shall be complied with in availing the Optional Retirement:


4.1 A regular employee who wishes to avail the Optional Retirement (hereinafter, the "Applicant Retiree"), shall submit a duly signed letter of intent to his respective Department and/or Business Unit (BU) Head at least three (3) months ahead of the intended retirement date.

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- 4.2** The Applicant Retiree’s letter of intent shall be subject to his Department and/or BU Head’s initial approval before the same is endorsed for the final approval by the President of LRWC.
- 4.3** In the event that the endorsement of the Department and/or BU Head is not obtained, the Applicant Retiree will not be entitled to avail the Optional Retirement.
- 4.4** Upon endorsement of the Department and/or BU Head of the Letter of Intent of the Applicant Retiree for approval of the President of LRWC, the latter shall have the absolute discretion to approve the same for processing of the Human Resources Department. No Applicant Retiree shall be entitled to avail the Optional Retirement without the signed approval from the President of LRWC.
- 4.5** Upon approval from the President of the LRWC, the Letter of Intent of the Applicant Retiree shall be forwarded to the Human Resources Department for processing in accordance with the guidelines below.
- 4.6** The effective date of retirement of the Applicant Retiree shall likewise be subject upon the discretion of the Department and/or BU Head, subject upon the approval of the President, taking into consideration business exigencies, work and documents to be turned over, and other operational requirements of the company where the Applicant Retiree is assigned.
- 4.7** If and when a replacement is necessary, HR shall make sure that the Applicant Retiree and his replacement will have at least two (2) months to work together so that the Applicant Retiree may completely train and turn over all his work responsibilities to his replacement.

The following procedures shall be implemented for Mandatory Retirement:

- 4.8** At the beginning of each year, HR shall submit a list to the President of LRWC and/or Business Unit Heads concerned of the impending mandatory retirement of employees (hereinafter, the “Retiree”) including executives during the year.
- 4.9** After the President and/or Business Unit Heads acknowledges the list of Retirees by affixing their signatures, this will be the trigger to find or train the replacement of the Retiree/s.
- 4.10** If and when a replacement is necessary, HR shall make sure that the Retiree and his replacement will have at least two (2) months to work together so that the Retiree may completely train and turn over all his work responsibilities to his replacement.

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4.11 At least two (2) months before the Retiree's last working day, HR shall begin processing the Retiree's clearance and all necessary procedures in preparation of the Retirement Pay of the Retiree.

5. Guidelines

- 5.1 All approved Applicant Retirees and Retirees shall be entitled to a Retirement Pay equivalent to one-half (1/2) latest monthly basic pay for every year of service, a fraction of at least six (6) months being considered as one (1) whole year. A fraction of less than six (6) months shall be counted in proportion to the actual number of years.
- 5.2 The term one-half month basic pay shall mean Monthly Basic Pay/2, plus one-twelfth (1/12) of the 13th month pay (equivalent to 2.5 days), and the cash equivalent of not more than five (5) days of service incentive leave.
- 5.3 In computing the Retirement Pay, the Equivalent Daily Rate (EDR) is computed as follows: $EDR = (\text{Basic Monthly Pay} \times 12) / 313$
- 5.4 Retirement Pay shall likewise include any unused sick leaves, less loan balances, advances and other liabilities of the approved Applicant Retiree and/or Retiree, if any.
- 5.5 Approved and paid leaves such as vacation and sick leaves, including authorized leaves without pay, sabbatical leaves and periods covering community lockdown in the event of natural disasters/catastrophes do not constitute an interruption in the length of service.
- 5.6 Retirement Pay shall be released after the completion of the clearance process and execution of all necessary documents, or on the last working day of the Applicant Retiree and/or Retiree, whichever is later.
- 5.7 Human Resource Department shall be responsible to verify pertinent information (e.g. status of employment, age, years in service, etc.) to determine the eligibility and amount of the Retirement Pay of the Applicant Retiree and/or Retiree.

Human Resource Department

19 January 2018

No: 0036-2018

TO: ALL EMPLOYEES
LRWC & Subsidiaries

Re: **2018 PERFORMANCE EVALUATION POLICY**

As agreed last November 2017 during ManCom and in line with the initiative to effectively monitor employee's performance using measurable parameters, the new template for Performance Evaluation has already been introduced and distributed to BU's and SSU Departments. This template must be used beginning January 2018. Please find below the new guidelines and policies regarding our Performance Evaluation:

1. All regular employees will still undergo semi-annual Performance Evaluation using the new template with the following agreed percentages (template to be emailed separately):

Business Units (JG6 and above- Branch/Office based, JG5 & below – Branch based)	Business Units (JG 5 & below – Office based)	Shared Service Unit (All Job Grades)
50% BU Objective 30% Dept. Objective 10% Individual Objective 10% Co. Policies	20 % BU Objective 60% Dept. Objective 10% Individual Objective 10% Co. Policies	20 % BU Objective 60% Dept. Objective 10% Individual Objective 10% Co. Policies

2. All probationary employees will be evaluated by using another Performance Evaluation with the following agreed percentages (template to be emailed separately):


Probationary	40 % Job Competency 40% Personal Competency 20% Co. Policies
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3. Performance Evaluation Form will require a sign-off between the employee and his immediate superior at the beginning of each year to set expectation on performance objectives and at the end of semi-annual evaluation to serve as an agreement on the final rating. This signed form must be emailed to HR.
4. During performance evaluation, employees will rate their own performance against a target but still subject to the approval of their immediate superior.
5. The new passing grade for performance evaluation is set at 2.0 = 70%
6. The average rating of an employee based on his semi-annual performance evaluation will be the basis for computation of performance bonus (if any). But for those who do not make the passing grade will not be entitled to the performance bonus (if in case the Management decides to provide a performance bonus)

We shall schedule training to SSU and BU on how to use the new performance evaluation template.

Thank you.


LOIDA B. TIANGCO
Senior HR Manager

Noted by: 
CHOON SIANG LEE
Administration Head



Related Party Disclosure Form

Name: _____ [] Director [] Officer [] Shareholder

- DigiPlus Interactive Corp.'s Material Related Party Transactions Policy defines **“Related Parties”** as:
- i. the Company's directors, officers, Substantial Shareholders, as defined herein, and their spouses and relatives within the fourth civil degree of consanguinity or affinity, either by marriage or domestic partnership if these persons have control, joint control or Significant Influence over the Company; and
 - ii. the Company's parent, Subsidiary, fellow subsidiary, Associate, Affiliate, joint venture or an entity that is controlled, jointly controlled or significantly influenced or managed by a person who is Related Party.

A. Individual Related Parties

Please provide the requested information or put N/A (or tick the box) if not applicable. (Please see Degrees of Relationship on page 4 for reference).

Spouse Name			
Employed []	Self-Employed []	Others [] Specify : _____	
Company		Position	
Relative's Name			
Relationship			
Employed []	Self-Employed []	Others [] Specify : _____	
Company		Position	
Relative's Name			
Relationship			
Employed []	Self-Employed []	Others [] Specify : _____	
Company		Position	
Relative's Name			
Relationship			
Employed []	Self-Employed []	Others [] Specify : _____	
Company		Position	
Relative's Name			
Relationship			
Employed []	Self-Employed []	Others [] Specify : _____	
Company		Position	
<input type="checkbox"/> There are no Individual Related Parties for me to report.			

C. Entities that are controlled or jointly-controlled by you and/or your Related Parties

Control is defined as a person or entity who controls the Company of and only if the person or entity has all of the following, taking into account financial standards, laws, and rules and regulations, namely:

- i. power to govern the financial and operating policies of the Company so as to obtain benefits from its activities;
- ii. exposure or rights to variable returns from its involvement with the Company; and
- iii. the ability to use its power over the Company to affect the amount of the Company’s returns.

Company (e.g., Corp. name, Partnership name)	Relationship to the company	Line of business

Thank you for taking the time to accomplish this form

Privacy Notice

DigiPlus Interactive Corp. will collect, record, store, use, disclose, and process your and Related Party/ies’ personal information consisting of your name and signature and the name/s of your Related Party/ies for the purpose of this Related Party Disclosure Form and for purposes relevant or incidental thereto. Disclosure of said personal information may be made to the SEC, and/or the PSE website for compliance purposes. Said personal information will be retained for a period of five (5) years and afterwards it will be safely destroyed. You and your Related Party/ies have rights under the Data Privacy Act such as the rights to be informed, access, correct, object, withdraw, erasure, data portability, file complaint, and damages. You and your Related Party/ies should be aware that there are risks in the processing of said personal information and for safeguards to protect it, kindly read the DigiPlus Interactive Corp.’s Data Privacy Manual and Data Subject Rights Request Procedure or contact the Data Privacy Executive for the exercise of your right or for any concern.

I hereby certify that all information provided and any attached documents are true, complete, and correct to the best of my knowledge.

Signature above printed name / date

Degrees of Relationship

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4th Degree Great Great Grandparent
Great Uncle/Aunt
First Cousin
Grand Nephew/Niece

3rd Degree Great Grandparent
Uncle/Aunt
Nephew/Niece
Great Grandchild

2nd Degree Grandparent
Sibling
Grandchild

1st Degree Parent
Child

YOU / SPOUSE

1st Degree Parent-in-law
Child-in-law

2nd Degree Grandparent-in-law
Sibling-in-law
Grandchild-in-law

3rd Degree Great Grandparent-in-law
Uncle/Aunt-in-law
Nephew/Niece-in-law
Great Grandchild-in-law

4th Degree First Cousin-in-law
Great Great Grandparent-in-law
Grand Nephew/Niece-in-law
Great Uncle/Aunt-in-law

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COMPETENCY COMPONENTS

A. Board Composition/Structure and Processes
B. Roles and Responsibilities
C. Board Committees
D. Director's Self Evaluation

TOTAL/ OVERALL SCORE

Evaluation Summary		
SCORE OUT OF 5	WEIGHT	POINTS
0		0.00
0		0.00
0		0.00
0		0.00
		0%
		0

Overall Rating Description

Strongly Agree
 Agree
 Somewhat Agree
 Disagree
 Strongly Disagree/Not True

Score Range

5.0
 4.0
 3.0
 2.0
 1.0

SECTION II: Questionnaire

A. Board Composition/Structure and Processes **SCORE**

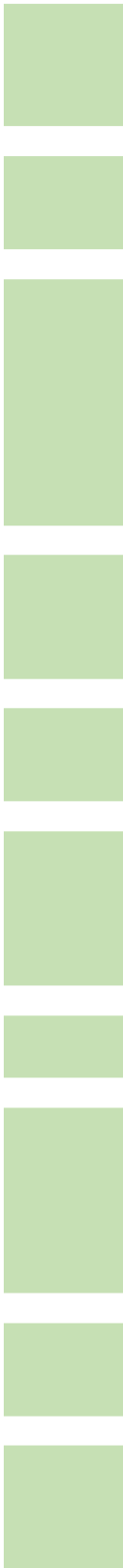
- A.1 The Board consists of a sufficient number of members, with the appropriate mix of diversity, experience, age, gender, knowledge and skills.
- A.2 The Board encourages and operates independently of the shareholders/owners by having the sufficient number of executive directors, non-executive directors, independent directors.
- A.3 The Chairman presides during all meetings of the Board and of the stockholders, follows the approved agenda and effectively controls all proceedings to ensure transparency open discourse, full participation of all members, deliberation on all matters for approval and, that meetings/members are orderly, disciplined and professional.
- A.4 Meetings are regularly called/held and are of sufficient length to allow for a thorough discussion of all matters in the agenda and of other important matters.
- A.5 Directors are given adequate notice of proposed meeting dates and conflicts are avoided as much as possible in order to ensure attendance and full participation of all directors.
- A.6 Directors are given advance notice of the agenda as well as copies of the materials/readings to be discussed.
- A.7 Meeting length/duration is appropriate for the agenda, and the Board is given sufficient materials, information and time to discuss policies, issues and matters for approval.
- A.8 The minutes of every meeting are distributed to the directors in a timely manner, and are complete, correct and accurate.
- A.9 The directors receive, or are encouraged to receive, continuing education and attend trainings/seminars which allow them to be informed of current developments related to their expertise relevant to the company, and to improve knowledge, qualifications and experience on the same.

Other comments:

B. Roles and Responsibilities **SCORE**

- B.1 The Board only acts/approves resolutions/actions on the affirmative vote of at least a majority of the directors at meetings where there is a sufficient quorum.

- B.2 The Board applies the highest ethical standards, honesty, and integrity, taking into consideration the interests of all stakeholders involved, in the conduct of proceedings and in making decisions.
- B.3 The Board adheres to the Corporation's Code of Corporate Governance, Code of Business Conduct and Ethics, and other relevant company policies.
- B.4 The Board deliberates and addresses, in a timely manner, all proposed plans/strategies, and those involving critical issues.
- B.5 The Board consistently and continuously monitors previously approved actions/plans to check for completion and/or if there is a need to adjust/adapt to changing times/conditions.
- B.6 The Board establishes the company's mission and vision and regularly reviews the same to ensure that these are consistent with the company's policies and the Board's decisions.
- B.7 The Board always considers the interests of all stakeholders, including minority stockholders, in its decision-making processes.
- B.8 The Board has in place a clear and defined internal control system to avoid conflicts of interest, ensure proper discussion and approvals of related-party transactions, proper risk management, and other similar circumstances.
- B.9 There is a clear distinction between the role of the chairman and the chief executive officer/management.
- B.10 The Board makes personnel actions and appointments based on merit, fitness and objective qualifications/experience and provides adequate and sufficient compensation consistent with the roles/responsibilities of the said role and in accordance with the Corporation Code and SEC rules.
- B.11 The Board is always held accountable to its stakeholders for all decisions which are validly passed and agreed upon, regardless of outcome.
- B.12 The Board ensures the adoption and regular implementation of the Board/director performance evaluation for purposes of checking and improving on the Board's policies, proceedings and procedures.



Other comments:

C. Board Committees

SCORE 0

- C.1 The Board has an effective committee structure which is compliant with the requirements of the Manual on Corporate Governance and applicable to the specific needs of the company.
- C.2 The delegation/delineation of functions to the different committees is clear, with each committee having defined roles, functions and mandates/charters.
- C.3 The committee members and chairpersons are elected based on their respective qualifications, capabilities, expertise and competencies and which are appropriate for the assigned committee and always in compliance with the requirements of the by-laws and the Manual on Corporate Governance.
- C.4 The committees provide the Board with regular reports with sufficient information/updates or matters needing Board attention/approval.



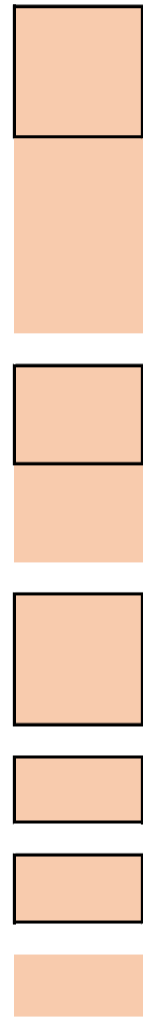
- C.5 The committees are given sufficient resources and time by the Board to hold meetings, discussions and to properly/fully discharge its functions, *i.e.* proper funding, etc.
- C.5 The committees are given sufficient resources and time by the Board to hold meetings and discussions to properly/fully discharge its functions.



Other comments:

D. Director's Self Evaluation	SCORE	0
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- D.1 I understand my role, including all policies and procedures I/the Board is subjected to, as director and committee member and faithfully perform this role and adopt these policies/procedures.
- D.2 I avoid conflict of interest situations or, if unavoidable, I make prompt and complete disclosures, abstain from the voting and deliberations and actively do everything not to exert any undue influence on the other members of the Board.
- D.3 I apply the highest ethical standards, honesty, and integrity taking into consideration the interests of all stakeholders involved in the Corporation's business.
- D.4 I exercise objective and independent judgment on all corporate affairs I oversee and/or decide upon.
- D.5 I come to Board and committee meetings prepared by devoting sufficient time to be familiar with the company's business and matters for discussion, and actively participate therein.
- D.6 I attend all scheduled Board and committee meetings (promptly) and maintain a good attendance record.
- D.7 as a director and always in the best interest of the Corporation.
- D.8 I respect the differing opinions of the other directors and willingly abide by Board decisions made collegially.



Other comments:

LEISURE & RESORTS WORLD CORPORATION AND SUBSIDIARIES FRAUD POLICY

BACKGROUND

The Corporate Fraud Policy is established to facilitate the development of controls which will aid in the detection, prevention and prosecution of fraud against LEISURE & RESORTS WORLD CORPORATION AND SUBSIDIARIES (hereinafter called the Company). It is the intent of the Company to promote consistent honest organizational behavior by providing guidelines and assigning responsibility for the development of internal controls and the conduct of investigations.

SCOPE OF POLICY

This policy applies to any fraud or suspected fraud involving employees of the Company as well as its shareholders, directors, officers, consultants, vendors, contractors and any outside agencies or other parties with a business relationship with the Company.

ACTS CONSTITUTING FRAUD

Fraud is defined as the intentional, false representation or concealment of a material fact for the purpose of inducing another to act upon it to the injury of the Company, its shareholders, directors, officers, employees or any third person. Fraud can range from minor employee theft and unproductive behavior to misappropriation of assets and fraudulent financial reporting.

The terms defalcation, misappropriation, and other fiscal wrongdoings refer to, but are not limited to:

- Any dishonest or fraudulent act
- Manipulation, falsification or alteration of any records, document or account belonging to the Company
- Forgery or alteration of a check, bank draft, or any other financial document
- Misappropriation of funds, securities, supplies, or other assets
- Impropriety in the handling or reporting of money or financial transactions
- Fraudulent financial reporting
- Recording of transactions without substance
- Intentional misapplication of accounting policies irrespective of whether or not the wrongdoer derives material benefit from it,
- Suppression or omission of the effects of transactions from records or documents
- Intentional deviation from the Company's operational procedures resulting in losses, damage or injury to the Company irrespective of whether or not the

- wrongdoer derives material benefit from it.
- Profiteering as a result of insider knowledge of company activities
- Disclosing confidential and proprietary information to outside parties
- Disclosing securities activities engaged in or contemplated by the company to any third party.
- Accepting or seeking anything of material value from contractors, vendors or persons providing services/materials to the Company with the exception of gifts less than Php200 in value.
- Destruction, removal or inappropriate use of records, furniture, fixtures, and equipment; and/or
- Any similar or related inappropriate conduct

POLICY

The Company shall adopt and maintain a policy of "Zero Tolerance for Fraud and Unethical Behavior". Management is responsible for designing and implementing systems and procedures for the prevention and detection of fraud and for ensuring a culture and environment that promotes honesty and ethical behavior. Strong emphasis shall be placed on *fraud prevention*, which may reduce opportunities for fraud to take place, and *fraud deterrence*, which could persuade individuals that they should not commit fraud because of the likelihood of detection and punishment.

It is Management's responsibility to create a culture of honesty and high ethics and to clearly communicate acceptable behavior and expectations from each employee. Management shall adopt and enforce a code of conduct with a strong value system founded on the fundamental principle that all its business affairs shall be conducted legally, ethically and with strict observance of the highest integrity and propriety. Management must show employees through its words and actions that dishonest or unethical behavior will not be tolerated, even if it results in benefits to the Company. Management must also show that all employees will be treated equally, regardless of their position.

Management shall be proactive in reducing fraud opportunities by (1) identifying and measuring fraud risks, (2) taking steps to mitigate identified risks, and (3) implementing and monitoring appropriate preventive and detective internal controls and other deterrent measures.

In devising and adopting a system of internal controls and procedures, Management shall see to it that: (1) there is appropriate segregation of duties and authority to effectively promote a system of checks and balances; (2) there are written policies and procedures for each department covering critical business processes and transactions; (3) there are efficient information systems and procedures that will ensure timely and accurate information.

OVERSIGHT FUNCTION OF THE AUDIT COMMITTEE

The Audit Committee shall exercise overall oversight function with respect to the Company's financial reporting process and the system of internal control. The Audit Committee shall evaluate (1) management's identification of fraud risks, (2) the implementation of antifraud measures, and (3) the creation of positive workplace environment and the appropriate "tone at the top" setting the proper example. In exercising this oversight responsibility, the Audit Committee shall consider the potential for management override of controls or other inappropriate influence over the financial reporting process.

As part of its oversight responsibilities, the Audit Committee shall encourage management to provide a mechanism for employees to report concerns about unethical behavior, actual or suspected fraud, or violations of the Company's code of conduct or ethics policy. The committee shall receive periodic reports describing the nature, status, and eventual disposition of any fraud or unethical conduct.

The Audit Committee shall ensure that:

- A thorough investigation of each incident is conducted.
- Appropriate and consistent actions are taken against violators.
- Relevant controls are assessed and improved.
- There is sufficient training about the Company's values and its code of conduct and that such training include "fraud awareness" – the duty to report or communicate actual or suspected acts of fraud.
- Continuous training occurs to reinforce the Company's values, code of conduct, and expectations.
- There are effective policies that minimize the chance of hiring or promoting individuals with low levels of honesty, especially for positions of trust.
- Each department has its own written operational procedures and these are properly disseminated to all the employees concerned.

The Audit Committee shall have the authority to order the investigation of any alleged or suspected wrongdoing brought to its attention or any matters within the scope of its responsibilities. Any fraud that is detected or suspected will be immediately referred to the Internal Auditor, who shall conduct all investigations in coordination with the Legal Department and Human Resources Department.

ROLE OF THE INTERNAL AUDITOR

The Internal Auditor shall assist the Audit Committee in the exercise of its oversight functions over the Company's financial reporting process and its system of internal control. The Internal Auditor shall assist in the deterrence of fraud by examining and evaluating the adequacy and the effectiveness of the system of internal control, commensurate with the extent of the potential exposure or risk in the various segments of the Company's operations. For this purpose, all departments shall furnish the Internal Auditor with their respective operational procedures and shall immediately inform the Internal Auditor of any amendments or revisions thereto and/or any deviations from or non-implementation of any operational procedure. The Internal Auditor shall have an independent reporting line directly to the Audit Committee, to be able to express any concerns about management's system of internal controls or to report suspicions or allegations of fraud involving senior management.

The Internal Auditor has the *primary responsibility* for the investigation of all suspected fraudulent acts as defined in the policy. The Internal Auditor has the authority to retain legal, accounting, and other professional advisers as needed to provide advice and assist in its investigation. The Internal Auditor is also authorized to hire the services of Fraud Investigators to strengthen its fraud investigating capabilities. If the investigation substantiates that fraudulent activities have occurred, the Internal Auditor will issue the proper reports to the President and to the Audit Committee with the proper recommendations on the action to be taken on the matter.

Any investigative activity required will be conducted without regard to the suspected wrongdoer's length of service, position/title, or relationship to the Company.

Decisions to prosecute or refer the investigation results to the appropriate law enforcement and/or regulatory agencies for independent investigation/prosecution will be made in conjunction with the Corporate Legal Counsel.

Suspected improprieties concerning an employee's moral, ethical, or behavioral conduct that does not constitute fraud should be referred to the Human Resource Department rather than the Internal Auditor. Any question as to whether an action constitutes fraud shall be resolved by the Audit Committee.

AUTHORIZATION FOR INVESTIGATING SUSPECTED FRAUD

The Internal Auditor shall, in the investigation of all suspected fraudulent acts as defined in the policy, have the following powers and authority:

1. Free and unrestricted access to all Company records and premises, whether owned or rented;
2. The authority to examine, copy, and/or remove all or any portion of the contents of files, computers, desks, cabinets, and other storage facilities on the premises without prior knowledge or consent of any individual who may use or have custody of any such items or facilities when it is within the scope of their investigation;
3. The authority to summon any employee and require him/her to submit a written statement on the incident subject of the investigation; and
4. The authority to place under preventive suspension any employee subject of the investigation.

REPORTING PROCEDURES

Great care must be taken in the investigation of suspected improprieties or wrongdoing so as to avoid mistaken accusations or alerting suspected individuals that an investigation is under way.

An employee who discovers or suspects fraudulent activity is duty bound to inform the Internal Auditor immediately. The Internal Auditor shall have a telephone *hotline* and an Email address where any employee may report any suspected fraudulent activity. The informant or other complainant may remain anonymous and Management shall take all steps necessary to protect the identity of the informant. Management shall also take all necessary steps to ensure the safety of the informant against possible reprisals from the suspected wrongdoer.

All inquiries concerning the activity under investigation from the suspected individual, his or her attorney or representative, or any other inquirer should be directed to the Internal Auditor or the Legal Department. No information concerning the status of an investigation will be given out until final disposition of the case.

The reporting individual should be advised of the following:

- Do not contact the suspected individual in an effort to determine facts or demand restitution.
- Do not discuss the case, facts, suspicions, or allegations with *anyone* unless specifically asked to do so by the Legal Department or the Internal Auditor.

CONFIDENTIALITY OF INFORMATION

The Internal Auditor shall treat all information received *confidentially*. Any employee who suspects dishonest or fraudulent activity will notify the Internal Auditor immediately, and should not attempt to personally conduct investigations or interviews/interrogations related to any suspected fraudulent act.

Investigation results will not be disclosed to or discussed with anyone other than those who have a legitimate need to know. This is important in order to avoid damaging the reputations of persons suspected but subsequently found innocent of wrongful conduct and to protect the Company from potential civil liability.

DISCIPLINARY ACTIONS

If an investigation results in a recommendation to impose sanctions or disciplinary action upon the employee found guilty of committing a fraudulent act, the recommendation will be forwarded to the Legal Department, which shall make its comments on the recommendation citing the weight of the evidence against the guilty employee and the prospects of a successful prosecution of the said employee. The recommendation of the Internal Auditor, together with the comments of the Legal Department, shall be forwarded to the President for proper disposition.

The Internal Auditor does not have the authority to terminate an employee. The decision to terminate an employee shall be made by the President.

Disciplinary action may also be taken against the following:-

1. Supervisor, managers and executives, who condone, permit or have knowledge of the fraudulent or unethical conduct by those reporting to them and do not take corrective action.;
2. Employees who make false statements in connection with any investigation of any suspected fraudulent activity;
3. Employees who obstruct or impede the investigation of the suspected fraudulent activity; and
4. Employees who refuse to cooperate in the investigation of the case.

ADMINISTRATION

The Audit Committee is responsible for the administration, revision and

**LEISURE & RESORTS WORLD CORPORATION AND SUBSIDIARIES
FRAUD POLICY**

Page 7 of 7

interpretation of this policy. The policy will be reviewed annually and revised as needed.

EFFECTIVE DATE:

This Fraud Policy is approved for immediate adoption by Leisure & Resorts World Corporation and subsidiaries on this 26th day of April, 2005.

Pasig City, Philippines

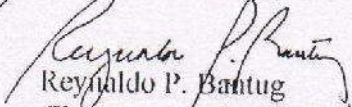
Leisure & Resorts World Corporation

By:



Roberto A. Atendido

Chairman, Board of Directors




Reynaldo P. Bantug

Chairman, Audit Committee

AB Leisure Exponent, Inc.

By:



Alfredo Abelardo B. Benitez

President

**ACKNOWLEDGEMENT OF
EMPLOYEE HANDBOOK
AB LEISURE EXPONENT, INC. (ABLEI)**

I, the undersigned, acknowledge the receipt of the Employee Handbook for all the employees of AB Leisure Exponent, Inc. (ABLEI) and its subsidiaries.

I understand that I am required to read and become familiar with all the provisions of these policies.

I further understand that neither this handbook nor any provision of this handbook is or implies an employment contract or any other type of contract. I also understand that my employment is for an indefinite term and may be terminated at any time at the will of either the employee or ABLEI and its subsidiaries subject to the provisions of the Labor Code of the Philippines.

Printed Name

Signature

Date

THIS HANDBOOK BELONGS TO:

NAME: _____

DEPARTMENT/BRANCH: _____

ORIENTATION DATE: _____

FROM THE PRESIDENT'S TABLE

To our valued employees,

Congratulations to all of you for receiving today a copy of the Employee's Handbook. It should serve you well in matters that concern your employment with AB Leisure Exponent, Inc. and its subsidiaries.

This handbook was prepared to acquaint you with policies regarding your employment. It also aims to provide an understanding of what we expect from one another so that we may work together effectively.

Please read this handbook carefully and keep it for reference. It should come in handy at any time that you may need to know information about your employment.

We are committed to fostering a work environment that promotes efficiency, productivity, and growth. Hence, we institute measures to create such environment. Knowing what is expected of us is one of the many ways by which this can be achieved.

Let us use this handbook properly. Let it guide us as we do our work in the achievement of our personal as well as corporate goals.

A handwritten signature in black ink, appearing to read "Raymond P. Smith". The signature is written in a cursive style with a large initial "R".

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INTRODUCTION

We believe that a company's most important resource is its human resource. A major factor in a company's growth and stability is its ability to provide and nurture a work environment that is conducive to both personal and professional growth of its human resources.

This manual was developed to document all human resources policies of the company. It intends to provide all employees with the necessary information on conditions for employment, responsibilities of employees to the Company, responsibilities of the Company to employees, employee benefits and other programs of the Company aimed at fostering an environment of personal and professional growth for its employees.

Another purpose of this manual is to facilitate decision-making on recurrent situations and generally promote consistent and uniform treatment of such situations.

Due to the dynamic nature of the business, no manual can embody policies that are all-encompassing or anticipate every circumstance. The Company therefore, reserves the right to revise, supplement, or rescind any policy or portions thereof as the need arises, at its sole discretion, in accordance with existing laws. This manual will be updated to reflect such changes.

All other existing human resources policies that may not have been incorporated into this manual at the time of its publication, particularly those that are internal to a particular division, shall continue to be in force and in effect.

Managers and Officers are given comprehensive manuals and are expected to take time to read the manual, understand its provision and explain them to employees who may have questions regarding them. Further clarifications may be sought from the Human Resource Department.

COMPANY HISTORY

A.B. Leisure Exponent, Inc. (ABLE), doing business as Bingo Bonanza Corporation (BBC), is the pioneer in professional bingo gaming in the Philippines. It is operating under a Grant of Authority from the Philippine Amusement Gaming Corporation, issued on September 8, 1995. As the first company to offer the bingo game to the public in the convenience of large and modern bingo halls, it has elevated the game into a professional, trustworthy and legitimate source of entertainment for communities.

BBC had its humble beginnings on May 16, 1993, when it offered weekend bingo sessions of ten games, utilizing a space along a corridor in SM Megamall in Mandaluyong City. In only five years, BBC turned its operations from weekly to daily gaming. Today, the company offers daily bingo sessions of seven games, attracting an average of 30,000 players a day who have the chance to win prizes.

In October 1999, ABLE became a wholly owned subsidiary of Leisure and Resorts World Corporation, a company listed with the Philippine Stock Exchange.

BBC has maintained its leadership in the bingo business in the Philippines through innovative and trailblazing strategies. BBC brought state-of-the-art bingo equipment and communication technology to its bingo halls across the country, allowing bingo enthusiasts to play electronically linked games. This enabled players in one parlor to enjoy bingo simultaneously and interactively with players in other bingo parlors, with bigger prizes at stake. BBC takes pride in this gaming product, as it is the first of its kind in Asia.

In 2002, the BBC successfully introduced Electronic Bingo, an electronic alternative to the more popular paper cards currently used in all bingo parlors nationwide. The Electronic Bingo terminal is the most advanced equipment of its kind in the market and is in use in the United States, Latin America and in other countries where the popularity of Bingo has reached newfound heights. This product line is presently making a very substantial contribution to the revenue streams of the Company.

Today, ABLE and its subsidiaries and affiliates operate a total of forty seven (47) bingo parlors and seventy (70) bingo boutiques nationwide. Most of the bingo parlors are located in major shopping malls in Metro Manila and key provincial cities.

COMPANY VISION AND MISSION

OUR VISION

Bingo Bonanza Corporation will be the provider of a total bingo experience.

OUR MISSION

We are a leading bingo and entertainment company committed to provide our customers the best value in bingo products and services.

To fulfill this vision and mission, we fully commit to our stakeholders:

To our Customers:

- Provide wholesome and innovative bingo entertainment
- Provide the ultimate bingo experience

To our Employees:

- Recognize and reward them for exemplary contribution
- Provide programs that will enhance their quality of life

To our Shareholders:

- Provide a fair share on return on investment

To the Community:

- Be continuously involved in socio-civic projects

To the Government:

- Operate within the government regulatory framework

OUR VALUES

We adhere to these values which we all, as one company, agree to the ties that bind us. These principles define us as individuals and as an organization.

LOYALTY -We believe that loyalty is borne and sealed through relationships based on mutual benefit. The company recognizes the worth and industry of each individual and strives to support employee's development to help them achieve their career goals. From this emanates our zeal to uphold its corporate objectives and advance its mission and vision.

EMPOWERMENT -We espouse the philosophy of enabling an individual to think, behave, take action and make decisions in an autonomous way consistent with the principles of participative management leadership.

INTEGRITY -We perform our duties in a manner anchored to the tenets of truth, honesty, fairness, accountability and ethical behavior.

SERVICE -We render quality and exemplary service focusing on customer satisfaction, conscious of the fact that it is reflective of the principles we uphold and that we are defined by our performance.

UNITY -We acknowledge that while we possess individual skills, our unique strengths are maximized when we work together guided by one vision and a common objective.

RESILIENCE -We are adaptable as we understand the dynamism of the gaming industry and view changes and innovation as avenues to greater opportunities. We have faith in the vision of our leaders and with their guidance we shall overcome all adversities and achieve our corporate goals.

EXCELLENCE -We have a responsibility to encourage and develop excellence in everyone for we consider excellence as a way of life. We strive for excellence in everything we do and we continuously cultivate our intellectual, physical, spiritual growth and develop our talents and abilities to their fullest extents.

ABOUT YOUR EMPLOYMENT...

1. EMPLOYEE RESPONSIBILITY IN GENERAL

AB Leisure Exponent, Inc. and its subsidiaries has the responsibility to ensure the safe and efficient operation of its business and to protect employees and customers. Accordingly, the company has established standards of conduct, rules and regulations. Thus, it is the employee's responsibility in general that the standards of conduct must be observed and followed. Employees violating such standards will be subject to corrective action up to and including termination, depending on the seriousness of the infraction.

It should be remembered that employment is at the mutual consent of the employee and the company. Accordingly, either the employee or the company can terminate the employment relationship, subject to existing labor laws.

Employees who engage in misconduct or whose performance is unsatisfactory may be subject to corrective action, up to and including immediate discharge.

2. ATTENDANCE AND PUNCTUALITY

The Company expects all employees to be reliable and punctual in reporting to their respective workplaces. Absenteeism and tardiness place an undue burden on other employees and on the Company because of possible operational delays, disruption and reduction in overall productivity.

Official Leaves, work schedule changes, over time, under time, and official time record applications must be filed and approved by the employee's Department Head/Branch Head in compliance to its filing policies.

AWOL (Absence Without Official Leave) and Tardiness may lead to disciplinary action, up to and including termination of employment.

Attendance records are used in the regular performance evaluation rating of employees.

3. BREAK TIME

Employees are granted one (1) hour break time during their work shift.

Branch employees (except Branch Head), and Warehouse employees (except Drivers) are required to log their break time in their time records. Failure to do so shall result to salary deduction equivalent to one day's work. Minimal break time period shall result to disciplinary action.

4. CONFLICT OF INTEREST

All employees are prohibited from engaging in any activity, practice, conduct or any business which conflicts actually or potentially, with the interest of the Company, its subsidiaries or affiliates.

An actual or potential conflict of interest arises when an employee, by virtue of his position in the company, can make a decision or influence a decision by another employee that can result in personal gain for that employee or for a relative at the expense of Company interest.

5. EMPLOYMENT CATEGORIES

An employee's employment category shall determine his/her benefits eligibility.

Five Employment Categories:

1. Regular
2. Probationary
3. Contractual
4. Consultants
5. Special Appointees

Regular

These employees (Officers/Senior Executives, Managers, Supervisors, Non-Supervisors) receive full coverage of Company's benefits package, subject to the terms, conditions and limitations of the benefit program for each classification under this category.

Probationary

Newly hired employees who are required to pass a probationary period.

Employees under this category are not covered by the benefits specified for regular employees.

They will enjoy benefits in accordance with the terms of their contract or whatever is provided for by law.

Contractual Employees

Persons who are hired to render services for an activity or a project with a specific scope of work, duration and remuneration.

They will enjoy benefits in accordance with the terms of their contract or whatever is provided for by law.

Consultants

Their remuneration package shall be in accordance with the terms and conditions that are agreed upon at the time their services are engaged.

Special Appointees

They are generally not covered by regulations on working hours and duration of their employment

The appointing authority determines their compensation package.

6. EMPLOYMENT EXIT

Employees who end their service with the Company (resigned, terminated, expired contract) must surrender company property that may be issued to him, undergo exit interview and secure the proper clearance from the Company.

Employment Clearance

An employee clearance document must be completed within the employee's section and forwarded to Human Resources Department after all items have been cleared along with the employee's Company ID, Health Card, Mall/Building ID.

The Accounting Department shall compute his Final Settlement that includes his final salary and other benefits applicable.

Exit Interview

The employee is required to undergo exit interview at the Human Resource Department scheduled at the time of his resignation.

The exit interview will afford an opportunity for an employee to disclose issues, suggestions, complaints, and questions that could serve as valuable inputs for improvement of working conditions, policies and procedures.

7. JOB RELOCATION REQUEST

The Company accommodates requests for branch transfer.

Employee must forward a formal request through a letter addressed to the Human Resource Department coursed through their Department Heads and Division Heads.

Requests may be granted upon approval of management only if the position is vacant in the work location where the requesting employee wishes to be transferred and if the employee will accede to the agreement regarding the applicable salary rate that will take effect (If any).

- Manila to Province request – Provincial rate will apply
- Province to Manila request – Manila rate will apply
- Province to another Province – Regional rate will apply

* *If the decision for a transfer is Management's decision, adjustments in salary rate will only be applicable if the employee will come from a provincial location to Manila. There will be no changes in the salary rate if the employee will come from Manila to a Provincial location.*

8. JOB TRANSFER

The Human Resource Department posts notices of regular, full time job openings at the head office and branches (through bulletin board, Bingo Bonanza official web page, memorandum).

The interested employee must submit an application form for an internal job opening to the Human Resource Department so that he may be considered for the position.

His current Department Head must approve his transfer in case his application for the open position is accepted.

Employees who are transferred within the company must pass a probationary period of a maximum of six (6) months.

The employee could be removed from the position at anytime during or immediately after the probationary period if his superiors find his performance unsatisfactory. He will then report back to his original assignment.

The Company reserves the right not to post a notice of a particular opening

and may fill up openings through other means of recruitment if doing so will be in the best interest of the Company.

9. NEW EMPLOYEE ORIENTATION

All new employees assigned in Metro Manila and extended Metro Manila will undergo an orientation from the head office regarding basic rules and regulations of the Company and/or general rules in the Bingo Parlors.

New employees assigned in provincial branches will undergo orientation in their respective branches conducted by the Operations Supervisor for Human Resource.

10. NEW JOB ASSIGNMENT/JOB ROTATION

Rotation is when an employee is assigned to work in different jobs, one after the other to help maintain stability in the operation when some employees may be absent, or suddenly leave the service.

Training program is carried out prior to implementation of the rotation and careful supervision by his head is needed to ensure that the rotation will not cause disruption in the operations.

11. OUTSIDE EMPLOYMENT

Employees are cautioned to carefully consider the demands that additional work will impose on them before seeking or accepting outside employment or “sidelines”.

A second job will not be considered an excuse for poor job performance, absenteeism, tardiness, or under time.

The company entails disclosure of a second job through a written notice addressed to the Human Resource Manager. Failure to do so shall be penalized.

Outside employment that constitutes a conflict of interest is prohibited, especially for direct competitors of the company.

12. PROBATIONARY PERIOD

The probationary period for newly hired employees shall be for a maximum of six (6) months from the date of hiring.

The employment status of the newly hired employee may be converted from probationary to regular after a maximum service of six (6) months if his superiors judge him to have shown exemplary performance and if there is an urgent need to fill up a vacant position.

The company or the new employee may end the employment relationship at will at any time during the probationary period with proper notification, specifying the reasons for doing so.

13. PROMOTION

Promotion is defined as a movement from one position to a higher position or from a lower to a higher rank, in accordance with duly approved official positions and rank.

The corresponding salary adjustment will be based on the company Compensation Administration Program.

Employees interested in promotional opportunities outside their present department should request an interview with the Human Resource Department to present their interests and related qualifications.

14. REGULARIZATION

An employee's *satisfactory performance* (based on his performance evaluation result) and completion of the probationary period will result to an official appointment of his employment to regular status.

The Regularization Notice (Personnel Action Notice) shall be released by the Human Resource Department to the concerned employee. The notice also indicates his corresponding salary.

If his performance during the probationary period does not meet the company standards, his services shall be terminated from the Company before his probationary period expires.

15. RESIGNATION

Employees are requested to notify the Human Resource Department as soon as possible of any intention to terminate their employment through writing, at least one month prior.

16. RETURN OF COMPANY PROPERTY

Employees are responsible and accountable for items issued to them by the Company.

These items must be returned upon the Company's request or upon termination of employment.

The Company may withhold from the employees' paycheck or final settlement check the cost of any items that are not returned when required. Moreover, the Company may take all legal action deemed appropriate to recover its property.

17. SATURDAY WORK AT HEAD OFFICE

Every employee (except New Rapid Bingo Data Center Personnel) is on an on-call basis by his or her immediate superior/Department Head.

Saturday is a paid working day whether or not an employee reports for work. Thus, there will be no additional remuneration for work rendered on Saturdays unless it falls on a holiday.

18. TERMINATION OF EMPLOYEE

Dismissal of an employee shall be carried out with due process and be in accordance with the Labor Code and its implementing rules and regulations.

Employee will be given the opportunity to be heard and to defend himself before the Personnel or Fraud Committee.

Personnel or Fraud Committee members shall thoroughly review the circumstances and decision shall be final.

Only the President can overturn the decision of the Committee.

The following are the list of grounds for termination:

- Serious misconduct
- Willful disobedience of the lawful orders of the Company
- Gross and habitual neglect of duties
- Fraud or willful breach of the trust reposed by the Company
- Commission of a crime or offense against an employee of the Company/ any immediate member of his family/duly authorized representative

- Redundancy
- Installation of labor-saving devices
- Retrenchment to prevent losses
- Prejudicial ailment
- Employee has reached retirement age

An employee hired for a fixed term in accordance with a contract will generally be issued a termination notice by the Human Resource Department at the end of the contract.

19. TRAINING

In order to foster growth among our employees and promote a competitive working environment, the training section shall provide opportunities to enhance the skills of its employees through various training programs.

Initially, newly hired employees undergo new employee's orientation conducted by Training Section of the Human Resource Department (or Operations Supervisor in Provincial branches) before he starts reporting for his job. He will be informed on the Company's general rules and regulations applicable to his job assignment. His Supervisor will be responsible in explaining his specific duties and responsibilities.

Training Programs, in-house or off-site, are conducted as the need arises based on the result of Training Needs Analysis.

An employee who is sent outside to attend training programs is required to:

- Submit certificate of participation
- Submit copies of training manuals and materials
- Stay with the Company for at least one (1) year, for every training program attended worth Php10,000 – Php50,000.

If the employee resigns within the period stated in this policy, he will pay for the total training expenses including other charges that may be applicable.

It will be the management's discretion how long an employee will be required to stay if the training cost an employee attended is worth more than Php50,000.

Attendance in conventions is not covered by this policy.

The employee will continue to enjoy all benefits in full while undergoing training.

20. WORKING HOURS

The Company implements for its employees traditional fixed work schedules (8 hours per day), with one (1) rest day every week.

Employees are required to adhere to their work schedules by reporting to work at the specified starting time, departing at the specified ending time, and taking break periods as authorized (see Break Time p.5).

A flexible work schedule may be granted only to employees with a job grade above 8.

Branch

Branch Heads and/or Supervisors assign the official work schedule of their subordinates and are posted in their bulletin board. Schedules are changed semi-monthly.

Warehouse, Head Office

Department Heads of Head Office and Warehouse assign the official work schedules of their subordinates upon their employment.

Requests for a change in work schedule and/or rest day are allowed, either temporarily or permanently (see *request for change in working hours/rest day* p.29).

ABOUT YOUR BENEFITS...

1. AUTHORIZED ABSENCE WITHOUT PAY

The Company may grant prolonged leave of absence without pay on a case-to-case basis for a period not exceeding one month.

Application for leave of absence without pay exceeding one month will require the approval of the President.

2. BONUSES

2.1 13th Month Pay

The Company shall grant 13th Month Pay to employees who have been with the Company for at least a month in accordance with the provisions of Presidential Decree No. 851.

The 13th Month Pay shall be given annually not later than December 24 in accordance with law. This bonus is given on a pro-rata basis. To facilitate processing and payment, basic salary from January 1 to December 31 of the current year shall be used as basis for computing the amount of 13th Month Pay. Any computed 13th month pay adjustment after the calendar year will be reflected on the first payroll of the succeeding year.

The 13th Month Pay shall be computed as:

Total Basic Pay + Employee Support Allowance earned from January 1st to December 31st of the current year divided by 12 months.

Employees who were separated from the Company at any time during the calendar year will receive the pro-rated equivalent of their 13th Month Pay upon clearing himself/herself of all liabilities and property accountability and will be reflected in his/her Final Settlement of receivables from the Company.

2.2 14th Month Pay

The 14th Month Pay is a guaranteed Company bonus given to regular and active employees at the time of granting.

The payment of this benefit is scheduled on or before May 16 in order to assist employees in their children's school opening needs.

In the same manner as 13th month pay, this bonus is given on a pro-rata basis. Payment is one twelfth (1/12) of the total basic Pay + Employee Support Allowance earned covering May 1 of previous year to April 30 of the current year.

2.3 Christmas Bonus

This is not a regular benefit and is granted only at the discretion of Top Management. Employment must be at least one (1) year on or before 1st of December starting on the employee's probationary period.

3. COMPANY FINANCIAL ASSISTANCE

3.1 Bereavement Assistance

This is granted to employees who suffered loss of an immediate family member/s (parents, brothers and sisters - up to four (4) claims, legal spouse and legitimate children).

In case there are two or more brothers and sisters employed in the Company, they shall be entitled collectively to a single financial assistance in the event of death of their parents and their other legitimate siblings – up to four (4) claims.

The employee should notify the Human Resource Department of the death of the members of his family (see bereavement leave p.24).

The employee should submit copy of the registered death certificate in processing the Company bereavement assistance.

The Company shall contribute the amount of Three Thousand Pesos (P3,000.00) to the employee.

3.2 Maternity Assistance

A maternity assistance of Six Thousand pesos (P6,000) is granted for those who gave birth, had a miscarriage or unwanted abortion.

This financial assistance is a Company benefit aside from the Maternity Benefit provided by the Social Security System (SSS).

The maternity assistance is granted only up to the 4th child (including miscarriage and unwanted abortion). The fifth delivery or miscarriage or unwanted abortion shall no longer be paid, even if no benefits were made on the previous deliveries or miscarriages.

The employee shall notify her employer of her pregnancy and comply with the SSS requirements of marriage notification in accordance with the rules and regulations it may provide.

Any employee who wants to avail of the Company maternity assistance benefit shall, within a reasonable period of time, submit a copy of the following requirements:

- Registered Marriage Contract (If employee is married)
- SSS E-4 (for married employee only)
- SSS Maternity Notification
- Any applicable:
 - Registered Birth Certificate (*for normal & caesarian*)
 - Dilatation & Curettage Report (*for miscarriage-incomplete abortion*)
 - Hystopath Report (*for miscarriage-complete abortion*)
 - Death/Fetal Death Certificate (*for infant or fetal death*)
 - Discharge summary (caesarian birth)

The check for maternity assistance must be claimed by the employee personally at the Compensation and Benefits section of the Human Resource Department. For provincial branches, the check and voucher will be sent to the branch and employee must send back the voucher signed.

3.3 Hospitalization Assistance

Amount of Subsidy

P800.00/night of confinement - for job Grades 2-5 only

The benefit will apply only to regular employees specified above whose illness requires hospitalization as advised by the attending physician.

The number of days upon which the total amount of assistance will be determined from the actual date of admission and will end on the actual day of discharge based on official hospital records.

To enable the employee to avail of the benefit, the following documents must be submitted to the Compensation and Benefits Section of the Human Resource Department by the spouse, immediate family member or duly authorized representative of the employee.

- Certification from the attending physician on the need for

hospitalization or a copy of the admission form from the hospital, specifying the nature of illness.

- Initial Sick Leave form (see sick leave p.22) indicating the estimated number of days with a copy of the doctor's advise for confinement.

The Human Resource department will process the payment of an initial amount equivalent to two (2) days of hospitalization. If the certification from the attending physician includes an estimated number of days of confinement, the Human Resource department will process an amount equivalent to 70% of the estimated number of days of confinement.

The balance of the assistance will be released after the discharge and upon submission of copies of hospital records from which the number of days of confinement can be determined.

The employee may opt to seek release of the total amount of assistance after confinement.

If the initial amount released is more than the amount due to the number of days of actual confinement, the employee has to repay the Company the excess amount through salary deduction in accordance with the following schedule:

	<	P 401.00	=	One-time salary deduction
P 401.00	<	P 801.00	=	Two-time salary deduction
P 801.00	<	P 1,201.00	=	Three-time salary deduction
P 1,201.00	<	P 1,601.00	=	Four-time salary deduction
P 1,601.00	<	P 2,001.00	=	Five-time salary deduction
P 2,001.00	<	P 2,501.00	=	Six-time salary deduction
P 2,501.00	<	P 3,001.00	=	Seven-time salary deduction
	>	P 3,001.00	=	Eight-time salary deduction

The assistance will be granted only up to a maximum of thirty (30) days of confinement per year for a particular kind of illness.

3.4 Emergency Loan

The Company can grant an interest-free emergency loan equivalent to one (1) month basic salary or maximum of P15,000 for those whose monthly basic pay exceeds P15,000. The loan will be payable in six (6) months, without interest.

Acceptable reasons are death or hospitalization of parent or sibling

(for single employees); death or hospitalization of parent, spouse (if married) and child, housing repairs due to damages caused by natural calamities, and other similar emergencies.

3.5 Transportation Subsidy

Transportation subsidy is given on the succeeding payroll after regularization.

The amount of subsidy shall be P25.00 per day, or P650 monthly, net of taxes, based on an average of 26 days per month. The amount due to employees shall be based on the existing payroll cutoff periods and shall be given on a semi-monthly basis, generally every 5th and 20th day of the month, or as deemed appropriate by the Finance Division.

The employee shall be entitled to the subsidy on the basis of the days worked per payroll period. The employee will not be entitled to the subsidy for days covered by suspensions and unauthorized absences or authorized absences in excess of the leave credits.

3.6 Company Facilitated Bank Loan (salary loan)

The company ties up with banks to offer salary loans to regular employees with a lower interest rate offered only for corporate accounts.

To qualify for a loan application, the employee must have no existing company loans. Employees with existing company loans have to fully pay the loan before they can avail of this bank loan. Furthermore, the company requires that employee-borrower must have a minimum tenure in the company before he/she can be qualified to avail this bank loan. The tenure requirement and any other requirements that the company will implement may change from time to time based on the agreed Memorandum of Agreement (MOA) between the bank and the company.

The bank likewise has the authority to establish the requirements needed from the employee-borrower and decide the amount of loan to be granted to the employee-borrower based on their policies.

Loans are requested by filling out the prescribed loan application form, which should be submitted to the Compensation and Benefits section of the Human Resource Department. The list of requirements to be submitted is indicated in the loan application form. Loan applications are endorsed to the bank for review and approval.

The bank sends the check of approved loans to Compensation and Benefits section and employee-borrower shall be notified to claim their check.

Payment of loan is through salary deduction. If the employee separates from the company before full payment of the loan, the Final Settlement of the employee will be allotted for the payment of the loan balance. If amount of final settlement is insufficient, the bank shall do the necessary procedures to coordinate with the employee-borrower on their loan balance based on their internal procedures and legal process.

An employee with an existing Regular Salary and Emergency Loan with our tie-up banks can no longer avail the company emergency loan except in cases of extreme necessity as determined by the Company Emergency Loan Administrator and if the total monthly deductions for these loans will not exceed thirty three per cent (33%) of his average take home pay.

3.7. Food Subsidy

This is given as support to employees for their food expenses during off-base official assignments, department/inter-department meetings, and special project activities. Such must be approved by the Department/Division Head in compliance with the subsidy options.

Reimbursement is contingent upon a properly completed and approved Expense Report with complete receipts. This benefit is not applicable to couriers/messengers due to the basic nature of their job.

Category	Subsidy
Off base assignment, including overnight work - minimum 5hrs (not applicable to messengers)	Php70/pax/day
Department meeting - minimum 3hrs	Php120/pax
Special Project Assignment	variable amount
Branch Events *monthly specials *branch meetings *branch anniversary *other special occasions	Php50/pax or maximum of Php2,000 whichever is lower

4. GROUP INSURANCE

4.1 Life Insurance

Employees are provided with group life insurance upon their regularization at the company. An employee chooses his/her

beneficiary/ies and may change it anytime in accordance with the requirements of the insurance provider.

<u>Job Grade</u>	<u>Coverage</u>
1 - 4	P 200,000.00
5 - 7	P 300,000.00
8 - 9	P 500,000.00
10 - 12	P 700,000.00
VPs & Pres.	P 1M

4.2 Medical Insurance

This is a comprehensive Health Plan, which covers in-patient and out-patient services as well as dental benefits from accredited hospitals, clinics and doctors.

A pregnant employee who uses her medical insurance due to an illness that is in connection with her pregnancy shall not be covered by the insurance provider.

Employees' dependents can avail of this medical insurance upon request. The premium payments for which shall be chargeable to the account of the employee through salary deduction.

In the event that an employee would want to terminate the medical insurance coverage of his/her dependents, a notification letter must be submitted to the Human Resource Department.

Job Grade	Coverage	Room
2-5	Php80,000/illness/year	Ward
6-7	Php90,000/illness/year	Semi-Private Open
8-9	Php100,000/illness/year	Small Private Open
10-11	Php120,000/illness/year	Regular Private Open
12-14	Php130,000/illness/year	Large Private Open
President	Php150,000/illness/year	Suite

Employees must undergo Annual Physical Exam (A.P.E.) for continuous insurance coverage. If an employee fails to comply with the scheduled A.P.E. within the set deadline, the insurance coverage of the employee (including his/her dependents) will be terminated by the company. To resume insurance coverage, the employee must undergo A.P.E. which they will personally pay for including re-enrollment charges. Moreover, the insurance coverage of his dependents will resume only upon request.

5. LOYALTY AWARD

This policy provides a benefit program to recognize and show appreciation to employees who have rendered continuous service for at least five years.

Regular employees are eligible to receive the appropriate service awards after completing five (5), ten (10) and fifteen (15) years of cumulative employment service.

For the purpose of this benefit, employment with the Company will not be cumulative. If an employee leaves the Company and is later re-employed, the length of previous periods of employment will not be added together in order to determine eligibility; only the re-employment period will be counted.

At the anniversary date of the Company, May 16 of each year in which an employee reaches one of the service milestones set forth above, the employee will be awarded the appropriate service plaque of appreciation and a cash gift.

After 5 years of service:

Plaque of appreciation plus P5,000 cash gift

After 10 years of service:

Plaque of appreciation plus P10,000 cash gift

After 15 years of service:

Plaque of appreciation plus P20,000 cash gift

6. PAID LEAVES

6.1 Vacation Leave (VL) & Emergency Leave (EL)

This benefit shall apply to all regular employees who have continuously rendered one year of service or a fraction thereof during the previous calendar year, and have therefore earned the corresponding vacation leave credits during that year.

They will be entitled to enjoy the earned vacation leave credits in the succeeding year, starting the month of January. The maximum annual entitlements are as follows:

Branch/Warehouse employee = 17 days

Central office (on-call on Saturdays)
1-5yrs tenure = 15 days

Central office with 6-day work week = 17days
Central office with over 5 years tenure - 17 days

Regular employees shall be entitled to this benefit in the current year, after earning the vacation leave credits in the previous calendar year.

Newly regularized employees will still be entitled to vacation leaves on the calendar year following their year of hiring in accordance with the credits they earn. The vacation leave credits for newly hired employees are computed proportionately to the number of months of service in the year they are hired.

Vacation leave credits are non-cumulative. Unused leaves at the end of the year shall be forfeited and shall not be convertible to cash.

Approved vacation leaves canceled by the superior due to operational requirements and thus remain unused at the end of the year may be deferred up to February of the succeeding year. They shall be scheduled separately from the regular vacation leave entitlement. Deferred vacation leaves remaining after February will be forfeited.

An emergency leave (EL) of up to three (3) days for employees classified under Job Grade 8 and below and up to five (5) days for employees belonging to Job Grade 9 and above out of the total annual vacation leave credits is allowed for use to attend to sudden illness of any immediate family member, personal emergencies, fire affecting an employee's home or within the immediate vicinity of the employees residence and any major natural or man-made calamity preventing an employee from reporting for work. The respective three (3) days and five (5) days emergency leave are exempted from the required number of days of filing prior to availment of leave. The immediate superior can file the leave in behalf of the employee immediately after being notified, so that the leaves can be officially recorded and that the salary of affected employee can be released in full on the scheduled payday.

Additionally, victims of calamities such as fire, floods, earthquakes, terrorist threats and civil disturbances are exempted from the pre-filing schedule requirement of Vacation Leave. The affected employee, however, is required to notify his immediate superior by any suitable means of communication as soon as possible, so that the leave can be filed in his behalf upon his request. For employees who are victims of such major calamities, the balance of vacation leave credits are convertible to emergency leave, subject to the approval of the department head, and confirmation/verification of the Human Resource Department.

Legal or Special holidays and rest days falling within the vacation leave period will not be considered part of the leave and therefore will not be subtracted from the leave credits.

Vice-Presidents are exempted from regulations and requirements on the vacation leaves.

Employees must submit their approved vacation leave applications to Human Resource on the required filing schedule:

- 1 - 2 days VL - two (2) days ahead
- 3 - 5 days VL - five (5) days ahead
- 6 - 10 days VL - ten (10) days ahead
- 11 - 17 days VL - fifteen (15) days ahead

Those performing complementary functions within the branch are not allowed to go on leave at the same time; e.g. only one (1) Operations Supervisor, or one (1) cashier/card staff, etc at any given time. A specific person should be assigned to take over the functions of those who are going on leave.

No more than two (2) personnel per branch are allowed to take their vacations at the same time.

The vacation leaves falling before or after major holidays of the year are distributed equitably among branch employees to ensure that no employee is at a disadvantage.

6.2 Sick Leave (SL)

Any regular employee who is unable to report to work due to injury or illness is granted paid leaves of absence up to a maximum of fifteen (15) days per year.

The benefit applies for cases requiring treatment or recuperation either at home or in a hospital.

All regular employees at all job grades and levels of employment shall earn the sick leave credits by rendering continuous service for one year or a fraction thereof during the previous calendar year. They shall then enjoy whatever leave credits they have earned in the previous year in the succeeding calendar year. The leave credits shall be computed in proportion to the number of months served.

Sick Leave can be paid only if it is filed together with a reasonable proof of sickness, preferably but not necessarily a doctor's certificate. A letter certifying such sickness from a responsible member of the employee's household is acceptable considering that not all sickness will require consultations with a doctor.

Consideration shall be given to employees who are to submit the requirement until the 18th of the month for 1-15 cut-off and the 3rd for the 16-28/29/30/31 cut-off.

Unused sick leave is convertible to cash and shall be paid on or before February 15 of the following year.

For employees who resign within a calendar year, the cash equivalent of the sick leave credits earned within the current year shall be included in his final settlement.

If an employee's sick leave is due to a serious illness, he has to submit clearance from his physician.

Employees who are on sick leave and have consumed all his sick leave credits may be allowed to apply his vacation leave balance for sick leave purposes. Such leave can be filed without the advance notice requirement but will require a medical certificate from the attending physician declaring that the person is still unfit to work and that a specified number of days is required for recuperation, either at home or in a hospital or similar treatment facility. This is applicable only to employees who had confinement in hospitals or treatment by a physician for a major illness requiring prolonged recuperation and convalescence.

Employees belonging to the category of Department Head and above are not required to present proof of illness in filing sick leave. However, the approval of the immediate superior on the leave form is required for the sick leave to be considered valid.

6.3 Bereavement Leave (BL)

All regular employees, regardless of length of service shall be entitled to a bereavement leave of four (4) working days with full pay in case of death of an immediate family member (spouse, child/ren, parents, parents-in-law, brother/s, sister/s, legally adopted child/ren).

He shall be required to present a death certificate as proof such death as a requirement for payment of the leave incurred.

The employee can also avail of vacation leave without the pre-filing requirement for a maximum of seven days.

The employee shall file such leave within three days of occurrence of death, personally, through an immediate family member or a representative with a written request duly signed by the employee. In exceptional cases, the immediate superior may file such leave in behalf of the employee upon the employee's request.

6.4 Paternity Leave (PL)

This benefit is granted in pursuant to Republic Act No. 8187 dated June 11, 1996.

Every married male employee in the private sector shall be entitled to paternity leave benefits of seven (7) working days with full pay for the first four (4) deliveries by his lawful spouse with whom he is cohabiting.

Employee must notify the Human Resource Department of the pregnancy of his wife and her expected date of delivery subject to the provisions of notification.

Paternity leave is also applicable if the employee's wife suffers a miscarriage or an unwanted abortion.

Employee shall accomplish a Paternity Notification Form to be provided for by the Human Resource Department and submit the same to the latter, together with a copy of his marriage contract (if not yet submitted to Human Resource Department).

Any employee who has availed of the paternity leave benefits shall, within a reasonable period of time, submit a copy of the birth certificate of the newly-born child, death or medical certificate in case of miscarriage or unwanted abortion, duly signed by the attending physician or midwife showing the actual date of childbirth, miscarriage or unwanted abortion, as the case may be.

The paternity leave benefit may be enjoyed before, during or after the delivery by his wife; provided, that the total number of days shall not exceed seven (7) working days for each delivery. Provided further, that this benefit shall be availed of not later than sixty (60) days after the date of said delivery.

6.5 Authorized Absence Without Pay (Mandatory)

Maternity Leave (ML)

Maternity Leave is a Social Security System (SSS) benefit.

SSS maternity benefit is granted to a female employee member who is unable to work due to childbirth or miscarriage or unwanted abortion.

The maternity benefit is a daily cash allowance equivalent to 100 per cent of the member's average daily salary credit (based on SSS table) multiplied by 60 days for normal delivery or miscarriage, and 78 days for caesarean cases.

Government requires that:

- The employee has paid at least three monthly contributions within the 12-month period immediately preceding the semester of her childbirth or miscarriage.
- The employee shall have notified her employer of her pregnancy and the probable date of her childbirth. Notice shall be transmitted to the SSS by accomplishing SSS Form B-300A (Maternity Notification Form) in accordance with the rules and regulations it may provide.
- The maternity benefit provided shall be paid only for the first four (4) deliveries or miscarriages or unwanted abortion. The fifth delivery or miscarriage shall no longer be paid, even if employee has not availed this benefit on her previous deliveries or miscarriages or unwanted abortion.

7. PARKING (Head Office)

Parking slots are limited to employees with job grades above 8.

Parking Stickers application and renewal are coursed through the Human Resource Department.

Employee must furnish the Human Resource Department the vehicle's official receipt and certificate registration for processing of his parking sticker as required by the Building Administration.

For individual parking slot, the Company shall only pay for the employee's first (2) two vehicles. For group parking slot, the company will only pay for the first car applied. Excess costs shall be charged to the employee.

8. PERFORMANCE EVALUATION

The Company implements Performance Management System to enable each department within the Company to focus on work activities and goals, identify and correct existing problems, and to encourage better performance.

All employees after regularization undergo performance evaluation semi-annually. Only those who earn a rating equivalent to or above satisfactory level are given merit increase following the pay structure designed by the Corporate Performance Evaluation Committee.

9. TRAVEL ALLOWANCE

9.1 Travel from Manila up to extended Metro Manila, Province up to within same region

Applicable to employees required by their superiors to render official business at any ABL E and its Affiliate Bingo sites and other business establishments or government entities.

Mode of transportation covered by the transportation allowance are:

- Buses, Jeepney, Pedicabs and other forms other than taxi
- Public Trains

The cost of taxi transportation will be reimbursable only where heavy supplies and/or equipments, packages, and other items are being carried between branches, offices or to other business concerns and in extreme cases when no other public transport is available and it is important to save official time. Travel by taxi shall be kept to a minimum and shall definitely not be used for long journeys.

Employee's use of his personal/company provided vehicle shall be allowed provided that reimbursements for gasoline expense will only be based on public transportation cost (rank and file), and taxi fare for allowed officers.

The allowable transportation expense shall cover the lowest fare (from employee's house to assigned work destination vs. from employee's work base to assigned work destination)

Claims for transportation expense may be reimbursed from the Petty Cash Fund of the department/branch where employee is officially

assigned. Transportation expense may also be given through advances from the Petty Cash Fund subject to the approval of the Department Head/Branch Head but the same must be appropriately liquidated within five (5) days.

Claims should be detailed on the Petty Cash Voucher and/or accomplished transportation expense report duly supported by original receipts and documentations. After which, this voucher must be submitted to the Department/Branch Head for approval and for endorsement to the petty cash custodian..

9.2 Allowance Per Diem

Travel by air shall generally be preferred but shall in no case be the exclusive mode of travel. The approved airlines are:

Job Grade 1-9 - Lowest fare from any airline
Job Grade 10-12 & VP - PAL

The Department Head shall submit a travel request letter to the Human Resource Department and likewise furnish a copy for Purchasing Department for plane ticket purchase. The reason, duration and schedule of the travel must be indicated in the request letter.

The Human Resource Department shall prepare the employee's request for Travel Form and compute the applicable allowances, and secure approval of the computation from the Head of the Administration Division, and forward the form to Accounting Department for processing.

The Human Resource and Purchasing Department shall monitor the duration of the official travel and shall compute any excess allowance for travels whose duration are actually shorter than the schedule indicated in the official request. The employee will then be required to reimburse any excess amount either in cash or through immediate salary deduction.

The employee is required to inform his superior of his address while on assignment regardless of whether he is staying in a hotel or elsewhere to facilitate communication with him.

Allowances for laundry (for assignments of long duration) are built-in, in the schedule of allowances.

Employees traveling with consultants are normally not allowed to spend for representation for these consultants unless prior written

authorization is given by the Vice-President concerned or the President. In such cases all anticipated expenses, must be cleared with the officers concerned. The required cash advance should then be approved by them and secured by the employee, and should be liquidated in accordance with existing company policy.

Per diem shall be granted on straight daily basis or fraction of a day, depending on the travel schedules presented. Supporting receipts need not be presented for expenses within the scope and limits set forth in the policy.

Employees who go on official travel shall surrender to the Purchasing Department all used airline ticket, coupons and passenger copy of the boarding passes within three working days of arrival from official travel. The full amount of airfare will be charged to the account of employees who fail to comply with this policy.

10. RETIREMENT and SEPARATION BENEFIT

The basic retirement benefits required by Republic Act 7641, “The Mandatory Benefit Law”, requires private sector employers to provide basic retirement benefits to employees who have reached the age of sixty (60) and who have completed a minimum of five (5) years of service.

RULES AND REGULATIONS – GENERAL

1. DRESS and APPEARANCE

Dress, grooming, and personal cleanliness standards contribute to the morale of all employees and affect the business image that the Company presents to its customers and the general public.

During business hours, all employees should dress and groom themselves according to the requirements of their position and accepted social standards. This is particularly required if the nature of the job requires dealing with customers or visitors directly.

If the manager or supervisor feels that an employee's appearance is inappropriate, the employee may be asked to change into more acceptable attire. If this requires leaving the workplace for a change of clothes, the employee will not be compensated for the time spent away from work.

2. OVER TIME WORK

Time monitored employees can be required and authorized by their superiors to work overtime as needed.

It is the responsibility of an employee to file (using application for leaves/ work schedule changes form) for his over time so that it will be credited to his salary.

3. PETTY CASH ADVANCES & LIQUIDATION

The purpose of Petty Cash Fund is to allow for the reimbursement of minor or emergency business expenses in an efficient and cost effective manner. Use of such must be limited to reimbursement to employees for small expenses, not exceeding one thousand pesos (Php1,000.00).

Employees who receive money from Petty Cash Fund shall submit to the petty cash custodian a completed petty cash voucher form for liquidation, accompanied by original receipts within five (5) working days from the date of petty cash withdrawal, unless the period for liquidation is extended in writing by the Division Head.

The petty cash custodian reports to the Comptrollership Department the employees who have not liquidated their petty cash advances beyond the allowable period of liquidation. The full amount shall automatically be deducted from the employee's upcoming salary. A penalty shall also be

applied to employees who fail to liquidate petty cash advance within the allowable period. (see Appendix IX).

4. PLAYING OF COMPANY BINGO PRODUCTS

To avoid questions about the integrity of the conduct of our operations, all employees are prohibited from playing any of our games/products in any of our existing branches.

Furthermore, employees are also not allowed to play at all direct competitors offering the same line of products in our branches.

Anyone who violates this policy will be subject to disciplinary action up to and including termination of employment.

5. REQUEST FOR CHANGE IN WORK SCHEDULE/REST DAY

Employees who wish to request for a change in working hours or rest day must accomplish the “applications for leaves/work schedule changes” form.

Such requests must be filed, approved by the Branch/Department Head, and forwarded or sent via fax to Human Resource Department at least a day before the effective date of the request.

If advised by an employee’s superior to file such request on the same day, it will be considered but it must be filed and sent to Human Resource Department on the same day.

6. REQUEST FOR LEAVE OF ABSENCE (without pay)

Employees who wish to request for a leave of absence without pay must accomplish the “applications for leaves/work schedule changes” form at least 2 (two) days prior its effective date.

Such request must be filed, approved by the Branch/Department Head.

For emergency absence/s, employee must initially seek verbal approval of his Branch/Department Head before his official working hour. The application for leave must be filed and approved upon his resumption for work.

An employee may ask a representative to file his emergency leave of absence if his absences will be prolonged.

7. REQUEST FOR UNDER TIME

Under time is permissible if the employee has already rendered the first four (4) hours of work of his shift schedule.

An employee who has an emergency reason or is not feeling well will be excused from the first rule mentioned.

An employee must accomplish the “applications for leaves/work schedule changes” form and seek approval from his Department/Branch Head and forward or sent via fax to Human Resource Department on the same day before the employee leaves the company premises.

8. SEXUAL AND OTHER FORMS OF HARASSMENT

The Company is committed to providing a work environment that is free from discrimination and harassment. It recognizes that the tension and conflicts in the workplace due to such acts significantly reduces productivity and employee morale. Actions, words, jokes or comments based on an individual’s sex, race, ethnicity, religion, age, or any other personal characteristic is prohibited.

Sexual harassment, both overt and subtle, is a form of employee misconduct that is demeaning to another person, causes considerable mental and emotional anguish and undermines the integrity of the employment relationship, especially if done by a superior to a subordinate. This is therefore strictly prohibited as mandated by R.A. 7877, also known as the Anti-Sexual Harassment Act of 1995, which took effect on March 5, 1995.

The purpose of this policy is to prevent sexual and other forms of harassment and to provide an employee, who believes he/she is being subjected to harassment, a prompt and secure means of ending it.

The Company realizes that sexual harassment cases are usually very difficult to resolve because of the complex and vague nature of the circumstances and situations surrounding such cases. It will usually redound to one person’s word against another, unless accusations are supported by evidence or testimonies of disinterested third parties. The Company therefore encourages all managers and supervisors to take measures to prevent, discourage and take prompt action to end such acts before they become full-blown problems. They should also see to it that the subject of such harassment is protected against any retaliatory moves by the employees concerned.

The Company regards all acts of harassment as a violation of the standards of conduct of employees. Accordingly, all employees committing such acts will be subject to termination of employment. Managers and supervisors who take advantage of their position and authority to sexually harass employees under them will be dealt with more severely.

Definition of Sexual Harassment

Sexual harassment includes not only any unwelcome or offensive sexual advances or request for sexual favors but also other physical or verbal conduct with sexual connotations such as uninvited touching or physical contact and sexually suggestive comments. Sexual harassment further occurs:

1. Where submission to or rejection of such conduct is made either explicitly or implicitly a term or condition for employment.
2. When submission to or rejection of such conduct is used as a basis for employment decisions such as promotions, transfers, performance reviews, etc.
3. When such behavior has the purpose or effect of unreasonably interfering with an individual's performance or creating hostility or tension in the workplace.

Reporting Harassment

Any employee who wants to report an incident of sexual or any form of harassment should submit a written complaint to his supervisor or department head. If the employee believes it would be inappropriate for him to course the complaint to his supervisor or manager, the employee should submit the complaint to the manager of the Human Resource Department, or to any member of the Personnel Committee. The Company should ensure that no act of reprisal is taken against any complainant.

Responsibilities of Management

Any supervisor or manager who becomes aware of a possible incident or of sexual or other forms of harassment within their organizational unit must immediately take steps to curb such acts and prevent escalation. He should inform the Human Resource Manager or any member of the Personnel Committee in case he feels that the problem can no longer be resolved internally. The Personnel Committee shall then immediately, thoroughly, and impartially investigate the case, taking care as much as possible to maintain

confidentiality of the case. It shall then impose appropriate disciplinary action up to and including termination of employment if the results of the investigation confirm the accusations of harassment against an employee.

Retaliation and False Accusations

The company does not allow any employee to take retaliatory action against a person who, in good faith, files a complaint of sexual or other forms of harassment. Acts of reprisal in any form may lead to disciplinary action, up to and including termination of employment. However, when results of investigation show that a complaint of harassment was fraudulent, frivolous or was intentionally done in bad faith to besmirch the reputation of other employees, the complainant may be subject to disciplinary action, up to and including termination of employment.

Informal Process of Investigation and Resolution

Individuals who are subjected to sexual and other forms of harassment may seek redress through informal means. Cases may be investigated internally and informally within a section, department or division if the complainant believes the complaint can be resolved fairly and satisfactorily in this manner. The supervisor, department manager, or division vice president should act as the arbiter and should see to it that an impartial and confidential investigation is done within the organization, and an amicable settlement is reached. The complainant reserves the right to request a formal investigation if the case is not resolved amicably.

Formal Process of Investigation and Resolution

An employee may file a formal complaint of sexual and other forms of harassment by submitting a written complaint and request for a formal investigation through the Employee Relations Section of the Human Resource Department. The complaint should specifically state the nature of harassment, the places, dates and approximate time where such acts occurred, and the person who committed such act/s. The Human Resource Manager shall then meet with the complainant to verify the complaint, seek clarifications if needed, and try to determine if there is enough basis for the complaint. The Human Resource Manager shall then request the alleged harasser to explain in writing his response to the allegations against him, and conduct a discreet investigation. The complaint should be treated with utmost confidentiality. The Human Resource Manager shall then request the Personnel Committee to deliberate on the accusation and on the results

of the investigation and to render a decision.

Both parties may elevate the case to the Office of the President if they are dissatisfied with decision of the Personnel Committee. The President may assign a representative to review the decision and decide on the case with finality.

9. TIMEKEEPING

The law requires that the Company must keep an accurate record of time worked of its employees in order to calculate his pay and benefits. The Company will retain these records, along with other documents that are used as supporting document for an employee's time record, for a minimum period of five (5) years.

Upon employment, an employee will be informed whether he will be required to log in and out using time capturing device or if he will be exempted.

It is the employee's responsibility to ensure that his time records are complete and accurate.

An employee's time record will be based on his official schedule, actual log records, approved applications of:

- Schedule/rest day changes
- Over time
- Under time
- Leaves with/without pay
- Log in/out

Time record violations that an employee commits, will lead to salary deductions. These are:

- Incomplete or multiple log in/out
- Same log in and out for break time (if required to log)
- Minimal break time period
- Sick leave without prescribed attachment
- Unapproved / disapproved attachment
- Vacation leave (late filing / submission)

For timekeeping offenses that are reconsidered, salary adjustments will be made accordingly on the employee's next salary.

10. USE OF COMPUTERS, E-MAIL, INTERNET

Employees must immediately report to his supervisor any damages to his workstation.

Propriety software or codes developed by the Company is subject to copyright laws

Only authorized employees are allowed to use chat programs. This is for use only to communicate with fellow employees and clients for official Company business.

The following items specified below are not allowed:

- Switching of computer parts unless authorized by the computer administrator, your supervisor or a manager.
- Changing the setup of the workstation including the electrical plugs and network cables.
- Swapping of Company owned items with personal owned is considered theft and grounds for immediate termination.
- Installing or uninstalling software programs, if necessary seek first approval of Administrator or Managers
- Adding, Modifying User Account Settings.
- Unauthorized formatting or deleting of files.
- Intentional installation or usage of malicious or destructive programs (hacking tools).
- Surfing of “unauthorized” websites. Definition of “unauthorized” website is any website that has nothing to do with official company business
- Passing along chain letters or hoax emails. Sending “Spam,” defined as unsolicited “junk” e-mail sent to large numbers of people. Official email should not be used for gossiping, backbiting, or other negative activities.
- Downloading of any files unless you have a written permission from the Information Technology and Management Services Department

- Adding of network sources is strictly prohibited. If necessary, please inform the Network Administrator first with approval by the immediate supervisor.
- Using of network resources, such as printing, for personal use must first be approved by a supervisor or manager.

Employees who misuse Company computing and network resources or who fail to comply with the Company's written usage policies, regulations and guidelines are subject to disciplinary action.

11. USE OF COMPANY EQUIPMENT AND VEHICLES

Employees are entrusted with the use of the Company equipment and vehicles. Reasonable efforts must be made to ensure the security of the equipment and/or vehicles at all times.

Company equipment and/or vehicles are for official use only and may not be loaned or borrowed.

Under no circumstances should the Company property be utilized for the personal use of any employee without the permission of the Department Head.

The abuse, misuse or misappropriation of Company equipment and vehicles can lead to appropriate disciplinary actions.

It is the responsibility of the employee in charge of its use to:

- Make arrangements for insurance or other requirements, i.e. make and registration of vehicle.
- Provide restitution for any Company equipment and/or vehicles that are lost, stolen, or damaged due to negligence on the part of the employee.
- Comply with procedural requirements and documentations in requisitioning any Company equipment and/or vehicles for work related use.

The custodians of equipment should see to it that procedural requirement is followed and all requisitions are signed by the designated approving authorities.

12. USE OF PHONE

The telephone facility of the Company is strictly for business purposes only. Employees should practice courtesy and decorum in answering all telephone calls. Appropriate telephone greeting should be used at all times.

An employee's conduct in telephone usage will reflect the image of the Company to outside entities.

13. VISITORS IN THE WORKPLACE

Only persons with legitimate business purposes and those with proper authorization are allowed to visit the work area of the branches, head office and other Company facilities.

The employee's visitors are required to wear the identification cards issued by the security officer while inside the premises.

Employees are prohibited from bringing their children to the workplace unless they are participating in a supervised activity. The Company cannot assume responsibility for any untoward incident or any injury sustained by employee's children while inside Company premises.

Employees should immediately report the presence of unauthorized individuals inside the workplaces to the immediate superior and to the security officer on duty.

14. WORKPLACE VIOLENCE

Employees are expected to observe proper decorum and treat all fellow employees and customers with respect at all times.

Employees must refrain from engaging in fight, "horseplay" or other conduct that may be dangerous to others.

Firearms and other weapons, explosives, dangerous devices or substances are strictly prohibited from Company premises without proper authorization.

Threatening, coercing, intimidating another employee, customer or a member of the general public at any time, including off-duty periods is not allowed. This prohibition includes all acts and forms of harassment.

Employees should immediately report all violence or threats thereof, both directly or indirectly to his immediate superior or any member of management or to the security officer on duty.

RULES AND REGULATIONS – BRANCH OPERATIONS

1. STANDARD GREETING

The goal of the Company is to commit itself to quality customer service by ensuring that all our clients, whether external or internal are greeted with a warm, personalized service.

It is the policy of the Company that a standard greeting phraseology be used according to Company standards at all times whether they are in operations or are in administrative work areas.

Standard Practice

Upon entering the Company, all customers are warmly greeted with a smile and eye contact.

Staff is attentive with upright posture

Customer receives warm verbal greeting by name, if known; by “sir” or “ma’am” if name is not known.

Customers are acknowledged as soon as there is eye contact and greeting is made from a distance of one meter.

Standard phraseology for greeting are as follows:

1. Good morning/ afternoon/ evening Sir/Ma’am
2. Welcome to _____.
3. Good Luck Sir/Ma’am
4. Thank you for playing Bingo with us.
5. Please come again.
6. Thank you.

In Tagalog:

1. Magandang araw/ tanghali/ hapon/ gabi po, Sir/Ma’am
2. Manalo po sana kayo
3. Maraming salamat po. Balik po kayo.

2. CUSTOMER RELATIONS

Our corporate image is, to a very large extent, affected by the manner in which employees interact with customers. Therefore, maintaining good customer relations and customer satisfaction should be foremost in the minds of all employees.

All customers must be treated with utmost respect and courtesy. All employees must be friendly, helpful and prompt in giving attention to customers.

Customer complaints and concerns should be attended to immediately at the branch level by the Branch Manager and brought to the attention of the Operations & Marketing Division.

3. CELLULAR PHONE BAN

Use of Cellular/Mobile Phone inside the playing area is prohibited whether an employee is on duty or on break period. The use of cellular phones will only be allowed inside the office area.

4. PERSONAL ERRANDS FROM SECURITY/JANITORIAL PERSONNEL

Employees are prohibited from asking personal errands to Security Guards and Janitorial Personnel.

Our Company will be held liable by agencies for any untoward incident that may happen to their personnel outside the place of assignment during their working hours.

5. SHORTAGES

The policy covers any employee and officer of the Company.

Employees who incur shortage in sales or Company funds shall pay for the whole amount and may be given disciplinary action whether it was a willful act of misappropriation or act of negligence.

Shortages shall be deducted from the upcoming salary of the employee.

Shortages incurred prior the payroll cut-off will be deducted immediately.

Shortages incurred after the payroll cut-off will be deducted on the succeeding cut-off period.

Employees who incur shortage of more than Php3,000.00 but not more than the equivalent of the employee's monthly salary within a period of two (2) years shall be sanctioned up to and including dismissal.

Employees will only be exempted from disciplinary action if a) the shortage is directly attributable to machine or computer error/defect, b) the shortage

is due to excusable neglect but not more than Php3,000.00 within the two-year period.

Branch Cashiers are required to submit a weekly shortages report every Tuesday to Human Resource Department and every cut-off to the Accounting Department. Failure to do so shall be given appropriate sanction up to and including dismissal.

Employees who commit the following shall be terminated from work.

- Commits act/s resulting to a shortage or incurs a shortage amounting to more than his monthly salary.
- Willful misappropriation of Company funds/money.
- Fraud
- If an employee has incurred or committed an act that resulted to another shortage after being given a one (1) week suspension for the same offense.
- Branch Cashiers who commit a fifth violation on failure to submit weekly shortages report.

ABOUT YOUR TRAINING AND DEVELOPMENT...

1. REGULAR EMPLOYEE ORIENTATION

All regular employees undergo orientation on all Company Rules and Regulations, their benefits, and all standard procedures that the Company implements.

Employees are given employee handbook for their guideline and for future reference.

2. ON THE JOB TRAINING

AB Leisure Exponent, Inc. acknowledges its crucial role in supporting educational programs of government and private schools by institutionalizing On- the- Job- Training program as a means of enriching the student's knowledge and skills through actual practice and experience in their specialized fields.

The Human Resource Department will only entertain requests from the school duly signed by the director/dean/any school official.

Human Resource Department, in coordination with departments concerned, handles the screening, scheduling, monitoring, evaluation and other such matters pertaining to request by school for practicum or off-campus training of their students in all areas of operations of ABLE.

Student trainee must comply with Company rules and regulations and his job assignment duties.

3. SERVICE CONTRACT AFTER OFF-SITE TRAINING

Employees who attend training programs or special studies that the company will require shall have a service contract with the Company.

Employees who have undergone training costing between Php10,000.00 and Php50,000.00 shall stay with the Company for at least one (1) year and shall execute a contract to that effect.

All trainings attended amounting between Php10,000.00 and Php50,000.00 shall require one (1) year of service for each training program attended.

If the employee resigns within the service contract, he will reimburse the Company the total training expenses.

The Management shall have its discretion on the number of years the employee needs to serve the Company if the training cost is over Php50,000.00.

For other training programs attended by an employee whose amount is below Php10,000.00, he will only be required to submit his Certificate of Completion of the training program.

The employee will continue to enjoy all benefits in full while undergoing training.

ABOUT YOUR PAY...

1. PAYDAY

All regular, contractual and project employees are paid semi-monthly on the 5th and 20th of the month.

An employee's salary is deposited by the Company to his payroll account that he will be required to accomplish before his date of employment.

The 5th of the month payroll includes basic earnings for all work performed within the 16th day to end of the month payroll period of the previous month and adjustments/deductions for 1-15th payroll period of the previous month.

The 20th of the month payroll includes basic earnings for all work performed within the first day to the 15th day of the present month payroll period and adjustments/deductions for 16th to month end payroll period of the previous month.

In the event that a regularly scheduled payday falls on a weekend or a Company recognized holiday, it will be released day/s in advance.

2. PAY CORRECTIONS

The Company takes reasonable steps to ensure that employees receive the correct amount of pay in each payroll period and that employees are paid on the scheduled payday.

Employee Relations Section audit Time Records of employees before final endorsement is made to the Payroll section. If discrepancies are seen, these are corrected immediately.

If an employee still notices discrepancies in his salary, he is advised to promptly report it to the Payroll and/or Employee Relations Section so that corrections can be made as quickly as possible through a standard procedure.

If underpayment/overpayment are identified, the employee's next regular payroll will be adjusted accordingly.

3. PAY DEDUCTIONS

The law requires that employers make certain deductions from every employee's compensation. Among these are:

- Income tax
- Social Security System
- Human Development Mutual Fund (Pag-Ibig)
- PhilHealth

The above-mentioned deductions are computed based on guidelines set forth by the government agencies.

Other deductions that an employee may be subject to if applicable are:

- Tardiness
- Under time
- Leaves without pay
- Work Suspensions
- Loan payments (company loan, government agency loan, company facilitated bank loan)
- Company Uniform
- Employee's Health Card Dependents Fee/Medical Collectibles
- Shortages, Pay outs (for branch employees)
- Emergency loans
- Other official charges (post paid line subscriptions, personal long distance calls)

Clarifications regarding salary deductions should be directed to the Employee Relations or Payroll Section.

The table below illustrates the basis of computation of an employee's salary that we presently implement.

Attendance on:	Basic pay received on:	+/- Adjustment reflected on:
1 st - 15 th of month	20 th of month	5 th of following month
16 th - 31 th of month	5 th of following month	20 th of following month

The table below illustrates the schedule of deduction for work suspension/s.

Suspension schedule:	+/- Adjustment reflected on:
1 st - 15 th of month	20 th of present month
16 th - 31 th of month	5 th of following month

OTHER THINGS YOU SHOULD KNOW...

1. ACCESS TO PERSONNEL FILES

The Company recognizes the right of each employee to examine and obtain a copy of documents contained in the employee's personnel file within a reasonable time, except for information and materials therein that are classified as "confidential."

Employees are allowed to review the contents of their personnel file by accomplishing the "Access to Personnel Files" Form from the Human Resource Department. Only the Human Resource staff may remove documents from personnel records or withhold records.

Superiors are allowed to review the contents of a personnel file for an employee who currently works in the superior's section, department or division on a need-to-know basis.

Personnel files should be returned within 2 days from the date borrowed.

Personnel files of any current or former employee are not available for review by any private or public agencies without appropriate legal authorization.

2. CERTIFICATE OF EMPLOYMENT

Certificate of employment is issued to employee upon submission of a written request. It must include pertinent information such as his complete name, present job title, department/branch, detailed purpose of his request, company requiring the certificate.

Release of certificate is scheduled once a week, Friday, or the soonest time possible if necessary due to a valid urgent need of the employee.

3. DRUG TESTING ON EMPLOYEES

In accordance to Department Order 53-03 of the Department of Labor and Employment – Drug-Free Work Policy, our company implements random drug testing among officers and employees alike.

Results of the test are disclosed to employee alone. If it turns positive, the company's assessment team shall evaluate the results and determine the level of care and administrative interventions that can be extended to the concerned employee.

However, the company has the authority to impose a sanction of termination to an employee in accordance with the provisions of Article 282 of Book VI of the Labor Code under RA 9165 – Comprehensive Dangerous Drug Act.

4. EMERGENCY CLOSING

In the event of adverse weather conditions, civil disturbances (riots, commotions and the like) that are widespread and extremely severe, the Management can announce that employees may not report for work while pay for employees will be continued.

A memorandum will be released by the Human Resource Department specifying instructions for all employees affected by the closing of operations.

If there is an unplanned disruption of power or water, an emergency closing is not automatic. The Managers shall acquire a prognosis of the extent and length of the disruption from the utility companies. Employees should, insofar as possible, continue to carry out assignments.

For an extended power or water outage, employees may be given assignments to perform at another work location.

For branches, the Branch Heads, or Operations Supervisors in the absence of the former, are required to comply with procedural requirements and documentations that have been formulated for emergencies such as power outage, calamities and bad weather. This covers stoppage and resumption of games, verification of venue status from mall administration, advise to players, refund and computation for the cost of unused cards, treatment of payout and pari-mutuel games as well as mall regulations to avoid penalties.

The Vice President for Operations and Marketing or any delegated Officer in Charge in his absence has the final say on temporary branch closings due to emergencies.

4. EMPLOYMENT REFERENCE CHECKS

Company Pre-employment Reference Checks

The Company checks the employment references of all new hires, including previous employers. Reference checks may require credit history and criminal background review if necessary.

All inquiries will be made professionally and prudently.

External Reference Checks

The Human Resource Department responds to all legitimate reference checks involving its present and past employees in an accurate and responsible manner.

Unauthorized employees are prohibited from responding to requests for information regarding another employee, and should refer all inquiries to the Human Resource Department for appropriate responses.

5. EMPLOYEE RELATIONS

If employees have concerns about work conditions, they are strongly encouraged to voice these concerns openly and directly to their supervisor.

If situations or conditions prevent an employee from discussing his concerns openly with his immediate supervisor, the employee is advised to discuss his concerns with the next level of management.

If the concerns are still unsatisfactorily resolved at this level, the employee is encouraged to discuss his concerns with the Employee Relations Supervisor or the Human Resource Manager. These concerns shall be treated with confidentiality.

The Human Resource Department shall make all the necessary action to resolve issues and concerns brought up by its employees.

6. FINANCIAL APPROVAL AUTHORITY

Corporate funds must be strictly used for legitimate purposes only as authorized by the Management.

Approval authority is delegated within the Company based on management level and area of responsibility.

The commitment or expenditure of corporate funds for any other purpose or by an unauthorized individual is strictly prohibited and could result in disciplinary action up to and including termination.

Approval authority does not include taking action of committing the Company or affiliated organization by signing a contract, oral or written action that could be interpreted by an outside party as a commitment.

7. PERSONNEL DATA CHANGES

Employee must notify the Human Resource Department of any changes in personal data.

Personal mailing address, telephone numbers, number and names of dependents, individuals to contact in the event of an emergency, beneficiaries, educational accomplishments, and other such status reports should be kept accurate and current at all times.

At the beginning of each year, the Recruitment section shall distribute a “Personnel Record Update” form to be filled out by employees.

8. REHIRING OF EMPLOYEES

The Company does not rehire employees who resigned, were terminated, or whose contracts were expired.

The President’s approval will be needed in cases where a Department/Division Head considers a former employee for reemployment.

A rehired employee will start again as a contractual/probationary employee and Company provided benefits would only be reinstated upon his regularization.

POLICY AND PROCEDURE CHANGES

While efforts have been made to make this manual as comprehensive as possible, it cannot address every issue that may arise. Changes may be required due to shifts in corporate strategies and directions as the Company adapts to the dynamics of the business environment. Existing policies may be modified or repealed and new policies may be added to maintain the long-term viability of the Company and defend its interests and those of its stakeholders.

Policy changes may be proposed in writing by any organizational unit in the Company. Any employee who wishes to propose any policy change should first discuss the matter with his Department Head. The employee may also submit the proposal to the Employee Relations Section of the Human Resource Department if he believes that his proposal is of utmost importance and that he is not getting the appropriate attention from his Department Head.

The proposal should clearly state the subject, the objective, implementing guidelines and an analysis of the costs and benefits either qualitatively or quantitatively. The Human Resource Department shall accept all proposals for policy changes and submit them to the Management Committee for deliberation and decision. All policies and policy changes shall be approved by the Management Committee and signed by the President or his authorized representative before they can be officially incorporated in this manual and implemented.

All policy changes, including their dates of implementation, shall be properly indicated in the corresponding pages of the manual. The superceded versions shall be removed, marked and archived.

APPENDIX

TABLE OF INFRACTIONS AND PENALTIES

LEGEND

- V W – Verbal Warning
- W W – Written Warning
- 1 DS – One (1) day suspension
- 3 DS – three (3) days suspension
- 1 WS – one (1) week suspension
- 2 WS – two (2) weeks suspension
- 1 MS – one (1) month suspension
- D – Dismissal

VIOLATION	FREQUENCY OF OFFENSE						
	1 st	2 nd	3 rd	4 th	5 th	6 th	7 th
WORK SCHEDULE							
Tardiness of more than four times beyond the allowed ten (10) minutes within a period of one (1) month	W W	1 DS	3 DS	1 WS	2 WS	D	
Absence without official leave (AWOL)	W W	1 DS	3 DS	1 WS	D		
Abandonment of post	W W	1 DS	3 DS	2 WS	1 MS	D	
Unauthorized under time	W W	1 DS	3 DS	1 WS	D		
Unauthorized change in working hours/rest day	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D

VIOLATION	FREQUENCY OF OFFENSE						
	1 st	2 nd	3 rd	4 th	5 th	6 th	7 th
TIMEKEEPING							
Possessing unjustifiably a time record with incomplete or multiple log in/out with varying time on a particular day/s	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Non-observance of the prescribed guidelines in the filing and securing of approval for leave, including non-cancellation of unused filed leaves, and non-observance of the prescribed guidelines for changing of work schedule	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
GOOD HOUSEKEEPING AND GROOMING							
Non-wearing of company uniform	W W	1 DS	3 DS	1 WS	D		
Failure to wear Company ID	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Failure to observe proper dress code and grooming	W W	1 DS	3 DS	1 WS	D		
BUSINESS ETHICS AND CONDUCT							
Passing, selling, initiating, using or under the influence of prohibited drugs or intoxicating beverages, wine or liquor while in the company premises	D						

Commission of immoral act and indecent/unruly conduct, insulting behavior, using of intemperate and profane language, and disrespect to customers/co- workers	1 WS	D							
Inappropriate treatment of customers/clients of the company resulting to embarrassment to the company, damaging the good name of the corporation	1 DS	3 DS	1 WS	1 MS	D				
Soliciting or receiving money, or anything of value from customers	D								
Playing bingo in company's bingo venue, and those of its affiliates/subsidiaries and all direct competitors	1 WS	D							
Breach of Confidentiality Agreement or improper use of or disclosing confidential information	D								
Indolence during working hours	WW	3 DS	1 WS	D					
Playing of games during office hours	WW	1 DS	3 DS	1 WS	2 WS	1 MS			D

Gambling of any form inside the company premises	W W	3 DS	1 WS	D			
Playing on behalf of customers	W W	3 DS	1 WS	D			
Policy on shortages incurred by accountable employees and officers .	W W	1 DS	3 DS	1 WS	D		
Sabotage	D						
ACTS OTHER THAN CONSTITUTING FRAUD (see fraud policy).							
Misrepresentation by the employee of information contained in his personal record within a reasonable period of time and failure to timely submit supporting document/s required by the Human Resource Department	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Giving false statements in any company investigation	D						
Falsification of personal and company records	D						
CONFLICT OF INTEREST							
Unauthorized rendering of service/s for another employer or maintaining a business without the consent of the company	D						
Selling of complimentary or competitor's tickets/game cards	D						
Selling of bonus tickets and cards	2 WS	D					

CONDUCT IN THE WORKPLACE										
Threatening, intimidating, coercing, provoking or instigating fights, engaging in physical fight towards customers / co-workers within the company premises	1 WS	D								
Committing acts causing scandal or disturbances prejudicial to peace and order in company premises	2 WS	1 MS	D							
SAFETY RULES										
Bringing of firearms, weapons, explosives, dangerous devices or substances within the company premises without proper authorization	D									
COMPANY PROPERTY										
Unintentional damage of company property, or causing company supplies to be wasted due to carelessness or negligence	1 WS	2 WS	D							
Theft or removal of any property of the company or fellow employee from the company premises	D									

OTHER MATTERS													
Unjustified failure to submit plane ticket, boarding pass (official air travel) or Bus tickets (official land travel)	W W	1 DS	3 DS	1 WS	2 WS	1 MS							D
Smoking within the office premises not officially designated as a smoking area	W W	1 DS	3 DS	1 WS	2 WS	1 MS							D
Utilizing head office (Philippine Stock Exchange Center) parking slots that are not assigned for the specific use of the employee	W W	1 DS	3 DS	1 WS	2 WS	1 MS							D
SYSTEMS, PROCEDURES, OBLIGATIONS PER DEPARTMENT													
Materials Control													
Cards	W W	3 DS	1 WS	D									
Properties and Supplies	W W	1 DS	3 DS	2 WS	1 MS	D							
Receiving policy	W W	1 DS	3 DS	1 WS	2 WS	1 MS							D
As Card Custodian	W W	1 DS	1 WS	1 MS	D								
Stockroom accountability	W W	1 DS	3 DS	2 WS	1 MS	D							

Physical inventory count	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Stockroom inventory	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Traditional Bingo Operations							
Card allocation	W W	1 DS	1 WS	1 MS	D		
Card verification	W W	3 DS	1 WS	D			
Hosting	W W	3 DS	1 WS	D			
Machine operation	W W	3 DS	1 WS	D			
As technician	W W	1 DS	3 DS	2 WS	1 MS	D	
Selling (tickets/cards)	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Supervision	W W	1 DS	3 DS	2 WS	1 MS	D	
Treasury							
Cashiering	W W	1 DS	1 WS	1 MS	D		
Handling of bingo product /ticket/card in bingo halls	W W	1 DS	3 DS	2 WS	1 MS	D	
Accounting for special event tickets and charity bingo cards	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Inter-branch transactions	W W	1 DS	3 DS	2 WS	1 MS	D	
Handling of security vault, funds and collection	W W	3 DS	1 WS	D			

Bingo product winning cards/tickets from distributor	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Submission of reports	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Reporting of shortages for final settlement computation	W W	1 DS	3 DS	2 WS	1 MS	D	
Revised procedures on final settlement	W W	1 DS	3 DS	2 WS	1 MS	D	
Unclaimed prize	W W	1 DS	3 DS	2 WS	1 MS	D	
Disbursement from branch sales	W W	1 DS	3 DS	2 WS	1 MS	D	
Petty cash fund	W W	1 DS	3 DS	1 WS	D		
Reportorial and procedural requirements on collection and deposit	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Prize disbursement	W W	1 DS	3 DS	2 WS	1 MS	D	
Shortages	W W	1 DS	3 DS	1 WS	D		
Certification	W W	1 DS	3 DS	1 WS	2 WS	1 MS	
Others	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Accounting							
Late submission of reports	W W	1 DS	3 DS	2 WS	1 MS	D	

Payroll distribution	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Cash advances and reimbursement of business expenditures	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Request for payment	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Fixed asset management	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Purchasing and General Services							
Purchasing	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Vendor accreditation	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Database management	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Petty cash purchases	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Operations Supervisor for Human Resource							
Attendance	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Reports	W W	1 DS	3 DS	1 WS	2 WS	1 MS	D
Information Technology Management and Services							
Computer hardware and workstation	W W	1 DS	3 DS	1 WS	2 WS	D	
Data or system security	W W	1 DS	3 DS	1 WS	2 WS	D	
Software	W W	1 DS	3 DS	1 WS	2 WS	D	
Chat programs	W W	1 DS	3 DS	1 WS	2 WS	D	

Web surfing	WW	1 DS	3 DS	1 WS	2 WS	D
Emails	WW	1 DS	3 DS	1 WS	2 WS	D
Downloading or file sharing	WW	1 DS	3 DS	1 WS	2 WS	D
Network resources	WW	1 DS	3 DS	1 WS	2 WS	D

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LEISURE & RESORTS WORLD CORPORATION
Minutes of the Audit Committee Meeting
Held on 6 April 2022
via Zoom Communication

PRESENT:

Mr. Winston A. Chan
Mr. Lawrence T. Cobankiat
Mr. Paolo Martin O. Bautista

ALSO PRESENT:

Atty. Carol V. Padilla
Ms. Elaine Eustaquio
Ms. Charlotte P. Calderon

1. CALL TO ORDER AND PROOF OF QUORUM

The Chairman, Mr. Winston A. Chan, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Carol V. Padilla recorded the minutes of the meeting.

2. CERTIFICATION OF QUORUM AND WAIVER OF NOTICE

The Corporate Secretary certified that a quorum was present for the transaction of business by the Committee. The Audit Committee Members consented to waive their right to notice of the meeting.

3. INTERNAL AUDIT PLAN 2022

The Chairman, Mr. Chan, called Ms. Elaine Eustaquio, the internal Audit Head, to present the Internal Audit Plan for 2022. Ms. Eustaquio presented the Internal Audit Plan for Leisure & Resorts World Corporation (LRWC) and Subsidiaries.

Ms. Eustaquio started by presenting the Internal Team, as follows:

Our Team

Internal Audit Head
Elaine P. Eustaquio

Supervising Auditor
Vivian G. Ceballos

Staff Auditors (5)
Adones Tenio
Grace Lagundi
Sheeree Peninsoro
May Lorenzo
Romelli Bayoca

Total Manpower = 7 pax

2

Ms. Eustaquio said that no changes were made in the Audit Services. She presented and discussed the services of the Internal Audit, as follows:

- I. Assurance Services
 - A. Regular Cycle Audit:
 - Retail Operation (ABLE & TGXI)
 - Scheduled Site Visits (Spot Audit)
 - Cash Counts, Revenue and Payout Validation, Testing Controls
 - B. Special Audit:
 - Rotational audits for all Business Units and Departments
 - Requested or Tips from Whistleblowers
 - Forwarded Incidents from Regular Cycle Audit (Fraud Audit)
- II. Consulting Services
 - o Advisory Services:
 - Review of guidelines, policies and procedures (for checking of controls)
 - Member of Personnel Committee under Human Resources Department
- III. Other Services
 - o Witness to raffle draws, biddings, inventory and disposal of assets.

Further, Ms. Eustaquio reported the challenges encountered by the internal audit team, as follows:

Issues	Inherent	Pandemic	Remarks
Systems Used are not Fully Integrated	✓	✓	Reported Results with manual intervention
Significant amount of cash exposure in sites	✓	✓	Required by PAGCOR, schedule of bank pick up
Manual Processes	✓	✓	Prone to errors, enables fraud
Sites in remote location	✓	✓	Availability of transportation
Quarantine Restrictions		✓	Unpredictable, causes site closures, varies per LGU
Manpower	✓	✓	Limited resources

She explained the challenges encountered by the company, namely: (1) systems are not fully integrated (that is, some processes are still done manually and require manual intervention to transfer from one date to the other); (2) significant amount of cash exposure in sites (that is, each site carries a minimum of Two Hundred Fifty Thousand Pesos (Php250,000.00) plus the sales awaiting deposits); (3) manual processes are prone to errors and enable fraud; (4) sites in remote location experience problems relating to availability of transportation due to the pandemic; (5) quarantine restrictions which affects the operations of the sites; and (6) limited resources due to lack of manpower.

Ms. Eustaquio then presented the accomplishments of the internal audit team in 2021, as follows:

I. Assurance Services - Regular Cycle Audit

	# of Sites	Cash Counted on Site	Validated Revenues	Remarks
1 st Qtr	52	P 21.7M	P 391.2M	NCR Sites
2 nd Qtr	52	-	254.9M	Provincial Sites (remote audit)
3 rd Qtr	26	9.7M	173.9M	NCR Sites
4 th Qtr	44	19.4M	162.0M	NCR Sites
Total		P 50.8M	P 822.0M	

	# of Sites	Target	Remarks
NCR Sites			
1 st Qtr	52	2x a year for operating sites	As of 12/31/21: 61 operating sites
3 rd Qtr	26		
4 th Qtr	44		
Provincial Sites			
2 nd Qtr	52	20% of operating sites	Remote Audit As of 12/31/21: 79 operating sites

Ms. Eustaquio shared that during the first, third, and fourth quarters, an onsite audit in NCR was performed, and the cash count reported was worth Fifty Million Eight Hundred Thousand Pesos (Php50,800,000.00), which composed of prize funds and sales awaiting deposits. For the second quarter, remote audit for validation of revenues was performed in provincial sites. She continued that a total of Eight Hundred Twenty Two Million Pesos (Php822,000,000.00) was the reported validated revenues in 2021, and that the team managed to achieve the targeted audit sites per year.

II. Assurance Services - Special Audit

Issues	Amount	Type	Remarks
Conflict of Interest (Mktg employee purchases from Company of immediate family)	P298.8k	Fraud	Employee resigned
Trad Bingo Promos Involving Special Event Tickets	-	Compliance	Promo cost is charged to Revenues, No GS Forms
Unscanned Payout Ticket (EBG Perception Variant)	P8.5k	Procedural	No employee infraction as per legal opinion
Unscanned Payout Ticket Leading to Double Cash Out	P2.9k	Fraud	Recovered double payment made. Employees involved were given 30 days suspension & written warning.

Issues	Amount	Type	Remarks
Conflict of Interest (Mktg employee purchases from Company of immediate family)	P298.8k	Fraud	Employee resigned
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Unscanned Payout Ticket Leading to Double Cash Out	P2.9k	Fraud	Recovered double payment made. Employees involved were given 30 days suspension & written warning.

Issues	Amount	Type	Remarks
LRWC & Subs Compliance to Data Privacy Act of 2012.	-	Compliance	Level of compliance is in its initial stages.
Audit of Central Office Based Revolving Funds	P565k	Procedural Basic Preventive Controls	Update of related policies needed
Cash Shortage (TGX Madison)	P266k	Fraud	Shortage charged to agency. Cashier was replaced.

Ms. Eustaquio shared that the level of compliance with the Data Privacy Act of 2012 is in its initial stages due to the employees' lack of training, and since there were no reported security breaches anyway up to date. She reported that the team has a pending release of an Audit Report regarding Blue Chip for Special Audit of Marketing Expenses. The said report is targeted to be released on April 11, 2022.

Afterwards, Ms. Eustaquio presented the team plans for 2022, as follows:

I. Assurance Services - Regular Cycle Audit

On-Site (ABLE & TGXI)	Target	No. of Sites	Remarks
Metro Manila (On Site)	90% of 61 sites	55	At least 3x a year
Nearby Provinces (On Site or Remote) (Bulacan, Laguna, Cavite & Pampanga)	90% of 27 sites	24	Semi-Annual
Provincial – On Site or Remote**	80% of 52 sites	42	Semi-Annual

Ms. Eustaquio shared that the management requested to have a daily monitoring of online and offline bank deposits, to monitor late and unusual bank transactions. She informed the committee that the report will be reported on a monthly basis.

Additional Audit Procedure	Target	Remarks
Monitoring of Bank Deposits	Online & Offline	According to bank deposit schedule: <ul style="list-style-type: none"> • Daily • 2x or 3x a week • Others
Note: Results of continuous monitoring of bank deposits will be reported on a monthly basis.		

II. Assurance Services - Special Audit

Particulars	Target	Remarks
Forwarded from Regular Cycle Audit (Fraud)	100%	Priority
Requested or Thru Whistleblowers	-	100% Initial Investigation Priority Fraud Cases
Fixed Assets	2 nd Qtr	Process Controls Audit

Particulars	Target	Remarks
Payroll (rank & file)	3 rd Qtr	Process Controls Audit
Compliance to Policies & Procedures (inclusive of review & testing)	4 th Qtr 2022 to 2 nd Qtr 2023	All Departments & Business Units

Ms. Eustaquio then introduced the new products and services of Internal Audit, as follows:

III. New Products/Addtl Audit Work Program

Particulars	Remarks
Online Traditional Bingo (OTB)	Included in Daily Monitoring of Bank Deposits starting March 1.
Other Online Products (EGS)	
PAGCOR On-Site Operational Requirements (ABLE & TGXI)	Non-Compliance will result to imposition of penalty. Included in regular cycle audit starting March.
Anti-Money Laundering (AML) (ABLE & TGXI)	Work Program Under Development Target to implement in June.

IV. CONSULTING SERVICES

Particulars	Target	Remarks
Review of Policies and Procedures	Maximum 15 days	Update or New
Member of Personnel Committee	100% Attendance	Support for Admin Hearing

V. OTHERS

Particulars	Target	Remarks
Witness to raffle draws, biddings, inventory and disposal	At least 2 days notice	Subject to Availability of Personnel

Ms. Eustaquio informed the committee of the updates for the first quarter of 2022, as follows:

- I. Assurance Service – Regular Cycle Audit
 - Metro Manila – 47 sites were visited out of the 55 sites targeted per year
 - Nearby Provinces – 14 sites were visited out of the 24 sites targeted per year
 - Provincial – 21 sites visited out of the 42 sites targeted per year
- II. Assurance Service – Special Audit

Requested Audits	Amount Involved	Type	Remarks
Spot Check Gift Checks Held by Mktg of LR Retail Inventory Count & Overall Control of Cash Equivalent.	P2.4k	Process	Accountable employee sanctioned with written warning & charged with shortage.
BB-Masbate Cash Shortage Cash Payment for Rental & Utilities not forwarded by Cashier to Lessor	P324k	Fraud	Admin Hearing with Employee Held. Awaiting final sanction from HR.
SM Lipa & SM Rosario Branch Mgr admittedly took a portion of the prize fund for personal use.	P376k	Fraud	Employee was terminated. Awaiting info from HR regarding collection.

BB-Bayombong Cash Shortage Cash Shortage admitted by cashier	P8k	Fraud	Shortage was paid. Awaiting final sanction from HR.
BB-Manapla Cash Shortage Cash Shortage admitted by cashier	P28k	Fraud	On-going investigation. Cashier under preventive suspension.
SM Manila & BB-Bocobo Unauthorized interbranch transfer to augment prize fund due to jackpot winnings.	P150k	Procedural	No cash shortage based on initial investigation. Final audit report target to be released April 12.

Mr. Lawrence Cobankiat inquired if Two Hundred Fifty Thousand Pesos (Php250,000.00) is the minimum maintaining cash amount per site. Ms. Eustaquio answered in the affirmative and clarified that there is additional cash to be credited aside from the minimum maintaining cash amount per site due to winnings. It was discussed that some sites from the same area may not need to have the same maintaining cash amount since needed cash may be transported from one site to another site in case of emergencies. Ms. Eustaquio shared that indeed sites can do inter-branch transfers and can just be required to follow strict protocols to avoid mishandling of funds. Upon the inquiry of Mr. Cobankiat regarding the type of payment required, Ms. Eustaquio shared that GCash for online payment and other payment gateways (e.g. 7-11, etc.) are available. She further shared that the Internal Audit is currently establishing controls together with the Finance Department and the President. One of these controls being implemented is the requirement for cashiers to report the cash-on-site. Mr. Cobankiat asked whether the Internal Audit team does spot checking, to which Ms. Eustaquio answered in the affirmative. Upon inquiry by Mr. Chan regarding the system policy, Ms. Eustaquio said that systems are not yet fully integrated and thus requires manual intervention. She explained that the system is currently being developed.

Mr. Cobankiat commented that based on the report, the number of cases of fraud and theft are not significant. Ms. Eustaquio said that while the number of cases decreased compared to 2019, this decrease may be attributed to the pandemic. Mr. Cobankiat inquired if there was a budget that the committee needs for approval; Ms. Eustaquio answered in the negative. Instead, she said that the Internal Audit is requesting for additional manpower from the HR Department.

Mr. Cobankiat requested that a presentation on the budget needed for the additional security expansion due to the online business be made in the next meeting. Mr. Chan also suggested to include in the next meeting the plans for the online business. Ms. Eustaquio acknowledged.

Thus, upon motion duly made and seconded, the Committee passed and approved the following resolution:

"RESOLVED, as it is hereby resolved, that the Audit Committee of the Corporation approves the Internal Audit Plan for 2022 as presented."

A copy of the presentation is hereto attached and made an integral part thereof.

4. **ADJOURNMENT**

There being no other matters to discuss, the meeting was adjourned.


CERTIFIED CORRECT:


CAROL V. PADILLA
 Corporate Secretary

ATTESTED BY:


WINSTON A. CHAN
Chairman

MINUTES READ AND APPROVED:


LAWRENCE T. COBANKIAT


PAOLO MARTIN O. BAUTISTA

LEISURE & RESORTS WORLD CORPORATION
Minutes of the Audit Committee Meeting
Held on 5 December 2022
Held at the LRWC Board Room, 26/F West Tower PSEC, Pasig City

PRESENT:

Mr. Ramon D. Dizon
Atty. Timoteo B. Aquino
Atty. Jose Raulito E. Paras

ALSO PRESENT:

SGV Team: Headed by Mr. Pocholo Domondon
Finance team: Headed by Mr. Wilfredo Pielago
Atty. Carol V. Padilla

1. CALL TO ORDER AND PROOF OF QUORUM

The Chairman, Mr. Ramon D. Dizon, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Carol V. Padilla recorded the minutes of the meeting.

2. CERTIFICATION OF QUORUM

The Corporate Secretary certified that a quorum was present for the transaction of business by the Committee.

3. PRESENTATION BY PWC OF THEIR 2022 AUDIT PLAN

PwC, headed by Mr. Pocholo Domondon (Engagement Lead Partner), introduced themselves to the Audit Committee, and gave the Committee a background of the client service team who will be in charge of the Company. Together with Mr. Domondon, Ms. Aira Regina Arboleda and Mr. Dennis Malco will lead the team. Afterwards, they presented their 2022 Audit Plan, laying down what LRWC can expect from the PwC team. Attached is a copy of their presentation, which is made an integral part of this minutes.

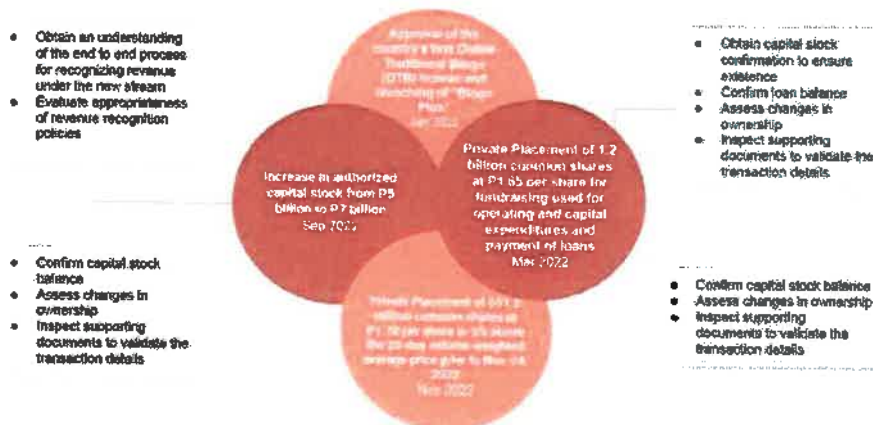
Overall, PwC's objectives are to render expert opinion on the Company's Audited Financial Statements, independent views, and ready access to the team to make sure there are no surprises. On the other hand, they hope that LRWC will be able to provide sufficient support, and that requested documents and personnel are available at their disposal to aid in their rendering of service. Their overall audit approach would be: from the consolidation of all audits, they will come up with their report. Their main area of focus would be risk of fraud on revenue recognition.

Some of the important topics discussed were the following:

Key audit matters (KAM)

	Assessment Status	Audit Response
1 Provisions and contingencies <ul style="list-style-type: none"> • Estimation of the potential liability resulting from tax assessments requires significant judgment by management. 	<ul style="list-style-type: none"> • Ongoing reassessment of the materiality of these issues. 	<ul style="list-style-type: none"> • Discuss with management the status of the tax cases/claims. • Evaluate the position of the entity by consulting the relevant law firms and attorneys, and • Consideration of involvement of specialists.
2 Recoverability of non-financial assets <ul style="list-style-type: none"> • Evaluation of the recoverability of non-financial assets (PPE and IP) generally in view of the Group's macro-economic environment. 	<ul style="list-style-type: none"> • Reassessment of whether the recoverability of PPE is still a KAM. 	<ul style="list-style-type: none"> • Test management's recoverability assessment. • Test of significant assumptions. • Review of management due diligence and • Consideration of involvement of specialists.
3 Intangible investment properties at fair value <ul style="list-style-type: none"> • Measurement of fair value of investment properties involves significant judgment and uncertainty, and the measurement of investment properties should be reviewed based on certain assumptions. 	<ul style="list-style-type: none"> • Reassessment of the materiality of this issue. 	<ul style="list-style-type: none"> • Evaluation of the work performed by management's experts. • Test of significant assumptions. • Review of management due diligence and • Consideration of involvement of specialists.
4 Intangible investment in IPFs <ul style="list-style-type: none"> • Management's valuation of investment in IPFs involves significant judgment and uncertainty, and the appropriateness of valuation assumptions should be reviewed based on certain assumptions. 	<ul style="list-style-type: none"> • Ongoing reassessment of the materiality of this issue. 	<ul style="list-style-type: none"> • Review of management due diligence and • Consideration of involvement of specialists.

Key business transactions



PwC mentioned that some of the procedures already commenced, especially with the transition to online BingoPlus. PwC is aware that there is a third party in some of the sites, and they already informed management of the need to access data and information.

As to the timeline, formal walk throughs commenced in November. Then between January to March 2023, would be the year-end statutory audits. PwC committed to submit their report/s on time as they do not anticipate any extensions as to the deadline for filing the financial statements either by the BIR, SEC and/or PSE.

Atty. Paras asked what PwC's policy is in terms of conflict or disagreement with client along the way. Mr. Domondon responded that while it is not a policy per se, but a protocol, PwC would first determine the source of the disagreement. From there, they will consult with their own legal and technical team; then, they will come up with a position paper to be submitted to LRWC's management. If there will still be a disagreement despite the submission of the position paper, PwC will need to elevate the matter to the Audit Committee, who will be the final arbiter of the disagreement.

Mr. Domondon then asked the Committee about their expectations in terms of measuring the performance of the auditors. Mr. Dizon answered that they expect timeliness (i.e. financial reports to be submitted timely to the regulatory agencies, SEC and BIR), and compliance with standards like PFRS and tax rules. He added that they need additional assurance not just from internal audit, but also from external audit, as well as "no surprise audit". He hopes that the team will be able to minimize or avoid altogether any surprises especially during the closing of the period. In terms of the process and monitoring or control, Mr. Dizon suggested the need for a progress reporting or progress status. He also assured PwC that should there be any disagreement between the auditors and the Company, that they can communicate any time to the Chairman of the Committee or to the Secretary, whether there is any need to hold an executive session with the Audit Committee. Finally, he intimated that he expects proper coordination with management.

Furthermore, Mr. Dizon also talked about the Key Audit Matters ("KAM"). He said that for the information of the other committee members, KAM has to be presented to the shareholders. The number one issue, according to him, is the revenue recognition of the online gaming, *i.e. How do you assess that it is complete; Is there an assurance that there is no leakage, and that everything is complete and reported?* Thus, he proposed that this be reviewed together with management. As to the other KAMs, since LRWC is really focused on gaming, then the attention should also focus on those. He suggested to check whether the other areas like investment would still need attention. He likewise suggested for PwC to check other gaming companies as to other KAMs that might need to be included or reported. Mr. Domondon fully agreed with Mr. Dizon's comments. He confirmed that this reassessment of the KAMs was initially discussed with LRWC's management, especially with the shift of the business and growth. In a nutshell, Mr. Domondon said that for the provisions and contingencies, they believe there is no other outstanding LOA that need to have provisions; on Recoverability of non-financial assets, this is important and standard; and, on the inclusion of revenue recognition, PwC will coordinate with management.

The Chairman, Mr. Dizon requested PwC to let the management and the Audit Committee know immediately should there be any updates on tax or standards, as well as disclosure requirements so that the management can already assess if there will be an impact on the financial statements. Mr. Domondon said assured the Committee that there are 3 partners on board, including the reviewing partner who is the lead partner on audit. On the status of updates, he reminded that there is a Connect program which LRWC's President and CFO, Mr. Tsui and Mr. Pielago, both already have. Nonetheless, he committed that PwC can provide snippets of these updates to the Audit Committee for reference.

As to the fact that LRWC group is composed of more than 50 companies, Mr. Dizon said that in case there will be delays in the finalization of the audit of the subsidiaries, PwC would need to make some decision whether it will really affect or have an impact on the parent company. To this, Mr. Domondon replied that the team will be using scoping plus the materiality threshold. If it does not reach that threshold, then they will proceed with the issuance of the parent's financial statements.

Atty. Aquino joined in the comments of the Chairman. He reiterated that should there be any changes in the risks of the Key Audit Matters, that they should be shared with the Audit Committee in the soonest possible time as these are sensitive. He also suggested that a meeting with management be held regarding this.

Finally, Atty. Paras asked whether PwC threads on money laundering issues and the inflow of moneys. Mr. Domondon answered "Yes". He confirmed that one key area that they will be looking into aside from the private placement, on the revenue aspect, is the KYCs in place and being undertaken to ensure legal sources. He affirmed that PwC already saw certain safeguards being

employed by the Company. Thus, Mr. Domondon said that they will make sure that these are complied with across all companies.

4. ADJOURNMENT

There being no other matters to discuss, the meeting was adjourned.

CERTIFIED CORRECT:

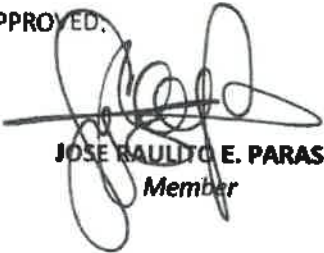

CAROL V. PADILLA
Corporate Secretary

ATTESTED:


RAMON D. DIZON
Chairman

MINUTES READ AND APPROVED.


TIMOTEO B. AQUINO
Member


JOSE RAULITO E. PARAS
Member



Leisure and Resorts World Corporation and Subsidiaries

For the year ending December 31, 2022

For presentation to the Audit Committee
5 December 2022



PwC

Isla Lipana & Co., PwC member firm

Agenda



People powered by technology



Planning the audit

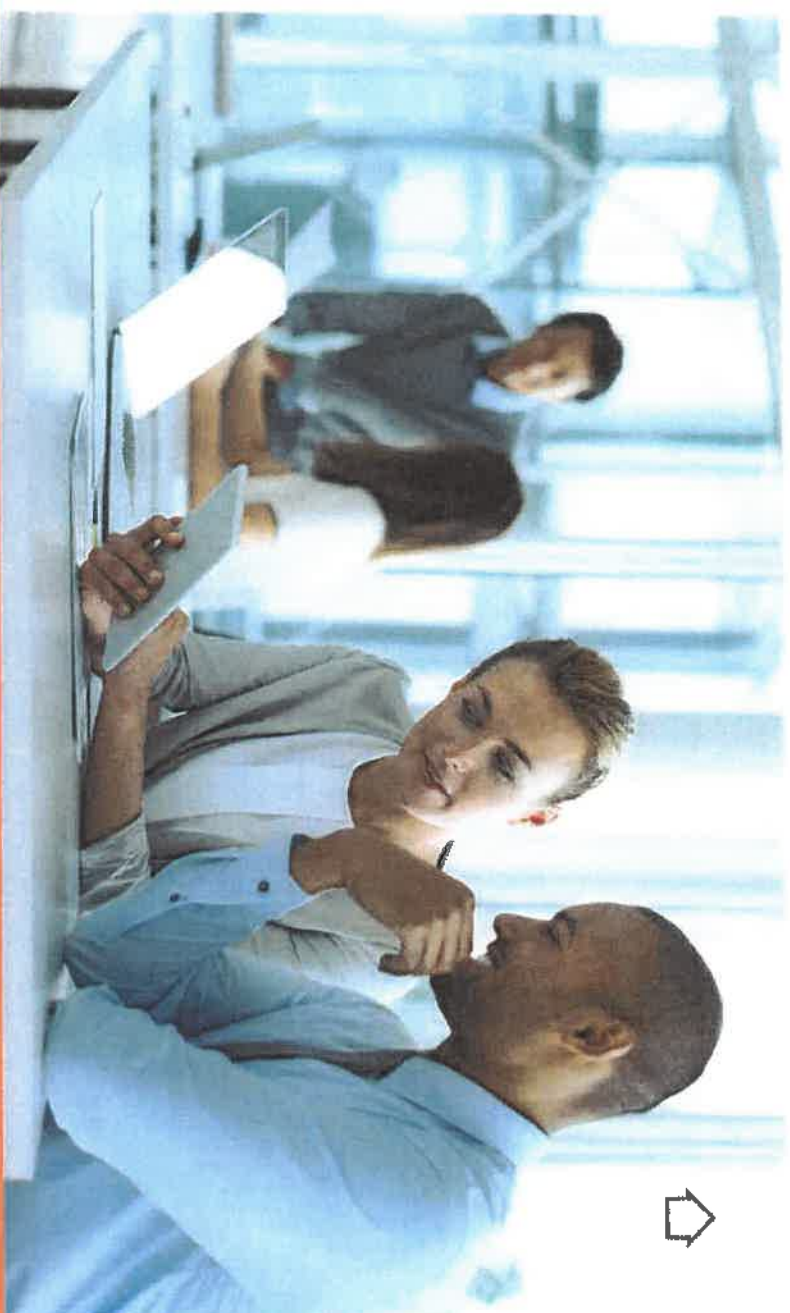


Timeline and other matters
for discussion



People powered by technology

Our teams are selected to achieve the right balance of relevant experience, industry knowledge, specialist expertise and cultural fit.



People supported by smart market-leading technologies, enabling efficient, flexible and insightful collaboration with clients.

PwC 17 People powered by technology

Your client service team

Your PwC team, led by Cholo, Dennis and Aira, combines a detailed knowledge of LFRWC, the broader industry and working with major listed companies in the Philippines. This experience is leveraged where and when it matters to you.

Engagement Managers



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Your client service team

Your PwC team will be also be involving a dedicated IT Assurance team for the systems audit.



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Crispin Sarmiento, Jr.
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Your client service team

Your PwC team will be also be involving a dedicated
Tax team for tax compliance



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Eileen Flor Chavez-Abalos
Tax Director
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The technology taking you into tomorrow

Today...

Coordination

What you want

- No surprises
- Tell me what's outstanding and when you need it

What we bring

- **Aura** global ERP system driving consistent quality
- **Connect** for working together

What you get

Consistent, transparent. A single system used globally for consistency, collaboration, and visibility

Saving time

- Data requests take a lot of time, can you use technology to make this easier?

- Customized bots / workflows streamlining the audit
- Service Delivery Center teams for high-volume transactions

Time-saving, enhanced quality: Seamlessly acquiring your data to analyze, risk assess, spot anomalies and direct audit focus and testing

Insights

- You have all my data, tell me something about it

- Computer Assisted Audit Techniques (CAATs) analysis over journal entries and revenue transactions

Precise, efficient: A more intelligent risk assessment by analyzing full populations to create a right-sized audit plan with less wasted effort

Innovation

- My organization is always innovating, what are you doing?

- Digitally upskilled workforce and digital accelerators bringing customized innovations to your engagement

Customized, continuous: Drives on-the-ground innovation for your audit, including automated workflows, data visualizations, bots



Watch now: We're delivering Tomorrow's Audit, Today

Other matters for discussion

Audit technology and transformation



Aura and Smart Audit platform
Our global ERP system driving global quality and consistency



Connect
A collaborative workflow tool allowing fast, secure information sharing



Viewpoint
Access timely, relevant accounting and business insights personalized for you



CAATS
Analysis of your data while delivering unique insights



Datasnipper
Streamlines and automates audit documentation



Google Meet
Secured and real-time meetings powered by Google



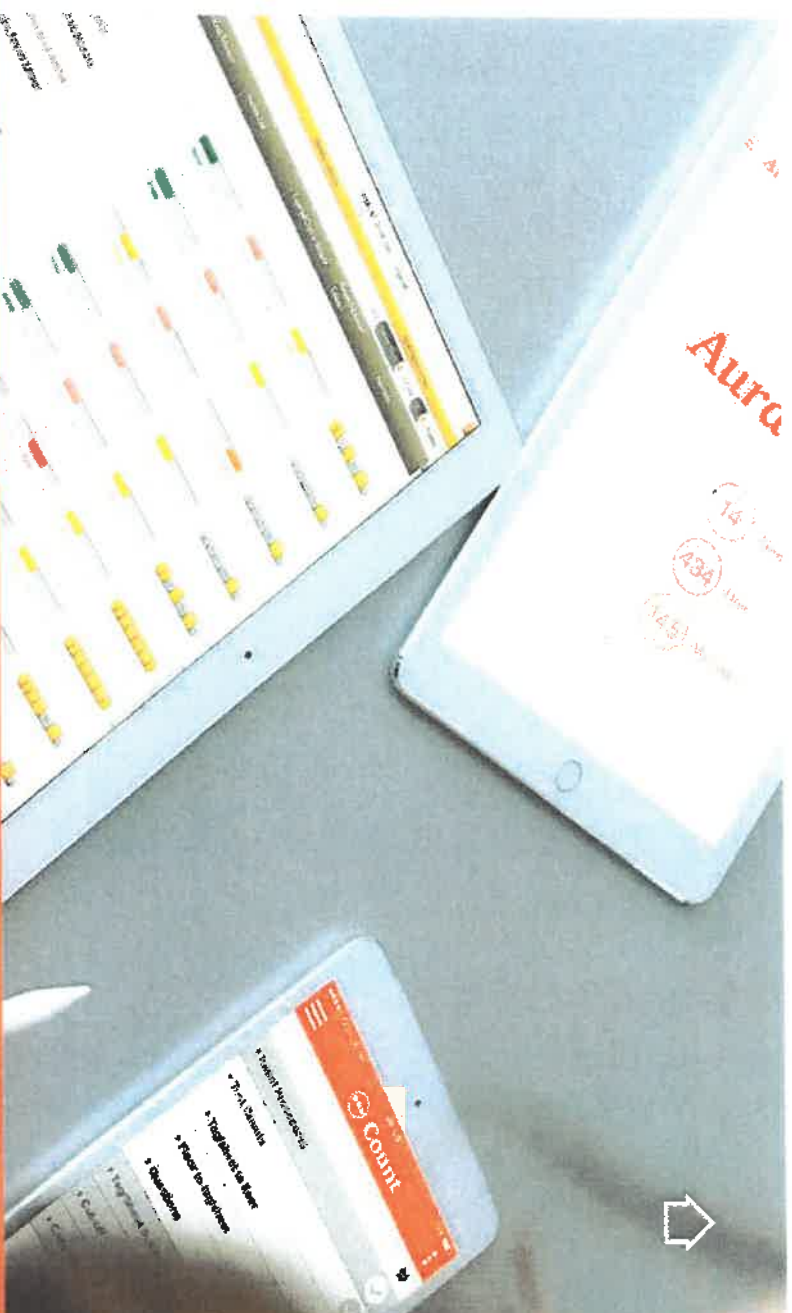
Confirmation.com
the world's leading global provider of online audit confirmations and a trusted service provider to over 3,500 banks and 14,000 audit firms

We're making big investments in people and technology to further enhance the quality of our audit and make it more efficient, more consistent, and less burdensome.

Our technology and methodology are intertwined. Our powerful combination of digitally savvy people and leading tools will save you time from start to finish.

Planning the audit

We design a tailored testing plan for each scoped-in balance, optimizing between tests of detail, controls testing, validation of judgments and data techniques.



Aura, our single instance software, ensures work gets done one way—the right way—consistently and efficiently, both globally and locally. It is used by over 100,000 auditors worldwide on every PwC audit.





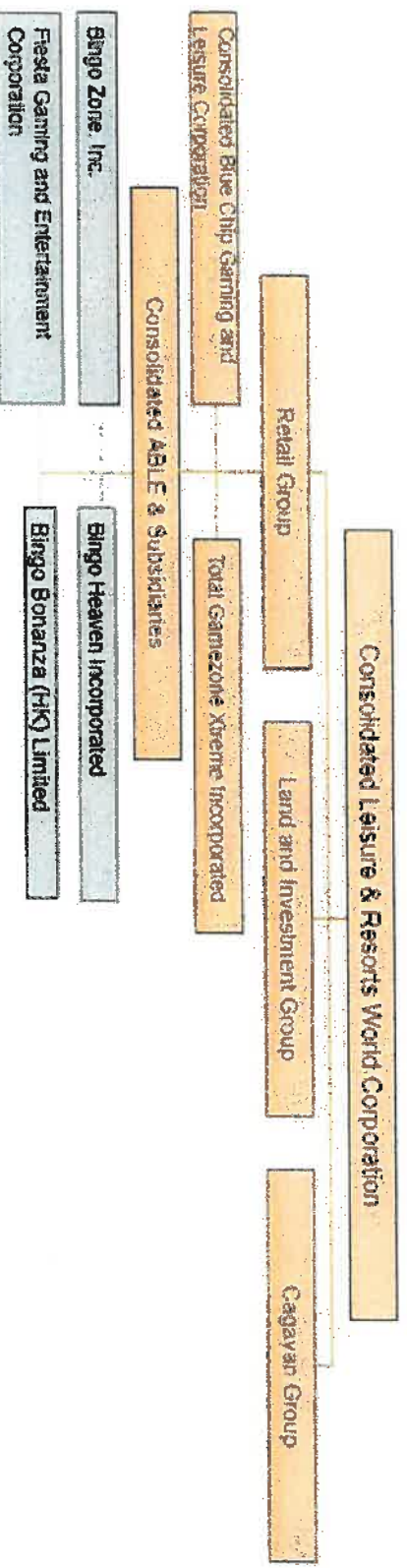
Planning the audit

Scope of work

Company	*Entities	Scope of work
Leisure and Resorts World Corporation and Subsidiaries	50	Consolidated reporting

Groups	Entities	In-scope	Out-scope*	Scope of work
Retail Group	38	34	4	Local statutory audits
Land and Investment Group	9	9	-	Local statutory audits
Cagayan Group	3	3	-	Local statutory audits

Out-of-scope entities are non-revenue generating and represent a less than 0.01% share in consolidated assets as of June 30, 2022.



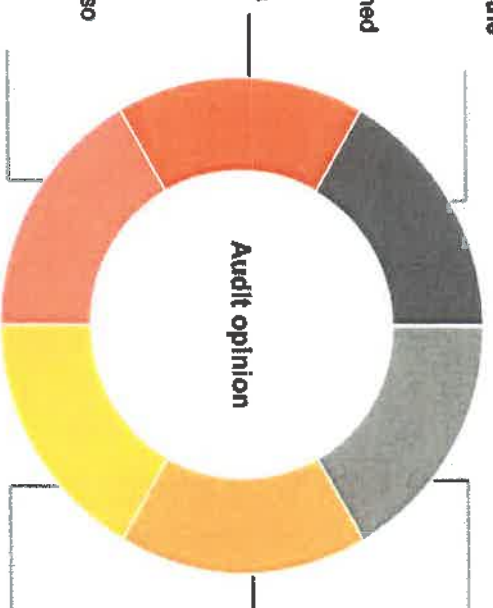
Our objectives



- Being fully accountable for the level and quality of the service that we provide by**
- Confirming our mutual expectations with the audit committee
 - Discussing how we and the audit committee performed against those expectations

Providing robust and independent views on matters arising from our audit work

Providing an accessible, experienced team whose members have a detailed knowledge of your business, so business issues are understood and appropriately addressed



Being committed to a “no-surprises” audit, undertaking to report significant deficiencies to management and the audit committee or those charged with governance as soon as possible after we become aware of them

Providing excellent technical advice and assistance on a timely basis

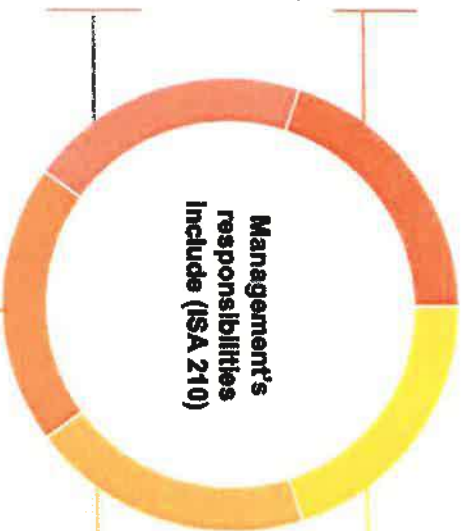
Supporting the audit committee or others charged with governance in achieving their objective of ensuring that the business operates within a robust control environment through issuing an Internal Control Memorandum or a Management Letter

Management responsibilities



Preparation of the financial statements in accordance with the applicable financial reporting framework, including where relevant their fair presentation.

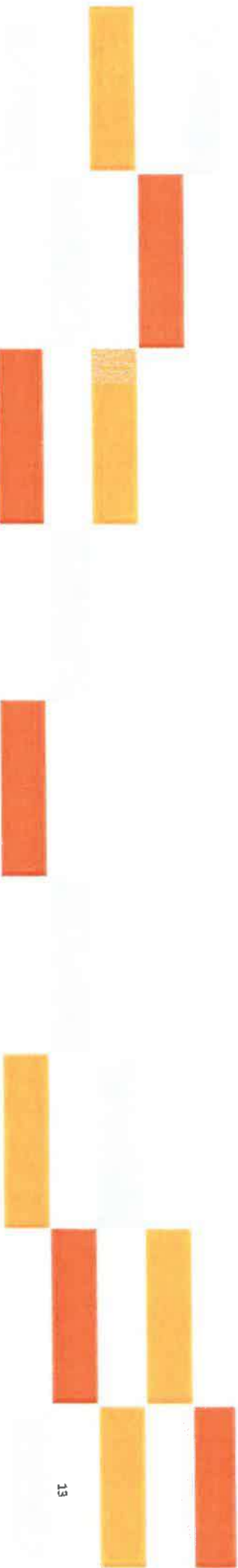
Providing the auditor unrestricted access to persons within the entity from whom we determine it necessary to obtain audit evidence.



Providing the auditor additional information that we may request from management for the purpose of the audit.

Internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

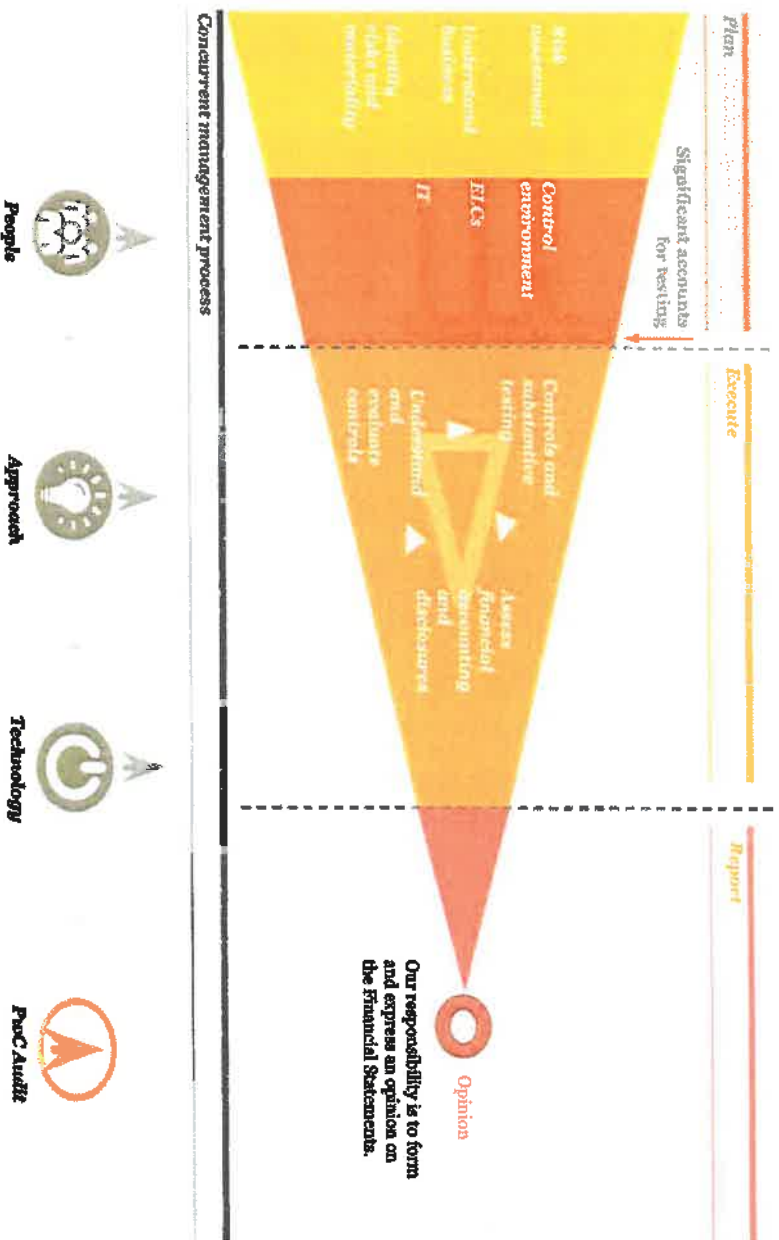
Providing the auditor access to all information of which management is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters.



Planning the audit

Overall audit approach

Understand the client's business, objectives and risks are at the center of our audit approach



We use our own risk assessment to design the audit process, aligning our audit with the way management monitors the organization's controls and business processes.

We apply the concept of materiality both in planning and performing the audit, and in evaluating the effect of identified misstatements on the audit and of uncorrected misstatements, if any, on the financial statements and in forming the opinion.

We evaluate the internal control assessment process that management has in place and independently test the design and operating effectiveness of controls over financial reporting.

Taking into account our independent evaluation of internal controls, we perform substantive testing over significant accounts and disclosures. The type of substantive audit evidence obtained is also impacted by the risk of material misstatement and the risk of management override of controls.

We form an opinion on the Group's consolidated and separate financial statements.



Planning the audit

Areas of focus (including significant risks)

Our audit is **risk-based**, which means we aim to focus on the areas that matter.



Significant audit risks are those with the highest potential for material misstatement due to a combination of their size, nature and likelihood and which, in our judgment, require special audit consideration.

Areas of audit focus

- 1 Risk of fraud on revenue recognition*
- 2 Management override of controls*
- 3 IT general and application controls
- 4 Related party transactions

* significant risks
Significant risks and focus areas are potential Key Audit Matters. These will be evaluated upon reporting based on significance of audit effort.

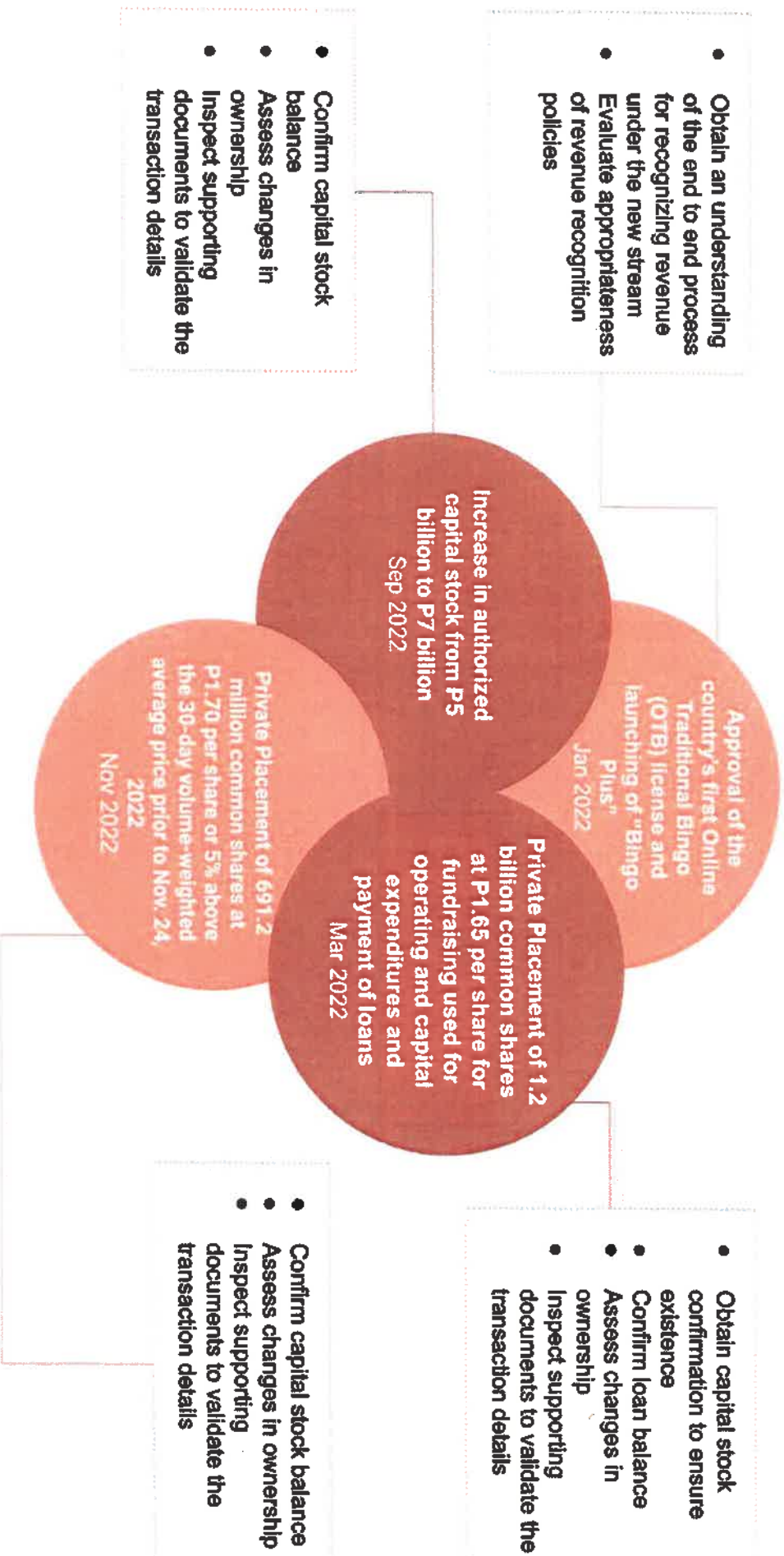
Significant risks

Significant risk	Related accounts (relevant assertions)	Audit response
<p>Risk of fraud on revenue recognition</p>	<ul style="list-style-type: none"> • Offline Revenue (Completeness) 	<ul style="list-style-type: none"> • Perform a collaborative approach with our Risk Assurance (IT audit) to address the risk of revenue recognition. • Obtain an understanding of the end to end process for recognizing revenue to identify areas that could lead to material misstatements and test manual and automated controls over the revenue recognition process. • Perform cut-off testing to ensure revenue items are recorded in the proper period. • Test manual journal entries focusing on unusual entries made • Test a sample of revenue transactions entered into throughout the year. • Evaluate completeness of revenue recorded during the year. • Evaluate appropriateness of revenue recognition policies against requirements of PFRS 15; and • Incorporate unpredictability procedures
<p>Fraud - Risk of management override of controls</p>	<ul style="list-style-type: none"> • Pervasive (all) 	<ul style="list-style-type: none"> • Obtain an understanding of the end to end process for recording manual journal entries to identify areas where manual journal entries could lead to material misstatements and test controls over the journal entry process. • Perform regular discussions with management to understand any new risks or matters identified. • Obtain a listing of journal entries and confirm completeness. A sample of journal entries will be tested, focusing on riskier journals and periods of the year. • Evaluate business rationale of significant or unusual transactions outside the normal course of business. • Test consolidation and topside journal entries recorded during the closing process and investigate journals that are material or appear to be unusual; and • Perform unpredictable procedures across various accounts.

Key audit matters (KAM)

	Assessment Status	Audit Response
<p>1</p> <p>Provisions and contingencies</p> <ul style="list-style-type: none"> • Estimation of the potential liability resulting from tax assessments requires significant judgment by management 	<p>Ongoing reassessment of the materiality of these cases</p>	<ul style="list-style-type: none"> • Discuss with management the status of the tax cases/ claims; • Evaluate the position of the Group by considering the relevant laws, rulings and jurisprudence; and • Consideration of involvement of specialists
<p>2</p> <p>Recoverability of non-financial assets</p> <ul style="list-style-type: none"> • Estimation of the recoverability of non-financial assets (PPE and goodwill) in view of the Group's macro-economic environment 	<p>Reassessment of whether the recoverability of PPE is still a KAM</p>	<ul style="list-style-type: none"> • Test management's recoverability assessment; • Test of significant assumptions; • Review of management disclosures; and • Consideration of involvement of specialists
<p>3</p> <p>Valuation of investment properties at fair value</p> <ul style="list-style-type: none"> • Management's valuation of investment properties involves significant judgment and estimates and requires the assistance of external appraisers whose calculations depend on certain assumptions 	<p>Ongoing assessment of the existence of factors that might indicate impairment</p>	<ul style="list-style-type: none"> • Evaluation of the work performed by management's expert • Test of significant assumptions; • Review of management disclosures; and • Consideration of involvement of specialists
<p>4</p> <p>Valuation of investment in HEPI</p> <ul style="list-style-type: none"> • Management's valuation of investment in HEPI involves significant judgment and estimates and requires the assistance of external appraisers whose calculations depend on certain assumptions 	<p>Ongoing assessment of the existence of factors that might indicate impairment</p>	<ul style="list-style-type: none"> • Evaluation of the work performed by management • Test of significant assumptions; • Review of management disclosures; and • Consideration of involvement of specialists

Key business transactions





Planning the audit

Areas of focus - IT General Controls

Scope of Work

Our scope includes coverage over the following domains:



In-Scope Applications

We will be validating the design effectiveness of LRWC's IT General Controls over the following applications:

- Bingo Plus Portal
- E-Bingo Management System
- IBM Planning Analytics
- Microsoft Dynamics Navision

Covered period: 1 January 2022 to 31 December 2022

Audit Approach





Timeline and other matters for discussion



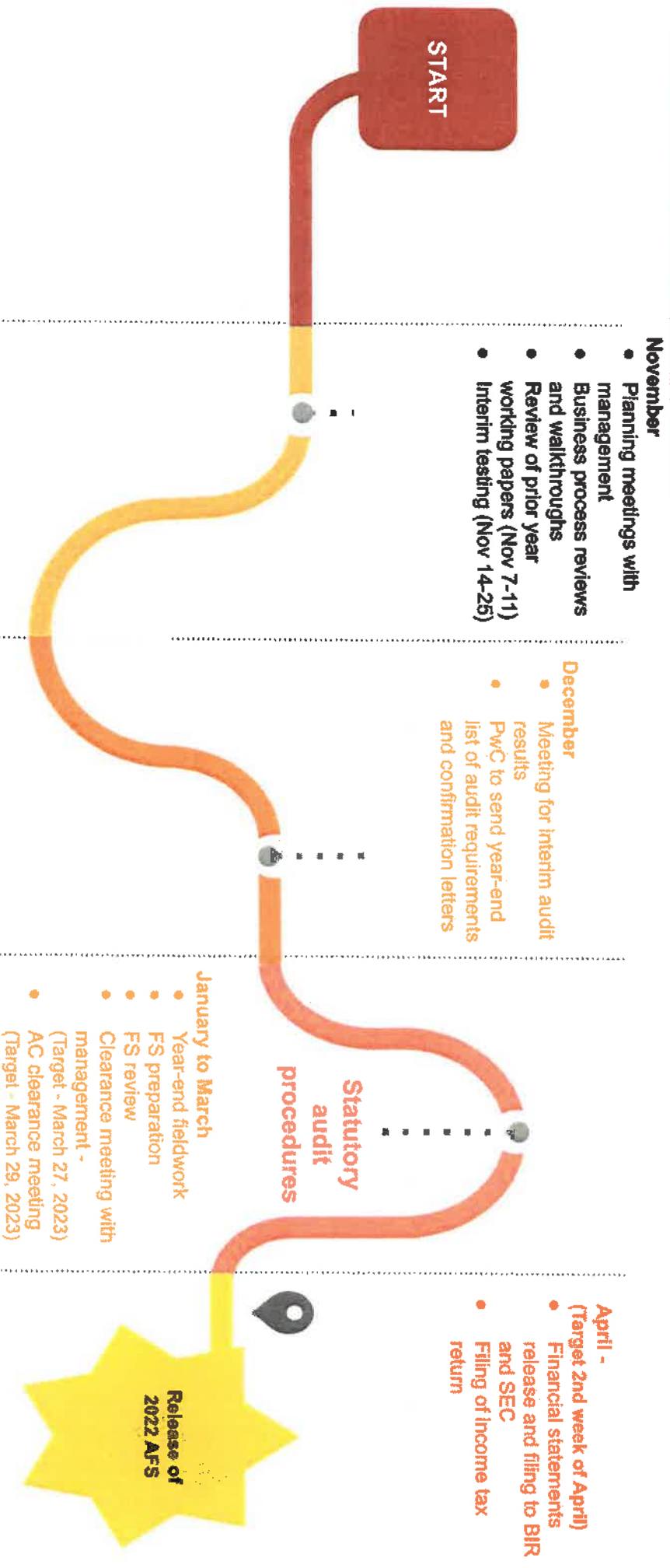
Working in harmony with you, we combine our judgment, experience and instinct with market-leading technology, to identify risks and anticipate problems before they occur, so that they are dealt with promptly and at the right level. This is our commitment to an effective audit.





Timeline

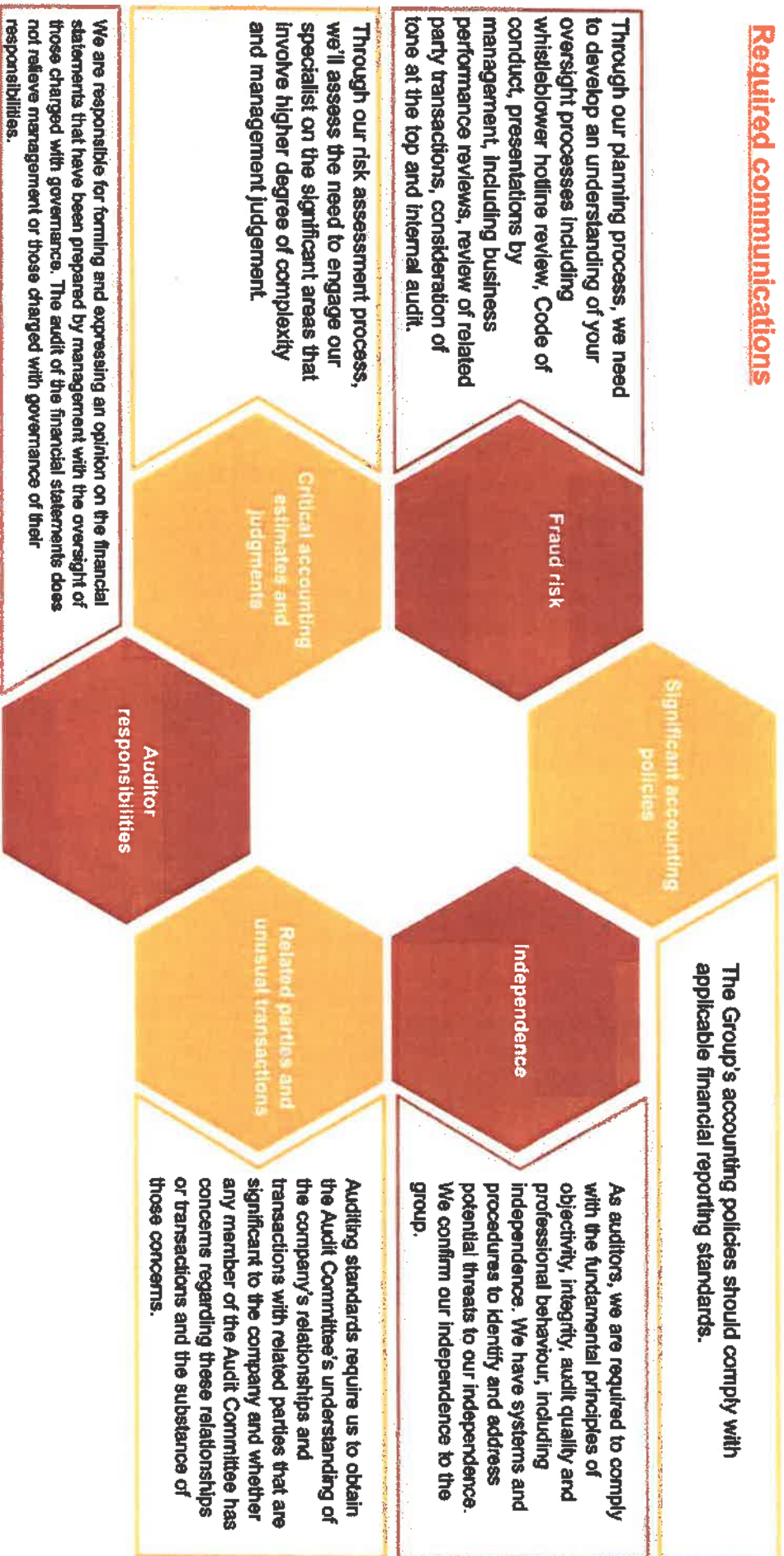
Where we stand - Planned timetable





Other matters for discussion

Required communications





ESG, value creation and the future of reporting

Doing nothing is no longer an option

There are fundamental shifts happening globally that are changing what it takes for companies to be successful.

Employees, customers, communities and investors pressuring businesses to adopt sustainable practices and approaches to remain relevant and viable.

Companies are expected to understand and manage impacts and benefits that key ESG issues have on their business.

A robust ESG reporting strategy enables companies to transparently and authentically communicate the purpose, values, performance, and contribution to society, the economy, and the environment.

ESG reporting regulation is coming - are you prepared?

Management and the Audit Committee should be aware of new and proposed reporting standards and frameworks, and any potential regulatory changes that could affect Leisure & Resorts World Corporation. Many of the standards and frameworks are still in draft form, but they all draw on the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD).



Other matters for discussion

Commitment to deliver what matters to you

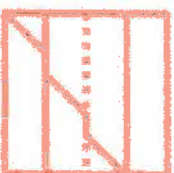
In an effort to continuously improve our service to you, we gather your feedback and incorporate what we learn into our future service using our three client principles.

1



Agree on expectations
We look forward to discussing our understanding of how you define satisfaction and confirming our commitments to you, which focus primarily on quality and responsiveness to your business issues and needs.

2



Measure our performance
We pay close attention to annual survey results and hold formal conversations each year with your senior executives and Audit Committee.

3



Seek continuous improvement
We will share with you our self-evaluation as we assess and act upon any areas of improvement based on your feedback. The final step results in a report on our accomplishments in quality and value delivery.



www.pwc.com/ph



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LEISURE & RESORTS WORLD CORPORATION
Minutes of the Special Meeting of the Board of Directors
Held at Dumas Function Room, Discovery Primea Hotel Makati
On 14 November 2022 at 11:00 a.m.

ATTENDANCE OF BOARD OF DIRECTORS:

NAME:	PRESENT:	ABSENT:
Eusebio H. Tanco	✓	
Mardomeo N. Raymundo Jr.	✓	
Tsui Kin Ming	✓	
Rafael Jasper S. Vicencio	✓	
Ramon D. Dizon	✓	

Via Zoom:

<https://us06web.zoom.us/j/88210479306?pwd=amlKejY1UWFkQnoxMEs0SVRBMGVWQT09>

Renato G. Nuñez	✓	
Willy N. Ocier	✓	
Atty. Timoteo B. Aquino	✓	
Atty. Jose Raulito E. Paras	✓	

ALSO PRESENT:

Tommy Hu
Elias Kukas
Wilfredo Pielago
Kristine Margaret R. Delos Reyes
Carol V. Padilla

1. CALL TO ORDER AND PROOF OF QUORUM

The Chairman, Mr. Eusebio H. Tanco called the meeting to order and presided. The Corporate Secretary, Atty. Carol V. Padilla, recorded the minutes of the meeting.

2. CERTIFICATION OF QUORUM

The Corporate Secretary certified that all directors are present and that a quorum was present for the transaction of business by the Board.

3. APPROVAL OF THE THIRD QUARTERLY FINANCIAL REPORT



He then proceeded to present the September year to date income statement (2022 vs. 2021), the highlights of which were as follows:

- Total revenues in 2022 September YTD increased by P4.7 billion compared with 2021 YTD. This was driven online bingo streaming and EGS.
- The September YTD EBITDA posted a positive result in 2022 at P513.6 million or 504% improvement versus 2021.

Mr. Tanco asked if there were any laggards. Mr. Pielago explained that the E-bingo can be seen to have a constant revenue of around P300million per month, versus EGS that is improving every month in the third quarter. Mr. Pielago pointed out that same goes for the other segments which can be seen to be flat or no major improvement per month.

Mr. Ocier also asked if there is an improvement in the brick and mortar outlets for e-bingo. Mr. Pielago confirmed that the operations of brick and mortar outlets remained flat and that there is no significant increase. Mr. Tanco asked why this is so, to which Mr. Tsui responded that management has been looking into the sites' performance and management is studying how to improve their performance (i.e. air-conditioning, over-all quality of sites, etc.) so management is hoping to see improvement in the coming months. Mr. Vicencio added that in the first few months of the year, the operations team concentrated all their efforts on the registration of the online bingo. According to him, efforts now, beginning November, are being shifted towards on-site performance. Mr. Tanco asked whether the online bingo is cannibalizing the onsite bingo. Mr. Vicencio assured him that the market and players of the online bingo are different (i.e. younger) from the players of the traditional bingo, so there is no competition between the two.

Mr. Pielago continued his presentation by showing the consolidated balance sheet, and summarized variance analysis as follows:



Mr. Pielago informed the Board that this information was also presented to the Audit Committee. At this juncture, the Chairman of the Audit Committee, Mr. Ramon Dizon, informed the Board that the Audit Committee met last Thursday, November 10, 2022, and reviewed and approved the Third Quarterly Report for endorsement to the Board. He further stated that the major change applied was the presentation in the MD&A and the discussion on the Notes to Financial Statements, specifically that the focus was on the retail bingo rather than the casino.

The Chairman asked whether there is a need to change the purpose clause in the Company's Articles of Incorporation in light of the Company's direction towards online bingo. Atty. Kristine Delos Reyes responded that there is no need since the purpose clause is currently worded broad enough to cover both traditional and online bingo. Nonetheless, Mr. Tanco asked that this be checked.

Mr. Dizon also suggested to study the reference to “retail” in the financial statements/reports since this word usually pertains to selling good or products, whereas the way the Company uses this term for bingo. Rather, he suggested the use of the word “interactive gaming”, “entertainment gaming”, or “e-game”. Mr. Tsui said management will revisit this.

Thus, upon motion duly made and seconded, the Board passed and approved the following resolution:

“RESOLVED, as it is hereby resolved, that the Third Quarterly Report and Financial Statements is hereby approved.”



5. ADJOURNMENT

There being no other matters to discuss, the meeting was adjourned upon motion duly made and seconded.

CERTIFIED CORRECT:


CAROL V. PADILLA
Corporate Secretary

LEISURE & RESORTS WORLD CORPORATION
Minutes of the Compensation Committee Meeting
Held on 13 June 2022
via Zoom Communication

PRESENT:

Mr. Lawrence T. Cobankiat
Mr. Tsui Kin Ming
Atty. Mardomeo Raymundo Jr.
Mr. Max Aaron Wong
Mr. Winston A. Chan

ALSO PRESENT:

Mr. Dominic Villanueva
Ms. Kairos Xie
Atty. Carol V. Padilla

1. CALL TO ORDER AND PROOF OF QUORUM

The Chairman, Mr. Lawrence Cobankiat, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Carol V. Padilla recorded the minutes of the meeting.

2. CERTIFICATION OF QUORUM

The Corporate Secretary certified that a quorum was present for the transaction of business by the Committee.

3. ENGAGEMENT OF HR CONSULTING FIRM FOR THE DEVELOPMENT OF THE ESOP

Mr. Tsui Kin Ming introduced to the Committee the members from the HR Team in charge of the Employee Stock Option Plan ("ESOP") headed by Mr. Dominic Villanueva and Ms. Kairos Xie. Mr. Villanueva presented to the Committee.

As a background, Mr. Villanueva informed the Committee that the Company would like to set up a Long-Term Incentive ("LTI") plan designed from top management positions and potentially other key managerial positions, with the objective of creating a differentiated advantage to aid talent attraction and retention as well as overall business performance. He explained that while HR is in charge of this, they will need assistance from a technical team, which they identified to be Mercer Philippines, Inc., after consultation and careful consideration of a total of 2 multinational risk management and advisory companies (i.e. WTW Willis Towers Watson, and Mercer Philippines Inc.).

The salient features of his presentation are the following:

- i. Some of the reasons why Incentives are Important
 - a. Workers are likely to work at their best when they are offered monetary rewards for good performance
 - b. To provide opportunity for hard-working employees to earn more
 - c. To increase employee productivity

ii. Employee Eligibility

- Employees of the LRWC group holding job grade of Executive, Senior Management and Middle Management
- Factors to be considered: seniority, job grade, job performance, contribution, special achievement, and other conditions deemed relevant by the management

iii. About Mercer

- Has 40+ years' experience, 1,800+ colleagues, and 9,000+ clients

iv. Clients of Mercer



v. Our Desired Outcomes

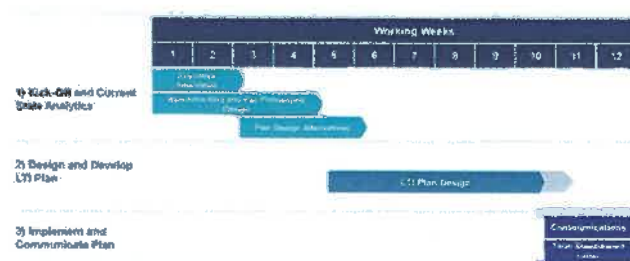
1. Mercer will provide a market practice snapshot of the various LTI design structures currently in use, along with the benefits, limitations and suitability
2. Mercer will provide some alternative strawman designs and LTI structures to help LRWC evaluate the pros and cons, and suitability to our own needs and realities
3. Mercer will finalize and design an LTI Plan structure that is "fit-for-purpose" and support its implementation and employee communication to effectively carry out the Plan's roll out

vi. Fee Structure

Activity	Professional Fees (USD)
Current State Analysis, Market Analysis and Develop LTI Designs	11,000
Design and Develop LTI Plan (1 plan)	31,000
Implementation and Communicate LTI Plan	18,000
Total Fees	60,000
Relationship Discount (25%)	(15,000)
Net Fees	45,000

Progressed Payments Schedule	% of Professional Fees
1st payment upon signing of the SOW	50% of the total Compensation
Final payment upon completion of all deliverables	50% of the total Compensation

vii. Project Timeline = at least 12 weeks



Mr. Cobankiat asked whether the intention of the presentation is to seek the Committee's approval of the budget. Mr. Tsui responded and clarified that they are seeking the approval of the Committee to engage the external firm. Mr. Cobankiat then said that he understands the importance of providing incentives to employees to get loyalty and better performance from staff and key personnel. He asked whether it is necessary to engage an outsider to handle this or if it is something

that can be done internally. Mr. Tsui clarified that being a listed company, management deemed it proper to hire an external firm to develop the stock option plan especially considering that it is a long-term plan (i.e 3-5 years). Mr. Cobankiat also asked for confirmation that the engagement with the firm is only for a short period, to which Mr. Tsui replied in the affirmative, more particularly for about 3 months. Mr. Villanueva also confirmed that Mercer has other publicly-listed companies as clients, and claims to be the world's largest HR consulting company, so they believe that Mercer will greatly benefit the Company.

Atty. Raymundo asked whether a proposal was also received from the other firm, WTW. Mr. Tsui answered in the affirmative. He said that upon review of WTW's proposal, it appeared that Mercer has more in-depth knowledge in this area. WTW's proposal was broader and lacked details.

Mr. Wong asked about the employees covered in the Plan. Mr. Tsui responded that this will be further discussed with Mercer, and the details of the coverage in so far as qualified employees are concerned will be presented later on.

Atty. Raymundo inquired whether there is a target date for the roll out of the Plan. Mr. Tsui said they are looking at about end of third quarter. Atty. Raymundo pointed out that there is a SEC approval requirement which must also be considered. Mr. Tsui agreed and said that the regulatory approvals will be handled by the Company's in-house counsel, and not by Mercer.

Thus, upon motion duly made and seconded, the following resolution was approved:

"RESOLVED, as it is hereby resolved, that the Committee approves the engagement of a third-party HR consulting firm, specifically Mercer Philippines, Inc. to develop the Company's Employee Stock Option Plan."

4. ADJOURNMENT

There being no other matters to discuss, the meeting was adjourned.

CERTIFIED CORRECT:


CAROL V. PADILLA
Corporate Secretary



Corporate Governance and Finance Department

08 September 2022

Atty. Kristine Margaret R. Delos Reyes
Compliance Officer
Leisure & Resorts World Corporation
26th Floor, West Tower, Philippine Stock Exchange Center
Exchange Road cor. Pearl Drive, Ortigas Center
1605 Pasig City, Philippines

Re : **Request for Exemptive Relief**

Dear Atty. Delos Reyes:

This refers to the request of Leisure & Resorts World Corporation (LRWC) for exemptive relief in relation to the nomination of Mr. Ramon Dizon as its independent director for covered year 2022 and pursuant to the powers of the Commission under Section 72.1 of the Securities Regulation Code.

Records show that Mr. Dizon was a partner at SyCip Gorres Velayo. And Co. (SGV), which was engaged by LRWC as its external auditor for the years 2018 to 2021. Consequently, his nomination as an independent director of LRWC is prohibited under Rule 38.2.6 of the Securities Regulation Code, which provides that:

38.2.6. Is not retained, either personally or through his firm or any similar entity, as professional adviser, by that covered company, any of its related companies and/or any of its substantial shareholders, within the last two (2) years;

Nevertheless, upon careful evaluation, the Commission finds that Mr. Dizon has not been directly involved in the audit of LRWC's books as professional adviser, external auditor or consultant during his stint in SGV. As such, his involvement with LRWC, through his firm, is passive in nature and should not have created a situation where his independence may be compromised.

In view of the foregoing, the request for exemptive relief in favor of Mr. Dizon is hereby **GRANTED** by the Commission.


RACHEL ESTHER J. GUMBANG-REMALANTE
Director
Reference No. 202209-009-OD

//ssp



Legal

CORPORATE GOVERNANCE AND FINANCE DEPARTMENT

31 January 2019

Mr. Eng Hun Chuah
President
LEISURE & RESORTS WORLD CORPORATION
26/F West Tower, PSE Centre
Exchange Road, Ortigas Center
1605 Pasig City, Philippines

Re: **NON-COMPLIANCE WITH THE SEC PRESCRIBED WEBSITE
TEMPLATE FOR PUBLICLY-LISTED COMPANIES**

Dear Mr. Chuah:

This refers to your letter dated 23 January 2019 informing the Department that the company is now in full compliance with the SEC prescribed website template and requesting reconsideration of the imposable penalty.

A verification of the company's website on 31 January 2019 showed that it has **fully complied** with the SEC prescribed template. Please note however, that the company's compliance was done beyond the reglementary period.

With the aforementioned violation, the company was assessed a penalty of **One Hundred Four Thousand Pesos (PhP104,000.00)**¹ covering the period January 1, 2015 to December 15, 2018, pursuant to SEC Memorandum Circular No. 18, Series of 2014, which it paid on 25 January 2019 as shown by Official Receipt No. 1747753.

For the monthly accrued penalty covering December 16, 2018 to January 25, 2019, the Department hereby waives the said penalty considering the following circumstances: (1) the penalty is imposed for the its first offense of the cited violation; (2) the risk of loss as a result of such violation does not adversely affect third parties; and (3) it is compliant with other reportorial and compliance requirements of the Department.

The company is further reminded that the required information in the SEC-prescribed website template must be updated and retained in the company's website for a period of five (5) years.

Very truly yours,


RACHEL ESTHER J. GUMTANG-REMALANTE
Officer-in-Charge

//ssp

CURRICULUM VITAE OF RONALD ALLAN C. PABLO



Data Privacy, Information Security, Governance, Risk and Compliance Professional

CIPP/E, CIPM, CIPT, FIP, CDPSE, CCISO, CSCU, GRCP, GRCA, CPMP, ITIL, COBIT



A. PERSONAL DATA

Name: Ronald Allan C. Pablo

Residence: Barangay Old Balara, Commonwealth Avenue, Quezon City, Philippines

Contact Number: (+63) (917) 896-2272

E-mail Address: raccpablo@gmail.com

B. LINKEDIN PROFILE

[LinkedIn: https://www.linkedin.com/in/ronallan](https://www.linkedin.com/in/ronallan)

C. EDUCATIONAL ATTAINMENT

Post Graduate: Philippine Law School

JURIS DOCTOR (J.D.) - 2001

College: Arellano University

BACHELOR OF ARTS (A.B.) Major in Political Science - 1993

High School: University of Santo Tomas Pay High School -1988

Elementary: San Beda College Elementary School -1984

D. WORK EXPERIENCE

Senior Information Security Manager

July 2021 - Present

WeServ Systems International, Inc., Fujitsu GDC, Philippines

Nature of functions:

- Security Specialist, Fujitsu Australia Limited.
- Team Leader, Digital Systems Platform Unit (DSPU), Security, Fujitsu Australia and New Zealand.
- Manages Information Security Management and Security Operations Teams.

Trusted Advisor

December 2019 – Present (Freelance)

Straits Interactive, Pte Ltd

Nature of functions:

- Collaboration and assistance with data privacy modules and trainings.
- Speaker/resource person on data privacy and data protection.

Assistant Vice President - Deputy Data Privacy Officer

February 2020 – July 2020

Data Privacy Information Security Group, PLDT Inc.

Nature of functions:

- Data Privacy Program Operations, PLDT Inc. people and support groups, PLDT Enterprise.

Data Privacy Officer

July 2018 – November 2019

Demand Science Team Inc.

Nature of functions:

- Designated Data Protection Officer (DPO);
- Responsible for compliance with the Data Privacy Act of 2012;
- Responsible for crafting of internal data protection policies;
- Responsible for conduct of orientation and trainings on privacy and data protection;
- Provides advice and guidance with regard to implementation of privacy regulations (DPA, GDPR).

Information Technology Officer III

February 2014 – July 2018

Corporate Information Security Department - Office of the President and CEO, formerly under the Information Management Sector, Philippine Health Insurance Corporation

Nature of functions:

- Designated as *OIC-Senior Manager*, Corporate Information Security Department ;
 - OIC-Senior Manager of the Corporate Information Security Department from July 2013-April 2018;
 - Reports to the Senior Vice President for Actuarial Services and Risk Management Sector and concurrent Data Protection Officer, formerly to the Office of the President and CEO, and Senior Vice President for the Information Management Sector;
 - Responsible for establishment of policies, controls and measures which ensure the confidentiality, integrity, and availability of information, systems, and information technology resources;
 - Responsible for crafting of Privacy Manual in compliance with the Data Privacy Act;
 - Responsible for monitoring of implementation and efficacy of information security policies, controls and measures;
 - Responsible for planning and procurement of information security solutions;
 - Responsible for implementation of ISO 27001 Information Security Management System (ISMS) framework;
 - Responsible for conduct of Security Education, Training and Awareness (SETA) as well as information dissemination on Data Privacy Act;
 - Resource speaker/lecturer on Information Security and Data Privacy;
 - Supervises Policy & Planning and Operations Security Divisions;
 - Provides administrative support to the Data Protection Officer.
- Member, Bidding and Awards Committee – Information Technology Resources;
- Member, Technical Working Group, Data Governance Committee;
- Member, Corporate Disaster Coordinating Committee;
- Member, Health Information Technology Provider Accreditation Committee;
- Former Member, PhilHealth Executive Committee
- Former alternate Data Protection Officer;

- Former Member, Information Security, Change, Risk and Enterprise Architecture Management (ISCREAM);
- Former Chairperson, Philippine Health Information Exchange (PHIE) Privacy Experts Group (PEG).

Information Technology Officer II

June 2007 – February 2014

Office of the Chief Information Officer - Information Management Sector, Philippine Health Insurance Corporation

Nature of functions:

- Designated as *OIC-Senior Manager*, Corporate Information Security Department;
- Designated as *OIC-Division Chief*, Corporate Information Security Department;
- Crafted initial policy document and board resolution for the creation of the Philippine Health Insurance Corporation's Corporate Information Security Department;
- Designated as *Information Security Officer*;

Office of the Senior Vice President - Fund Management Sector (FMS), Philippine Health Insurance Corporation

Nature of functions:

- Represents Office of the Senior Vice President in meetings and functions;
- Preparation and drafting of various technical documents;
- Comments on and drafts position papers on various technical issues;
- Provides technical input on information technology matters and issues.

Development Management Officer IV

November 1997 – June 2007

Office of the Senior Vice President - Fund Management Sector (FMS), Program Management Office for Corporate Reengineering (PMO-CoRe), Office of the Chief Operating Officer (OCOO), Office of the Senior Vice President for Operations (OSVP-Operations), Management Information Systems (MIS) Department, Philippine Health Insurance Corporation

Nature of functions:

- Designated as Officer-in-Charge of the PMO in the absence of the VP/PMO Head;
- Assigned as Technical Staff with the Program Management Office for Corporate Reengineering (PMO);
- Facilitator/Team Leader for the IT and Legal Technical Working Groups (TWG);
- Contributing writer, SHINET;
- Designated Chairman of the Laptops and Multimedia Projectors Procurement Project Technical Evaluation Committee (LAMPP-TEC)
- Designated as full-time Chairman of the Operations Management Information Systems - Technical Evaluation Committee (OMIS-TEC)

- Designated as Executive Assistant for Region VIII, IX and XI Regional Health Insurance Offices since October 2001, subsequently modified as Executive Assistant for Mindanao PhilHealth Regional Offices (PROs);
- Previously designated as Executive Assistant for Membership and IT Matters to the Office of the Senior Vice President for Health Insurance Operations (OSVP-HIO) since May 2000;
- *De facto* Officer-in-Charge of the MIS Department from November 1997 to September 1998;
- *De facto* Officer-in-Charge of the MIS Department Systems Design Division from September 1998 to August 1999;
- Assisted in the development of the Interim SSS Claims Processing System;
- Participated in the selection, hiring, training and supervision of contractor employees;
- Assisted in the management and administration of Operations LANs;
- Responsible for the procurement of all IT resources;
- Prepared budget and annual procurement program;
- Prepared reports and communications;
- A member of the project development team given the Java Pioneer Award - September 22, 1998;
- Coordinated with other social security agencies regarding IT matters;
- Performed troubleshooting, repair and upgrading of office computers.

Administrative Assistant

<i>Office of the President and CEO, Philippine Health Insurance Corporation</i>

September 1996 - November 1997

Nature of functions:

Office of the President

- Drafted communications to be signed by the President;
- Assisted in the preparation of minutes and resolutions;
- Performed other functions as may be required by the President.

Health Finance Policy Research

- Monitored status of bills regarding health insurance in the Senate and House of Representatives;
- Maintained a database and archive of pending health insurance bills;
- Acted as Secretariat for Management Committee meetings;
- Drafted position papers/legal opinions;
- Attended Senate hearings;

Personnel

- Assisted in the creation and maintenance of a database on existing personnel as well as new applicants;
- Assisted in the preparation of documents relevant to hiring and placement of personnel;
- *Information Technology*
- Provided technical assistance with regard to computer hardware and software;

- Performed preventive maintenance and upgrades on office computers;
- Gave recommendations to the Supply Section on the procurement of system hardware and software;
- Assisted in the preliminary stages of the implementation of the Operation Management Information System plan (OMIS);
- Coordinated with hardware and software vendors;
- Acted as liaison to the National Computer Center (NCC).

Consultant

<i>Senate of the Philippines, Legal Division, Senate Legal Counsel, Office of the Secretary (OSEC)</i>
--

November 1994-August 1995

Nature of functions:

- Provided assistance with the drafting of legal opinions;
- Legal research;
- Coordinated with various government agencies to follow up implementation status of passed laws;
- Created database on the implementation status of passed bills;
- Generated reports on the implementation status of passed bills for submission to the Office of the Senate President and Office of the Senate Secretary;
- Attended signing of bills in Malacañang;
- Provided technical assistance on computer related problems.

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REPUBLIC OF THE PHILIPPINES)
CITY OF) S.S.

ATTESTATION

We, **TSUI KIN MING** and **ROSALYN D. BATAY**, both of legal age, and with office address at 26/F West Tower, Philippine Stock Exchange Centre, Ortigas Center, Pasig City, under oath, hereby depose and say:

1. We are presently the *President* and *Internal Audit Head*, respectively, of **DIGIPLUS INTERACTIVE CORP. (formerly, LEISURE & RESORTS WORLD CORPORATION)** (the "Company");
2. The Company has an independent audit mechanism to monitor the adequacy and effectiveness of its governance, operations, and information systems, including the reliability and integrity of financial and operational information, the effectiveness and efficacy of operations, the safeguarding of assets, and compliance with laws, rules, regulations, and contracts;
3. The Company's external auditor, Isla Lipana & Co., is responsible for assessing and expressing an opinion regarding the conformity of the audited financial statements of the Company with Philippine Financial Reporting Standards and the overall quality of the financial reporting process;
4. The Company's *Internal Audit Head* spearheads the performance of the internal audit activities and reports periodically to the Audit Committee;
5. Based on the results of the activities and reviews undertaken by internal and external auditors of the Company for the year 2022, we attest that a sound internal audit, controls, risk management, compliance and governance systems and processes are in place and working adequately and effectively in the Company;
6. We are executing this document to attest to the truth of the foregoing.

IN WITNESS WHEREOF, we have hereunto set our hands this ___ day of MAY 22 2023, in PARAÑAQUE CITY City, Philippines.


TSUI KIN MING
President


ROSALYN D. BATAY
Internal Audit Head


SUBSCRIBED AND SWORN to before me this ____ day of MAY 22 2023 in the City of PARAÑAQUE CITY affiants exhibiting to me the following competent evidence of their identities:

NAME
TSUI KIN MING
ROSALYN D. BATAY

GOVERNMENT ISSUED ID
TIN: 507-239-740
REGISTRATION NO. 0094809
VALID UNTIL 5/7/2025

NOTARY PUBLIC

Doc. No. 289;
Page No. 51;
Book No. I;
Series of 2073.


MARIA VICTORIA C. RIVERA-GILERA
Notary Public for Parañaque City
Until December 31, 2024
Commission No. 305-2023
Roll No. 52139
IBP Lifetime No. 08742 / 01.13.2010
PTR No. 3200089 / 01.04.2023 / Parañaque City
MCLE Compliance No. VII 003258 / 06.04.2021
24 F.G. Calderon St. BF Manresa, BF Homes, Parañaque City



EMPLOYEE SHARE OPTION PLAN (ESOP)

Plan Rules

1 PURPOSE OF THE PLAN

- 1.1 Leisure & Resorts World Corporation (the "Company" or "LRWC") Employee Share Option Plan (the "Plan" or "ESOP") is proposed on the basis that it is important to recognise identified Employees (the "Participants") whose contributions are essential to growing the business and delivering shareholder returns. The Plan will enable Share Options to be granted to Participants and will help to achieve the following objectives:
- a. To recognise the contribution of key individuals to the overall growth in business value;
 - b. To attract and retain key individuals whose contributions are essential to delivering key strategic objectives of the Company in the long-term;
 - c. To provide a competitive pay package with a high upside potential subject to the Company's performance; and
 - d. To align the interest of employees with the interest of the shareholders of the Company.

2 EFFECTIVITY AND DURATION OF THE PLAN

- 2.1 This Plan shall take effect subject to and is conditional upon:
- a. The securing and passing of the necessary resolutions by the Board of Directors and Shareholders of the Company in a meeting called for the purpose of approving the implementation of the ESOP and the adoption of the Plan's rules;
 - b. The Securities and Exchange Commission ("SEC") approving the registration statement or request for exemption, as may be applicable, covering the Plan, and the Shares to be issued to the vesting of an Award or exercise of the Options under this Plan; and
 - c. Securing such other corporate and regulatory approvals as may be required under applicable law.

3 DEFINITIONS

- 3.1 In the LRWC Employee Share Option Plan (the "**Plan**"), unless the context otherwise requires, the following words and expressions shall have the following meanings:

"Act"	The applicable laws of the Republic of the Philippines.
--------------	---

“Adoption Date”	The date on which the Plan is adopted by the Company upon securing and passing the necessary resolutions by the Directors and Shareholders.
“Auditors”	The auditors of the Company.
“Award”	An award of Share Options granted under Rule 04.
“Award Date”	In relation to an Award, the date on which the Award is granted pursuant to Rule 04.
“Award Letter”	A letter from the Committee, in such form as it may adopt, confirming and approving Award granted to a Participant.
“Board”	Board of Directors of the Company.
“Communication”	An Award, including the Award Letter and/or any correspondence made or to be made under the Plan (individually or collectively).
“Committee”	Compensation Committee of the Board, and/or its sub-committee specially created for purposes of administering the Plan.
“Company”	Leisure & Resorts World Corporation (LRWC)
“Consultant”	Any consultant or adviser who renders bona fide services to the Company, or a consultant or adviser, who is a natural person, contracted directly by the Company to render services.
“Directors”	The members of the Board of Directors of the Company.
“Exercise Date”	In relation to an Award, the date on which the Share Options are exercised by a participant pursuant to Rule 12.
“Exercise Price”	The price, as determined in accordance with the rules of this Plan, at which a Participant shall subscribe for each Share upon the exercise of a Share Option.
“Exercise Period”	The period for the exercise of a Share Option being a period commencing from the date an Option has vested until the term limit of the plan or otherwise as may be determined by the Committee from time to time.
“Employee”	Any person employed by any parent or subsidiary of the Company, including officers and directors, who is subject to the control and direction of the Company as to both the work to be performed and the method of performance.

“Participant”	The receiver of Share Options (including, where applicable, personal representative of such receiver).
“Performance-related Award”	An Award in relation to which a Performance Condition is specified.
“Performance Condition”	In relation to a Performance-related Award, the condition(s) specified as stated in the Award Letter that must be complied with by the Participant in order to be eligible for the Award.
“Performance Parameters”	In relation to the Plan, the Performance Conditions, Performance Period and the extent to which the Award is vested.
“Performance Period”	In relation to a Performance-related Award, a period, the duration of which is to be determined by the Committee on the Award Date and stated in the Award Letter, during which the Performance Condition(s) is/are to be satisfied.
“Plan”	The LRWC Employee Share Option Plan 2022, as modified or altered from time to time.
“Shares”	Common shares of the Company.
“Share Option”	The right to subscribe to the Shares further to the Plan.
“Change-in-control”	<ol style="list-style-type: none"> 1. Any transaction or series of related transactions whether involving the issue of shares by the Company or sale of shares in the Company which, after the completion of such transaction(s), results in: <ol style="list-style-type: none"> 1. the Shareholders immediately prior to transaction(s), owning 50% or less of the issued share capital of the Company (all calculated on a deemed converted basis); or 2. a party, other than the Shareholders immediately prior to the transaction(s), being entitled to exercise or control the exercise of not less than 50% of the voting power in the Company; 2. A merger or a consolidation of the Company with or into any other corporation(s) in which: <ol style="list-style-type: none"> 1. the Company is the surviving corporation of such merger or consolidation and holders of the Company’s issued Shares immediately prior to such merger and consolidation do not hold a majority or more of issued Shares

	<p>immediately after such merger and consolidation; or</p> <p>2. the Company is not the surviving corporation of such merger or consolidation and holders of the Company's issued Shares immediately before such merger, or consolidation do not, immediately after such merger or consolidation, hold a majority or more of the voting power of the surviving corporation or holding company, as the case may be, of such merger or consolidation; or</p> <p>3. A sale (in a single transaction or a series of transactions) of all or substantially all of the properties, assets, business or undertaking of the Company including a sale (in a single transaction or a series of transactions) of one or more subsidiaries (whether by way of merger, consolidation, recapitalisation, reclassification, reorganization or sale of all or substantially all of the assets or securities) which constitute all or substantially all of the consolidated assets or business of the Company</p>
“Unvested”	In relation to an Award, the period post Award Date during which absolute entitlement to all or some of the Award has not been vested to the recipient or are not yet exercisable.
“Vested”	In relation to an Award, a process wherein awarded un-exercisable option shares shall become exercisable for all or some of the Share Options granted to the recipient, pursuant to Rule 12 “Vest” and “Vested” shall be construed accordingly.
“Vesting Date”	In relation to an Award, the date on which the Share Options are deemed to be Vested pursuant to Rule 12.
“Vesting Period”	In relation to an Award, the period between the Award Date and period as determined by the Committee for the awarded option shares to become exercisable.
“year”	Calendar year, unless otherwise stated.
“%”	Per centum or percentage.

3.2 Words importing the singular number shall, where applicable, include the plural number and vice versa. Words importing the masculine gender shall, where applicable, include the feminine and neuter gender.

- 3.3 The expression "related corporation" shall have the meaning ascribed to it in the Act.
- 3.4 Any reference to a time of a day in the Plan is a reference to the Philippines time.
- 3.5 Any reference in the Plan to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any word defined under the Act or any statutory modification thereof and not otherwise defined in the Plan and used in the Plan shall have the meaning assigned to it under the Act or any statutory modification thereof, as the case may be.

4 GRANT OF AWARDS

- 4.1 The number of Share Options which are the subject of each Award to be granted to a Participant in accordance with the Plan shall be determined by the Committee, which shall take into account such criteria as the Committee considers fit, including (but not limited to), job level, job performance, potential for future development, or contribution to the success and development of the Company.
- 4.2 The Committee shall decide, in relation to an Award:
- a. the Participants;
 - b. the Award Date;
 - c. the number of Share Options which are the subject of the Award;
 - d. Performance Parameters:
 - i. The Performance Conditions(s);
 - ii. The Performance Period; and
 - iii. The extent to which the Award, and timing thereof, shall be Vested, subject to the Performance Condition(s) being satisfied at the end of the Performance Period;
 - e. the Vesting Period(s), if any;
 - f. the Vesting Date(s), if any; and
 - g. the date of Release and schedule, if any;
 - h. the Retention Period in relation to any or all of the Share Options which are the subject of the Award, if any; and
 - i. any other condition which the Committee may determine, in its absolute discretion, relative to that Award.
- 4.3 Based on the approval from the Committee, the Human Resource Department shall send an Award Letter to each Participant confirming the Award and specifying:
- a. the Award Date;
 - b. the number of Share Options subject of the Award;
 - c. Performance Parameters:
 - i. The Performance Conditions(s);

- ii. The Performance Period; and
 - iii. The extent to which the Award, and timing thereof, shall be Vested subject to Performance Condition(s) being satisfied at the end of the Performance Period;
 - d. the Vesting Period(s), if any;
 - e. the Vesting Date(s), if any;
 - f. the date of Release and schedule, if any;
 - g. the Retention Period in relation to any or all of the Share Options subject of the Award, if any; and
 - h. and any other condition which the Committee may determine in its absolute discretion relative to the Award.
- 4.4 Participants are not required to pay for the grant of Awards but, should they decide to exercise the Share Option they must tender the amount equivalent to the Exercise Price of the Share Options availed of.
- 4.5 An Award shall be personal to the Participant to whom it is granted and, prior to the allotment and/or transfer to the Participant of the Share Options to which the Vested Award relates, and shall not be transferable, chargeable, assignable, subject to pledge or other means of disposal of, in whole or in part, or with the prior written approval of the Committee. If a Participant shall do, suffer or permit any act or thing where he or she would be deprived of any rights under an Award or Vested Award without the prior written approval of the Committee, that Award or Vested Award shall immediately be considered as rescinded and lapsed.

5 ELIGIBILITY

- 5.1 Persons eligible to participate in the Plan include key employees which may include executives, department heads, key business personnel and consultants of the Company and its subsidiaries, as may be determined by the Committee, who are largely responsible for the further growth and development of the Company.
- 5.2 Prior to an Option Offer Date, the Committee shall receive the recommendation for eligible Participants from the Company to whom Options may be granted for that calendar year and determine the number of Shares to be covered.
- 5.3 In determining the eligibility of an Employee to receive an Option; as well as the number of Shares, the Committee shall consider the position and responsibilities of the Employee, the nature and value of his/her services and accomplishments, his/her present and potential contribution to the success of the Company, and such other factors as the Committee may deem relevant.

6 SIZE AND LIMITATION OF THE PLAN

- 6.1 Upon the effectivity of the Plan, the Company shall allot up to 528 million common shares for the Share Options. The foregoing allotment may be increased by the Company after securing the necessary approvals and resolutions from the Directors, stockholders, and regulators, as may be required and necessary under applicable law. Such increase in allotment shall be subject to the provisions of Rule 6.2.
- 6.2 The aggregate number of Shares over which the Committee may grant Share Options on any date, when added to the number of Shares issued and issuable in respect of all Share Options granted under the Plan shall not exceed 528 million common shares.

7 PERFORMANCE CONDITIONS, PERIOD AND TARGETS

- 7.1 The Committee can determine to grant Share Options with or without Performance Conditions based on the purpose and business needs.
- 7.2 For Share Options with the Performance Conditions, they will be determined by the Committee at the time of granting such Awards and communicated to Participants through an Award Letter.
- 7.3 Targets for each of the Performance Conditions for each Award cycle will be determined by the Committee, at the point of granting the Award, based on reasonable forecasts of the Company's performance over the Performance Period.

8 AWARD VEHICLES, EXERCISE PRICE, VESTING, AND PAY OUT CONDITIONS

- 8.1 The Award is delivered in Share Options.
- 8.2 The Award will be granted based on the Committee's absolute discretion and subject to Rule 6.1, to allow for continuity of the grant over time, and ensuring that the Award granted is commensurate with the phase of growth and underlying valuation of the Company at each point in time.
- 8.3 The Exercise Price for each Share in respect of which an Option is exercisable shall be determined by the Committee in its absolute discretion based on a valuation methodology consistent with generally accepted valuation methodologies for pricing financial instruments, and as deemed appropriate by the Committee.

- 8.4 The Committee may consider using a pre-determined exercise price or the volume weighted average of share price for the 30-trading days immediately prior to the grant date.
- 8.5 The Share Options will be vested in three equal tranches annually over the Vesting Period, and/or subject to achievement of Performance Conditions as defined under Rule 7 if applicable.
- 8.6 Owners of Option Shares, vested or unvested, are not entitled to the rights of a stockholder such as voting rights and payment of dividends, until such Share Option is exercised.
- 8.7 All Vested Share Options are only exercisable post vesting, and up to a maximum of 5 years from the vesting date.

9 LEAVER PROVISIONS

- 9.1 Whenever a Participant ceases to be employed with the Company due to the following reasons, the Participant shall be considered as a “Good Leaver”:
 - i. long-term ill health, injury or disability (either of which would prevent the individual from physically carrying out his duties in a satisfactory manner, and in each case, evidenced to the satisfaction of the Committee);
 - ii. retirement on or after the legal retirement age;
 - iii. redundancy;
 - iv. voluntary resignation approved by the Committee in its absolute determination of a reasonable and amicable departure; or
 - v. any other event approved by the Committee,

If a Participant is a Good Leaver, any Vested Awards will remain exercisable within one year from separation or expiration of exercise period whichever comes first, or any other period as determined by the Committee. Any unvested Awards will be forfeited upon separation from employment of Participants (Good Leaver). Participants (Good Leavers) will, at the point of a Change-in-control event, be entitled to the same rights accorded to all other Participants in accordance with Rule 10 below.

- 9.2 Whenever a Participant ceases to be employed with the Company due to the following reasons, the Participant shall be considered as a “Bad Leaver”:
 - i. termination for cause due to gross misconduct, negligence, or non-performance;
 - ii. any other reason determined by the Committee in its absolute discretion as constituting a “Bad Leaver”,

If a Participant is a Bad Leaver, all vested and unvested Awards will be automatically forfeited upon termination of employment

10 Change-in-control

10.1 In a Change-in-control event, the Company shall within [10] ten business days thereof give notice of the occurrence of the Change-in-control event. From the date of such notice, all Unvested Share Options shall be deemed vested as of the date of such announcement and Participants shall be entitled to either:

- a. exercise their Vested Share Options in accordance with Rule 12.3 below;
or
- b. if a purchaser of the Company's shares in a Change-in-control event makes an offer, encash their Vested but unexercised Share Options, equivalent in value to the difference between the Exercise Price and Change-in-control event price per share, in lieu of exercising their Vested Share Options. In this regard, the Committee will exert reasonable efforts to procure that the purchaser shall make an offer to the Participants to encash any Vested Share Options based on a price equivalent in value to the difference between the Exercise Price and the Change-in-control event price per share, in lieu of exercising their Vested Share Options.

11 EVENTS PRIOR TO VESTING DATE

11.1 An Award shall, to the extent not yet Vested, immediately lapse without any claim whatsoever against the Company:

- a. in the event that an order is made for the winding-up of the Company on the basis of, or by reason of, its insolvency; or
- b. subject to Rule 9 where the Participant is a "Bad Leaver" employee, upon the Participant ceasing to be in the employment of the Company for any reason whatsoever

11.2 In a Change-in-control event, the provisions of Rule 10 above will apply accordingly.

12 REVIEW OF PERFORMANCE CONDITION(S) AND VESTING OF AWARDS

12.1 Review of Performance Condition(s)

- a. The Committee shall, as soon as reasonably practicable after the end of the relevant Performance Period, review the Performance

Condition(s) specified in respect of such Award and determine at its discretion:

- i. Whether a Performance Condition has been satisfied and if so, the extent to which it has been satisfied; and
 - ii. Whether any other condition applicable to such Award has been satisfied.
- b. The Committee shall have full discretion to determine whether any Performance Condition has been satisfied (whether fully or partially) or exceeded and in making such determination, the Committee shall have the right to make reference to the audited results of the Company to take into account such factors as the Committee may determine to be relevant, such as changes in accounting methods, taxes and extraordinary events, and further (but without prejudice to the provisions of Rule 7), the right to amend any Performance Condition if the Committee decides that a changed performance target would be an objectively fairer measure of performance.

12.2 Exercise of Share Options

- a. Subject to such modifications as the Committee may from time to time determine, Share Options which are vested pursuant to Rule 12.2 or Rule 10, may only be exercised during the Exercise Period, in accordance with the Rules of this Plan in whole or in part, by a Participant giving written notice to the Company, and such notice must be accompanied by a remittance to the Company for the full amount of the aggregate Exercise Price in respect of the Shares for which the vested Share Options are exercised and any other documentation the Committee may require. All payment shall be made by cheque, cashier's order, wire transfer, or bank draft made out in favor of the Company.
- b. Unless otherwise approved by the Committee in its absolute discretion, all vested Share Options can only be exercised during the Exercise Period and upon the expiry of such period, all the Vested Share Options shall immediately lapse.
- c. The Committee may, in its sole discretion, give the Employees the option to exercise and cash-settle their vested but unexercised Share Options at any point in time leading up to or upon completion of a Change-in-control event.
- d. The Company shall keep sufficient unissued Shares available to satisfy the full exercise of all Options, provided that such Shares

set aside for such purpose shall not exceed 528 million common shares for the Share Options..

13 ADMINISTRATION OF THE PLAN

- 13.1 The Plan shall be administered by the Committee in its absolute discretion, provided that no member of the Committee shall participate in any deliberation or decision in respect of Awards granted or to be granted to him/her. If the Committee does not yet exist or ceases to exist, the Board of Directors acting by majority of its members in office shall conduct the general administration of the Plan if required by Applicable Law and respect to Awards granted to Independent Directors and for purposes of such Awards the term “Committee” as used in the Plan shall be deemed to refer to the Board.
- 13.2 The Committee shall have the power, from time to time, to make and vary such arrangements, guidelines and/or regulations (not being inconsistent with the Plan) for the implementation and administration of the Plan, to give effect to the provisions of the Plan and/or to enhance the benefit of the Awards and the Vested Awards to the Participants, as it may, in its absolute discretion, think fit. Any matter pertaining or pursuant to the Plan and any dispute and uncertainty as to the interpretation of the Plan or any rule, regulation, or procedure thereunder or any rights under the Plan shall be determined by the Committee in its absolute discretion.
- 13.3 Neither the Plan nor Awards granted under the Plan shall give rise to any liability on the Company or the Committee or any of its members in connection with:
- a. the lapsing of any Awards pursuant to any provision of the Plan;
 - b. the failure or refusal by the Committee to exercise, or the exercise by the Committee of, any discretion under the Plan; and/or
 - c. any decision or determination of the Committee made pursuant to any provision of the Plan.
- 13.4 Any decision or determination of the Committee made pursuant to any provision of the Plan (other than a matter to be certified by the Auditors) shall be final, binding, and conclusive (including for the avoidance of doubt, any decisions pertaining to disputes as to the interpretation of the Plan or any rule, regulation, or procedure hereunder or as to any rights under the Plan). The Committee shall not be required to furnish any reasons for any decision or determination made by it.

14 NOTICES AND COMMUNICATIONS

- 14.1 Any notice required to be given by a Participant to the Company shall be sent to the Company’s electronic mail address, and the hardcopy original document(s) submitted to the registered office of the Company or facsimile number, and

marked for the attention of the Committee, as may be notified by the Company to the Participant in writing.

- 14.2 Any notices or documents required to be given to a Participant or any correspondence to be made between the Company and the Participant shall be given or made by the Committee (or such person(s) as it may from time to time direct) on behalf of the Company and shall be delivered to the Participant by hand or sent to the Participant at his home address or facsimile number or via electronic mail according to the records of the Company or the last known address or facsimile number or electronic mail address provided by the Participant to the Company.
- 14.3 Any notice or other communication from a Participant to the Company shall be irrevocable and shall not be effective until received by the Company. Any other notice or communication from the Company to a Participant shall be deemed to be received by that Participant, if by hand delivery, at the time of delivery at the address specified in Rule 14.2 or, if sent by post, on the fifth business day following the date of posting or, if sent by facsimile transmission or electronic mail, on the business day immediately following the day of dispatch.
- 14.4 It shall be the Participant's sole responsibility to ensure that all information contained in a Communication is complete, accurate, current, true, and correct.
- 14.5 The Company's records of the Communications, and its record of any transactions maintained by any relevant person authorized by the Company relating to or connected with the Plan, whether or not stored in printed form, shall be binding and conclusive on the Participant and shall be conclusive evidence of such Communications and/or transactions. All such records shall be admissible in evidence and the Participant shall not challenge or dispute the admissibility, reliability, accuracy or the authenticity of the contents of such records merely on the basis that such records were incorporated and/or set out in electronic form or were produced by or are the output of a computer system, and the Participant waives any of his rights (if any) to so object.

15 MODIFICATIONS TO THE PLAN

- 15.1 Any or all of the provisions of the Plan may be modified and/or altered at any time and from time to time by a resolution of the Committee, and in particular, the Committee may at any time by resolution (and without other formality) amend or alter the rules or provisions of the Plan in any way to the extent necessary in the opinion of the Committee, to cause the Plan to comply with any statutory provision or the provision or the regulations of any regulatory or other relevant authority or body.
- 15.2 Written notice of any modification or alteration made in accordance with this Rule 15 shall be given to all Participants.

16 TERMS OF EMPLOYMENT UNAFFECTED

The terms of employment of a Participant shall not be affected by his/her participation in the Plan, which shall neither form part of such terms nor entitle him/her to take into account such participation in calculating any compensation or damages on the termination of his/her employment for any reason whatsoever.

17 DURATION OF THE PLAN

17.1 The Plan shall continue to be in force until the earliest of the following take place:

- a. subject to a maximum period of ten (10) years commencing on the Adoption Date, provided always that the Plan may continue beyond the above stipulated period with the approval of the Company's shareholders by ordinary resolution in general meeting and of any relevant authorities which may then be required;
- b. the Plan may be terminated at any time by the Committee or, at the discretion of the Committee, by resolution of the Company in general meeting, subject to all relevant approvals which may be required and if the Plan is so terminated, no further Awards shall be granted by the Committee hereunder.

17.2 The expiry or termination of the Plan shall not affect Awards which have been granted prior to such expiry or termination, whether the Share Options pursuant to such Awards have been exercised (whether fully or partially) or not.

18 TAXES

All taxes (except for Documentary Stamp Tax relating to stock issuance) arising from the grant, Vesting or Exercise of any Award granted to any Participant under the Plan shall be borne by that Participant. No shares shall be delivered under the Plan to any Participant until such Participant has made arrangements acceptable to the Committee for the satisfaction of any income and employment tax withholding obligations under Applicable Laws. The Company or any Subsidiary shall have the authority and the right to deduct or withhold or require a Participant to remit to the Company, an amount sufficient to satisfy national, local and foreign taxes required by law to be withheld.

19 DISCLAIMER OF LIABILITY

Notwithstanding any provisions herein contained, the Committee and the Company and the Directors, officers, employees, representatives or agents shall not under any circumstances be held liable for any costs, losses, expenses and damages arising from any event contemplated in relation to this Plan.

20 DISPUTES

Any disputes or differences of any nature arising hereunder shall be referred to the Committee and its decision shall be final and binding in all respects.

21 GOVERNING LAW

The Plan shall be governed by and construed in accordance with the applicable laws of Republic of the Philippines. The Participants, by accepting grants of Awards in accordance with the Plan, and the Company submit to the exclusive jurisdiction of the courts of the Republic of the Philippines.

22 CONTRACTS (RIGHTS OF THIRD PARTIES)

No person, other than the Company or a Participant, shall have any right to enforce any provision of the Plan or any Share Option by virtue applicable laws in the Philippines.

Occupational Safety and Health (OSH) Program of
Leisure and Resorts World Corporation

I. Complete Company Profile/ Project details

- Company Name: Leisure and Resorts World Corporation
- Date Established: October 15, 1957
- Complete Address: 26th Floor West Wing Philippine Stock Exchange, Pearl Drive, Ortigas, Pasig City
- Phone and fax numbers 637-5657
- Website URL/Email address https://lrc.com.ph
- Name of Company Owner/Manager/President Jacqueline Chan
- HR Management Head
- Total Number of Employees; 289 Male 159 Female 130
 - Description of the business Pls specify

Kindly check:

- o Manufacturing: _____
 - o Service: _____
 - o Agri/fishing: _____
 - o Wholesale/retail _____
 - o Utilities _____
 - o Banks and financial institution _____
 - o Security Agency _____
 - o Maintenance _____
 - o Construction _____
 - o Others (Please specify) Leisure and Entertainment
- Product descriptions: (ex. Garments, shoes, electronics) Electronic Bingo_____
- Description of services: Leisure and Entertainment

Basic Components of Company OSH Program and Policy

(DO 198-18, Chapter IV, Section 12)

- 1.0 Company Commitment to Comply with OSH Requirements
- 2.0 General Safety and Health Programs
 - Safety and health Hazard Identification, Risk Assessment and Control (HIRAC)
 - Medical Surveillance for early detection and management of occupational and work related diseases
 - First-aid and emergency medical services
- 3.0 Promotion of Drug Free workplace, Mental health Services in the Workplace, Healthy lifestyle
- 4.0 Prevention and Control of HIV-AIDS, Tuberculosis, Hepatitis B
- 5.0 Composition and Duties of health and safety Committee
- 6.0 OSH Personnel and Facilities
- 7.0 Safety and Health Promotion, Training and Education
 - Orientation of all workers on OSH
 - Conduct of Risk Assessment, evaluation and Control
 - *Continuing training on OSH for OSH Personnel
 - *Work permit System
- 8.0 Toolbox/Safety Meetings, job safety analysis
- 9.0 Accident/Incident/illness Investigation, Recording and Reporting
- 10.0 Personal Protective Equipment (PPE)
- 11.0 Safety signages
- 12.0 *Dust control and management and regulation on activities such as building of temporary structures and lifting and operation of electrical, mechanical, communications system and other requirements
- 13.0 Welfare Facilities
- 14.0 Emergency and disaster preparedness and response plan to include the organization and creation of disaster control groups, business continuity plan, and updating the hazard, risk and vulnerability assessment (as required)
- 15.0 Solid waste management system
- 16.0 Compliance with Reportorial Government Requirement (refer to Item 9.0)
- 17.0 Control and Management of Hazards (refer to Item 2-HIRAC)
- 18.0 *Prohibited Acts and Penalties for Violations
- 19.0 *Cost of Implementing Company OSH program

**(Applicable for medium to high risk establishments with 10 to 50 workers and low to high risk establishments with 51 workers and above)*

1.0 Company Commitment to Comply with OSH Policy

Leisure and Resorts World Corporation do hereby commit

to comply with the requirements of RA 11058 and DOLE Department Order 198-18 (its Implementing Rules and Regulations) and the applicable provisions of the Occupational Safety and Health Standards (OSHS).

We acknowledge the company's obligation and responsibilities to provide appropriate funds for implementing this OSH program including orientation and training of its employees on OSH, provision and dissemination of IEC materials on safety and health, provision of Personal Protective Equipment (PPE) when necessary and other OSH related requirements and activities, to ensure the protection for our workers and employees against injuries, illnesses and death through safe and healthy working conditions and environment.

We commit to conduct risk assessment as required to prevent workplace accidents as well as comply with other provisions of this OSH program. That we are also fully aware of the penalties and sanctions for OSH violations as provided for in RA 11058 and its Implementing Rules and Regulations.

[Signature] _____

[Name] Jacqueline Chan

HR Management Head

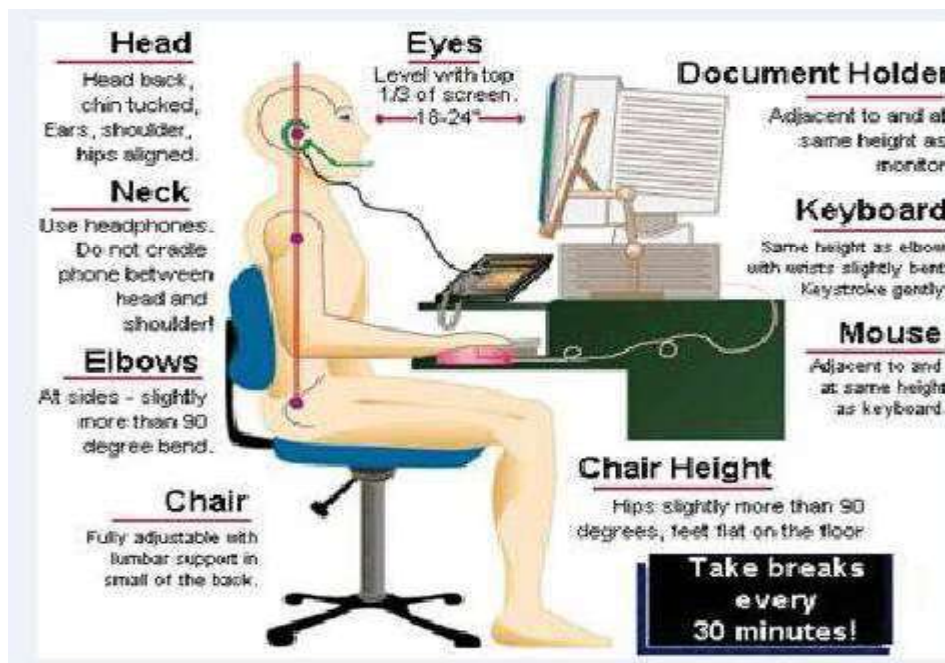
[Date] ; _____

2.0 General Safety and Health Programs

21. Conduct of Risk Assessment

Kindly accomplish. Pls use additional pages if needed. You may also wish to attach your Company's Risk Assessment Matrix as substitute

Risk Assessment Matrix				
Task	Hazard Identified	Risk Description	Priority: likelihood of injury and illness to occur (low, medium, high)	Control Measures
Office staff	Prolonged exposure to computers	Employees may experience headache or back ache due to prolonged works using computers	Low	Posted ergonomics exercise as needed
	Prolonged seating position and low physical activity but with high psychological related work	Stress and mental fatigue	Low	Policy on work break
Warehousemen	May sometime lift items for delivery to staff	Lifting of boxes	low	Ensure proper lifting position



2.2 Medical Surveillance

The company will require all employees to undergo a baseline or initial medical health examination prior to assigning to a potentially hazardous activity. The examination will include but not limited to the following:

- a. Routine : CBC Chest X-ray Urinalysis stool exam
- b. Special: Blood Chemistry ECG others, please specify
- c. Schedule of Annual medical examination: Q1 Q2 Q3 ()Q4
- d. Is random drug testing conducted? Yes x when Q1 of the year
No _____

2.3 First-Aid, Health Care Medicines and Equipment Facilities

- How many treatment rooms/first aid rooms are existing in your company?
 none
- How many Clinics in the workplace? none
- What hospital (s) are you affiliated with? Medical City

3.0 And 4.0 - Health Programs for the promotion, prevention and control

ALCOHOL-FREE WORKPLACE POLICY AND PROGRAM

The **LEISURE AND RESORTS WORLD CORPORATION** adopts this alcohol-free workplace policy and program to ensure a safe and healthful workplace. In this regard, all employees shall abide by the terms and conditions of this policy.

I. ALCOHOL PROHIBITED

The **Leisure and Resorts World Corporation** , LRWC for brevity , explicitly prohibits the following:

1. Use, possession, solicitation or sale of alcohol in the workplace; or
2. Impairment or under the influence of alcohol which may cause/causing adverse effect on employee's work performance, safety of co-employees or Company's reputation.

II. DEFINITION OF TERMS

1. **Assessment Team-** A group of persons composed of occupational safety and health personnel, human resource manager, employer's representative and employees' representative who are trained to address all aspects of prevention.
2. **Cause Testing-** A form of alcohol-test assessment conducted by the Company when an employee is suspected to be under the influence of alcohol. The Company request its suspected employee to submit himself to alcohol test.
3. **"Involved in an on-the-job accident or injury"-** An accident of any person within the workplace immediately or proximately caused by the employee under the influence of alcohol.
4. **Near Miss-** An incident which could have led to any injury or fatality of employees and/or considerable damage to the employer had it not been curtailed.
5. **Post-Accident Testing-** A form of alcohol-test assessment conducted by the Company to those employees involved in an on the job accident or injury.
6. **Random Testing-** A form of alcohol test assessment conducted by the Company Employees may be selected at random for alcohol testing at any interval determined by the company.
7. **Workplace –** Any office or property owned, leased or operated by the Company or at any other place where an employee performs work for the Company.

III. PREVENTIVE MEASURES

LRWC shall post in conspicuous place and notify in writing all its employees of this policy and shall establish an alcohol-free workplace policy awareness program. The contents of such awareness program are as follows:

1. Dangers involved in the use, possession, solicitation or sale of alcohol in the workplace;
2. Policy of maintaining an alcohol-free workplace;
3. Available employee assistance program; and
4. Imposable penalties for employees found guilty for violation of alcohol-free workplace policy.

IV. TESTING PROCEDURE

A. Cause-Test

1. If an employee's demeanour caused the Company to suspect that he is using, possessing, soliciting or selling alcohol in the workplace, the latter will request the former to submit himself to a cause-test. If the employee objects to subject himself to cause-test, he must state his objection and the reason thereof in writing. The Company shall immediately decide whether the ground for objection is valid or not. Should the Company found that the objection is not valid and the employee still refused to submit himself to the cause-test, the refusal will be considered as a ground for disciplinary action; and
2. If the cause-test showed a positive result, the employee will be referred to the assessment team for further examination. However, if the employee still disagrees with the result of the assessment team, he will be subjected to another alcohol testing at the nearest medical facility.

B. Post Accident-Test

1. If an accident or a near miss has been immediately or proximately caused by employees engaged in using possessing, soliciting or selling alcohol in the workplace, all employees involved in the on the job accident shall be subjected to a post accident-test. If the employee objects to subject himself to cause-test, he must state his objection and the reason thereof in writing. The Company shall immediately decide whether the ground for objection is valid or not. Should the Company found that the objection is not valid and the employee still refused to submit himself to the cause-test, the refusal will be considered as a ground for disciplinary action; and
2. If the cause-test showed a positive result, the employee will be referred to the assessment team for further examination. The findings of the assessment team shall be considered final.

C. Random Test

1. At any time during the working hours, the Company may conduct a random alcohol test with its employees. If the employee objects to subject himself to cause-test, he must state his objection and the reason thereof in writing. The Company shall immediately decide whether the ground for objection is valid or not. Should the Company found that the objection is not valid and the employee still refused to submit himself to the cause-test, the refusal will be considered as a ground for disciplinary action; and
2. If the cause-test showed a positive result, the employee will be referred to the assessment team for further examination. However, if the employee still disagrees with the result of the assessment team, he will be subjected to another alcohol testing at the nearest medical facility.

V. CONFIDENTIALITY

LRWC shall observe at all times confidentiality of the results relative to alcohol tests done to employees.

VI. TREATMENT, REHABILITATION AND REFERREAL

The Assessment Team shall determine whether or not an employee found addicted to alcohol would need referral for treatment and/or rehabilitation in a Department of Health-Accredited Center. This benefit is only given to employees who seek help from the assessment team.

VII. MONITORING AND EVALUATION

The implementation of the alcohol-free workplace policy and program shall be monitored and evaluated periodically by the Assessment Team to ensure that the goal of an alcohol-free workplace is met.

VIII. DISCIPLINARY ACTION

1. Failure to submit to cause-test, post accident-test, random-test, or alcohol test by a nearest medical facility shall be a ground for a disciplinary action with a penalty of one (1) month suspension without pay;
2. If an employee found guilty for violation of any of the acts prohibited under paragraph I of this policy shall be subjected to a disciplinary action with a penalty of one (1) month suspension without pay; or
3. If an employee found to have been guilty for violation of this policy, repeatedly violated the provisions thereof shall be subjected to a disciplinary action with a penalty of three (3) months suspension or dismissal from service.

IX. EFFECTIVITY

This company policy is effective immediately to all employees.

Jacqueline Chan
HR Management Head

DATE: October 28, 2019

“DRUG-FREE WORKPLACE POLICY AND PROGRAM”

In compliance with Article V of Republic Act No. 9165, otherwise known as the Comprehensive Dangerous Drugs Act of 2002, and its Implementing Rules and Regulations and DOLE Department Order No. 53-03, series of 2003 (Guidelines for the Implementation of a Drug-Free Workplace Policies and Programs for the Private Sector), **Leisure and Resorts World Corporation, LRWC for brevity**, hereby adopts the following policies and programs to achieve a drug-free workplace:

I. COMPANY POLICY ON DRUG-FREE WORKPLACE

LRWC explicitly prohibits:

- The use, possession, solicitation for, or sale of dangerous drugs on company premises or while performing an assignment.
- Being impaired or under the influence of dangerous drugs away from the company, if such impairment or influence adversely affects the employee's work performance, the safety of the employee or of others, or puts at risk the company's reputation.
- Possession, use, solicitation for, or sale of dangerous drugs away from the company premises, if such activity or involvement adversely affects the employee's work performance, the safety of the employee or of others, or puts at risk the company's reputation.
- The presence of any detectable amount of dangerous drugs in the employee's system while at work, while on the premises of the company, or while on company business. "Dangerous Drugs" include those listed in the Schedules annexed to the 1961 Single Convention on Narcotic Drugs, as amended by the 1972 Protocol, and in the Schedules annexed to the 1971 Single Convention on Psychotropic Substances as enumerated in the attached annex of R.A. 9165.

I. COMPANY PROGRAM ON DRUG-FREE WORKPLACE

A. MANDATORY DRUG TEST

1. To ensure that only those qualified shall be screened and recruited to prevent the detrimental effects (*e.g. lower productivity; poor decision making; increased accidents; more compensation claims; and reduced team effort*) which drug use and abuse may cause in the workplace, the conduct of mandatory drug test shall be required for pre-employment.
2. **LRWC** designates The Medical City, a duly accredited drug testing center by the Department of Health (DOH), as its authorized drug testing laboratory.
3. **LRWC** may also conduct drug testing under any of the following circumstances:
 - i. **RANDOM TESTING:** Officer/employees may be selected at random for drug testing at any interval determined by the Company.
 - ii. **FOR-CAUSE TESTING:** The company may ask an officer/employee to submit to a drug test at any time it feels that the employee may be under the influence of drugs, including, but not limited to, the following circumstances: evidence of drugs on or about the employee's person or in the employee's vicinity, unusual conduct on the employee's part that suggests impairment or influence of drugs, negative performance patterns, or excessive and unexplained absenteeism or tardiness.
 - iii. **POST-ACCIDENT TESTING:** Any officer/employee involved in a "Near-Miss" incident or "Work Accident" under circumstances that suggest possible use or influence of drugs may be asked to submit to a drug test. As defined herein, "Near-Miss" means an incident arising from or in the course of work which could have led to injuries or fatalities of the workers and/or considerable damage to the employer had it not been curtailed. "Work Accident" refers to unplanned or unexpected occurrence that may or may not result in personal

injury, property damage, work stoppage or interference or any combination thereof of which arises out of and in the course of employment.

4. All drug tests shall employ, among others, two (2) testing methods, the screening test which will determine the positive result as well as the type of the drug used and the confirmatory test which will confirm a positive screening test. Where the confirmatory test turns positive, the company's Assessment Team shall evaluate the results and determine the level of care and administrative interventions that can be extended to the concerned employee.
5. **LRWC** shall inform the officer/employee who was subjected to a drug test of the test-results whether positive or negative.
6. All costs of drug testing shall be borne by **Leisure and Resorts World Corporation**.

B. TREATMENT, REHABILITATION, AND REFERRAL

1. An officer/employee who, for the first time, is found positive of drug use, shall be referred for treatment and/or rehabilitation in a DOH accredited center. For this purpose, **LRWC** shall provide a list of at least three (3) accredited facilities which an employee who was tested positive for drugs may choose from.
2. Following rehabilitation, the company's Assessment Team, in consultation with the head of the rehabilitation center, shall evaluate the status of the drug dependent employee and recommend to the employer the resumption of the employee's job if he/she poses no serious danger to his/her co-employees and/or the workplace.
3. All costs for the treatment and rehabilitation of the drug dependent employee shall be charged to his account. The period during which the employee is under treatment or rehabilitation shall be considered as authorized leaves.

4. Repeated drug use even after ample opportunity for treatment and rehabilitation shall be dealt with the corresponding penalties under R.A. 9165 and is a ground for dismissal.

C. ADVOCACY, EDUCATION AND TRAINING

1. ***Leisure and Resorts World Corporation*** undertakes to increase the awareness and education of its officers and employees on the adverse effects of dangerous drugs through continuous advocacy, education and training programs/activities to all its officers and employees.
2. All officers and employees are required to undergo an orientation/education program before assumption of their respective duties. The program shall include the following topics:
 - i. Salient features of R.A. 9165;
 - ii. Adverse effects of abuse and/or misuse of dangerous drugs on the person, workplace, family and the community;
 - iii. Preventive measures against drug abuse; and
 - iv. Steps to take when intervention is needed, as well as available services for treatment and rehabilitation.
3. To encourage all officers and employees to lead a healthy lifestyle while at work and at home, **LRWC** undertakes to conduct the following activities as often as possible:
 - i. Lifestyle assessment programs on health nutrition, weight management, stress management, alcohol abuse, smoking cessation, and other indicators of risk diseases;
 - ii. Health wellness screenings (*e.g. blood pressure and heart rate, cholesterol test, blood glucose, etc.*);

- iii. Sports, recreational and fun-game activities; and
- iv. Other activities promoting health and wellness.

D. ROLES, RIGHTS AND RESPONSIBILITIES OF EMPLOYER AND EMPLOYEES

1. ***Leisure and Resorts World Corporation*** shall ensure that the workplace policies and programs on the prevention and control of dangerous drugs, including drug testing, shall be disseminated to all officers and employees. The employer shall obtain a written acknowledgement from the employees that the policy has been read and understood by them.
2. ***Leisure and Resorts World Corporation*** shall maintain the confidentiality of all information relating to drug tests or to the identification of drug users in the workplace; exceptions may be made only where required by law, in case of overriding public health and safety concerns; or where such exceptions have been authorized in writing by the person concerned.
3. All officers and employees shall enjoy the right to due process, absence of which will render the referral procedure ineffective.

E. CONSEQUENCES OF POLICY VIOLATIONS

1. Any officer or employee who uses, possesses, distributes, sells or attempts to sell, tolerates, or transfers dangerous drugs or otherwise commits other unlawful acts as defined under Article II of RA 9165 and its Implementing Rules and Regulations shall be subject to the pertinent provisions of the said Act.
2. Any officer or employee found positive for use of dangerous drugs shall be dealt with administratively in accordance with the provisions of Article 282 of Book VI of the Labor Code and under RA 9165.

F. MONITORING AND EVALUATION

1. The implementation of these policies and programs shall be monitored and evaluated periodically by management to ensure a drug-free workplace. For this purpose, an Assessment Team shall be constituted in accordance with D.O. 53-03.

G. EFFECTIVITY.

1. The provisions of these policies and programs shall be immediately effective after its ratification by the management and the employee's representatives and its posting in the company's bulletin board.

Jacqueline Chan
HR Management Head

DATE: October 28, 2019

WORKPLACE POLICY AND PROGRAM ON HEPATITIS B

Leisure and Resorts World Corporation is committed to conform to the established standards assurance of customer satisfaction, protection of our environment and health and safety in the workplaces.

The company promotes and ensures a healthy environment through its various health programs to safeguard its employees. And as part of the company's compliance to DOLE Department Advisory No. 05, Series of 2010 (Guidelines for the Implementation of a Workplace Policy and Program on Hepatitis B), this Program has been developed. This program is aimed to address the stigma attached to hepatitis B and to ensure that the employees' right against discrimination and confidentiality is maintained.

This guideline is formulated for everybody's information and reference for the diagnosis, treatment, and prevention of Hepatitis B. This will inform the employees of their role as well as the company in dealing with Hepatitis B. A healthy environment encompasses a good working relationship and great output for continuous business growth.

I. Implementing Structure

The Leisure and Resorts World Corporation (LRWC for brevity) Hepatitis B workplace policy and program shall be managed by its health and safety committee. Each division or department of the Company shall be duly represented.

II. Guidelines

A. Education

1. Coverage. All employees regardless of employment status may avail of hepatitis B education services for free;
2. Hepatitis B shall be conducted through distribution and posting of IEC materials and counselling and/ or lectures; and
3. Hepatitis B education shall be spearheaded by the LRWC Medical Clinic in close coordination with the health and safety committee.

B. Preventive Strategies

1. All employees are encouraged to be immunized against Hepatitis B after securing clearance from their physician.
2. Workplace sanitation and proper waste management and disposal shall be monitored by the health and safety committee on a regular basis.
3. Personal protective equipment shall be made available at all times for all employees; and
4. Employees will be given training and information on adherence to standards or universal precautions in the workplace.

III. Social Policy

A. Non discriminatory Policy and Practices

1. There shall be no discrimination of any form against employees on the basis of their Hepatitis B status consistent with the international agreements on non discrimination ratified by the Philippines (ILO C111). Employees shall not be discriminated against, from pre to post employment, including hiring, promotion, or assignment because of their hepatitis B status.
2. Workplace management of sick employees shall not differ from that of any other illness. Persons with Hepatitis B related illnesses may work for as long as they are medically fit to work.

B. Confidentiality

Job applicants and employees shall not be compelled to disclose their Hepatitis B status and other related medical information. Co-employees shall not be obliged to reveal any personal information about their fellow employees. Access to personal data relating to employee's Hepatitis B status shall be bound by the rules on confidentiality and shall be strictly limited to medical personnel or if legally required.

C. Work-Accommodation and Arrangement

1. The company shall take measures to reasonably accommodate employees who are Hepatitis B positive or with Hepatitis B - related illnesses.
2. Through agreements made between management and employees' representative, measures to support employees with Hepatitis B are encouraged to work through flexible leave arrangements, rescheduling of working time and arrangement for return to work.

D. Screening, Diagnosis, Treatment and Referral to Health Care Services

1. The company shall establish a referral system and provide access to diagnostic and treatment services for its employees for appropriate medical evaluation/ monitoring and management.
2. Adherence to the guidelines for healthcare providers on the evaluation of Hepatitis B positive employees is highly encouraged.
3. Screening for Hepatitis B as a prerequisite to employment shall not be mandatory.

E. Compensation

The Leisure and Resorts World Corporation shall provide access to Social Security System and Employees Compensation benefits under PD 626 to an employee contracted with Hepatitis B infection in the performance of his duty.

IV. Roles and Responsibilities of Employers and Employees

A. Employer's Responsibilities

1. Management, together with employees' organizations, company focal personnel for human resources, and safety and health personnel shall develop, implement, monitor and evaluate the workplace policy and program on Hepatitis B.

2. The Health and Safety Committee shall ensure that their company policy and program is adequately funded and made known to all employees.

3. The Human Resources Department shall ensure that their policy and program adheres to existing legislations and guidelines, including provisions on leaves, benefits and insurance.

4. Management shall provide information, education and training on Hepatitis B for its workforce consistent with the standardized basic information package developed by the Hepatitis B TWG; if not available within the establishment, then provide access to information.

5. The company shall ensure non-discriminatory practices in the workplace.

6. The management together with the company focal personnel for human resources and safety and health shall provide appropriate personal protective equipment to prevent Hepatitis B exposure, especially for employees exposed to potentially contaminated blood or body fluid.

7. The Health and Safety Committee, together with the employees' organizations shall jointly review the policy and program for effectiveness and continue to improve these by networking with government and organizations promoting Hepatitis B prevention.

8. The company shall ensure confidentiality of the health status of its employees, including those with Hepatitis B.

9. The human resources shall ensure that access to medical records is limited to authorized personnel.

B. Employees Responsibilities

1. The employees' organization is required to undertake an active role in educating and training their members on Hepatitis B prevention and control. The IEC program must also aim at promoting and practicing a healthy lifestyle with emphasis on avoiding high risk behavior and other risk factors that expose employees to increased risk of Hepatitis B infection, consistent with the standardized basic information package developed by the Hepatitis B TWG.

2. Employees shall practice non-discriminatory acts against co-employees on the ground of Hepatitis B status.

3. Employees and their organizations shall not have access to personnel data relating to an employee's Hepatitis B status. The rules of confidentiality shall apply in carrying out union and organization functions.

4. Employees shall comply with the universal precaution and the preventive measures.

5. Employees with Hepatitis B may inform the health care provider or the company physician on their Hepatitis B status, that is, if their work activities may increase the risk of Hepatitis B infection and transmission or put the Hepatitis B positive at risk for aggravation.

V. IMPLEMENTATION AND MONITORING

Within the establishment, the implementation of the policy and program shall be monitored and evaluated periodically. The safety and health committee or its counterpart shall be tasked for this purpose.

VI. EFFECTIVITY

This Policy shall take effect immediately and shall be made known to all employees.

Jacqueline Chan
HR Management Head

DATE: October 28, 2019

WORKPLACE POLICY AND PROGRAM ON HEPATITIS B

Leisure and Resorts World Corporation is committed to conform to the established standards assurance of customer satisfaction, protection of our environment and health and safety in the workplaces.

The company promotes and ensures a healthy environment through its various health programs to safeguard its employees. And as part of the company's compliance to DOLE Department Advisory No. 05, Series of 2010 (Guidelines for the Implementation of a Workplace Policy and Program on Hepatitis B), this Program has been developed. This program is aimed to address the stigma attached to hepatitis B and to ensure that the employees' right against discrimination and confidentiality is maintained.

This guideline is formulated for everybody's information and reference for the diagnosis, treatment, and prevention of Hepatitis B. This will inform the employees of their role as well as the company in dealing with Hepatitis B. A healthy environment encompasses a good working relationship and great output for continuous business growth.

I. Implementing Structure

The Leisure and Resorts World Corporation (LRWC for brevity) Hepatitis B workplace policy and program shall be managed by its health and safety committee. Each division or department of the Company shall be duly represented.

II. Guidelines

A. Education

1. Coverage. All employees regardless of employment status may avail of hepatitis B education services for free;
2. Hepatitis B shall be conducted through distribution and posting of IEC materials and counselling and/ or lectures; and
3. Hepatitis B education shall be spearheaded by the LRWC Medical Clinic in close coordination with the health and safety committee.

B. Preventive Strategies

1. All employees are encouraged to be immunized against Hepatitis B after securing clearance from their physician.
2. Workplace sanitation and proper waste management and disposal shall be monitored by the health and safety committee on a regular basis.
3. Personal protective equipment shall be made available at all times for all employees; and
4. Employees will be given training and information on adherence to standards or universal precautions in the workplace.

III. Social Policy

A. Non discriminatory Policy and Practices

1. There shall be no discrimination of any form against employees on the basis of their Hepatitis B status consistent with the international agreements on non discrimination ratified by the Philippines (ILO C111). Employees shall not be discriminated against, from pre to post employment, including hiring, promotion, or assignment because of their hepatitis B status.
2. Workplace management of sick employees shall not differ from that of any other illness. Persons with Hepatitis B related illnesses may work for as long as they are medically fit to work.

B. Confidentiality

Job applicants and employees shall not be compelled to disclose their Hepatitis B status and other related medical information. Co-employees shall not be obliged to reveal any personal information about their fellow employees. Access to personal data relating to employee's Hepatitis B status shall be bound by the rules on confidentiality and shall be strictly limited to medical personnel or if legally required.

C. Work-Accommodation and Arrangement

1. The company shall take measures to reasonably accommodate employees who are Hepatitis B positive or with Hepatitis B - related illnesses.
2. Through agreements made between management and employees' representative, measures to support employees with Hepatitis B are encouraged to work through flexible leave arrangements, rescheduling of working time and arrangement for return to work.

D. Screening, Diagnosis, Treatment and Referral to Health Care Services

1. The company shall establish a referral system and provide access to diagnostic and treatment services for its employees for appropriate medical evaluation/ monitoring and management.
2. Adherence to the guidelines for healthcare providers on the evaluation of Hepatitis B positive employees is highly encouraged.
3. Screening for Hepatitis B as a prerequisite to employment shall not be mandatory.

E. Compensation

The Leisure and Resorts World Corporation shall provide access to Social Security System and Employees Compensation benefits under PD 626 to an employee contracted with Hepatitis B infection in the performance of his duty.

IV. Roles and Responsibilities of Employers and Employees

A. Employer's Responsibilities

1. Management, together with employees' organizations, company focal personnel for human resources, and safety and health personnel shall develop, implement, monitor and evaluate the workplace policy and program on Hepatitis B.

2. The Health and Safety Committee shall ensure that their company policy and program is adequately funded and made known to all employees.

3. The Human Resources Department shall ensure that their policy and program adheres to existing legislations and guidelines, including provisions on leaves, benefits and insurance.

4. Management shall provide information, education and training on Hepatitis B for its workforce consistent with the standardized basic information package developed by the Hepatitis B TWG; if not available within the establishment, then provide access to information.

5. The company shall ensure non-discriminatory practices in the workplace.

6. The management together with the company focal personnel for human resources and safety and health shall provide appropriate personal protective equipment to prevent Hepatitis B exposure, especially for employees exposed to potentially contaminated blood or body fluid.

7. The Health and Safety Committee, together with the employees' organizations shall jointly review the policy and program for effectiveness and continue to improve these by networking with government and organizations promoting Hepatitis B prevention.

8. The company shall ensure confidentiality of the health status of its employees, including those with Hepatitis B.

9. The human resources shall ensure that access to medical records is limited to authorized personnel.

B. Employees Responsibilities

1. The employees' organization is required to undertake an active role in educating and training their members on Hepatitis B prevention and control. The IEC program must also aim at promoting and practicing a healthy lifestyle with emphasis on avoiding high risk behavior and other risk factors that expose employees to increased risk of Hepatitis B infection, consistent with the standardized basic information package developed by the Hepatitis B TWG.

2. Employees shall practice non-discriminatory acts against co-employees on the ground of Hepatitis B status.

3. Employees and their organizations shall not have access to personnel data relating to an employee's Hepatitis B status. The rules of confidentiality shall apply in carrying out union and organization functions.

4. Employees shall comply with the universal precaution and the preventive measures.

5. Employees with Hepatitis B may inform the health care provider or the company physician on their Hepatitis B status, that is, if their work activities may increase the risk of Hepatitis B infection and transmission or put the Hepatitis B positive at risk for aggravation.

V. IMPLEMENTATION AND MONITORING

Within the establishment, the implementation of the policy and program shall be monitored and evaluated periodically. The safety and health committee or its counterpart shall be tasked for this purpose.

VI. EFFECTIVITY

This Policy shall take effect immediately and shall be made known to all employees.

Jacqueline Chan
HR Management Head

DATE: October 28, 2019

BWC GUIDELINES NO. 2, SERIES OF 2012
“SEXUAL HARRASMENT POLICIES AND PROCEDURES”

Pursuant to the provisions of Section 4, Republic Act No. 7877, *An Act Declaring Sexual Harassment Unlawful in the Employment, Education or Training Environment , and For Other Purposes*, the following policies and procedure are hereby issued by Leisure and Resorts World Corporation to prevent sexual harassment in its workplace and to provide the procedure for the resolution, settlement and/or disposition of sexual harassment cases.

I. COMPANY POLICY AGAINST SEXUAL HARASSMENT

Leisure and Resorts World Corporation believes that employees should be afforded the opportunity to work in an environment free of sexual harassment. Sexual harassment is a form of misconduct that undermines the employment relationship. No employee, either male or female, should be subjected verbally or physically to unsolicited and unwelcome sexual overtures or conduct.

Sexual harassment refers to behavior that is not welcome, that is personally offensive, debilitates morale and, therefore, interferes with work effectiveness. Such behavior may be in the form of unwanted physical, verbal or visual sexual advances, requests for sexual favors, and other sexually oriented conduct which is offensive or objectionable to the recipient, including, but not limited to: epithets, derogatory or suggestive comments, slurs or gestures and offensive posters, cartoons, pictures, or drawings.

Leisure and Resorts World Corporation will not tolerate any behavior that amounts to sexual harassment and any officer or employee found to have committed sexual harassment shall be subjected to disciplinary action, up to and including dismissal.

A. DEFINITION OF SEXUAL HARASSMENT

Leisure and Resorts World Corporation has adopted, and its policy is based on, the definition of sexual harassment set forth in Section 3 of R.A. 7877. It provides that sexual harassment in workplace is committed by an employer, employee, manager, supervisor, agent of the employer, or any other person who, having authority, influence or moral ascendancy over another in a work environment, demands, requires or otherwise requires any sexual favor from the other, regardless of whether the demand, requests or requirement for submission is accepted by the object of said Act.

In a work-related or employment environment, sexual harassment is committed when:

1. The sexual favor is made as a condition in the hiring or in the employment, re-employment, or continued employment of said individual, or in granting said individual favorable compensation, terms of conditions, promotions, or privileges; or 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 or otherwise adversely affect said employee;
2. the above acts would impair the employees' rights or privileges under existing labor laws; or
3. the above acts would result in an intimidating, hostile, or offensive environment for the employee.

B. WHERE SEXUAL HARASSMENT IS COMMITTED

Sexual harassment may be committed in any work or training environment. It may include, but are not limited to the following:

1. In or outside the office building or training site;
2. at office or training-related social functions;
3. in the course of work assignments outside the office;
4. at work-related conferences, studies or training sessions; or
5. during work related travel.

C. FORMS OF SEXUAL HARASSMENT

Sexual harassment may be committed in any of the following forms:

1. Overt sexual advances;
2. Unwelcome or improper gestures of affection;
3. Request or demand for sexual favors including but not limited to going out on dates, outings, or the like for the same purpose;
4. Any other act or conduct of a sexual nature or for purposes of sexual gratification which is generally annoying, disgusting or offensive to the victim.

D. WHAT IS NOT SEXUAL HARASSMENT

Sexual harassment does not refer to occasional compliments of a socially acceptable nature. It refers to behavior that is not welcome, that is personally offensive, that debilitates morale, and that, therefore, interferes with work effectiveness.

E. EMPLOYER'S RESPONSIBILITY

Leisure and Resorts World Corporation undertakes to provide its officers and employees a work environment free of sexual harassment by management personnel, by co-workers and by others with whom officers and employees must interact in the course of their employment in Leisure and Resorts World Corporation. Sexual harassment is specifically prohibited as unlawful and as a violation of LRWC's policy. Leisure and Resorts World Corporation, LRWC for brevity, is responsible for preventing sexual harassment in the workplace, for taking immediate corrective action to stop sexual harassment in the workplace and for promptly investigating any allegation of work-related sexual harassment.

II. PROCEDURES ON SEXUAL HARASSMENT CASES

A. COMPLAINT PROCEDURE

Any officer or employee, who experiences or witnesses any act of sexual harassment in the workplace, shall report the same immediately to the Committee on Decorum and Investigation. They may also report acts of sexual harassment to any other member of Leisure and Resorts

World Corporation's management or ownership. All allegations of sexual harassment will be quickly investigated. To the extent possible, the identity of the officer or employee shall remain confidential and that of any witnesses and the alleged harasser will be protected against unnecessary disclosure. When the investigation is completed, all parties will be informed of the outcome of the investigation.

A Committee on Decorum and Investigation shall be constituted and shall be composed of the management and the employees' representative to receive complaints, investigate and hear sexual harassment cases. The Committee shall develop its own rules in the settlement and disposition of sexual harassment cases. The Committee shall also develop and implement programs to increase understanding and awareness about sexual harassment.

B. RETALIATION

Leisure and Resorts World Corporation will permit no employment-based retaliation against anyone who brings a complaint of sexual harassment or who speaks as a witness in the investigation of a complaint of sexual harassment.

C. WRITTEN POLICY

All officers and employees of Leisure and Resorts World Corporation shall receive a copy of LRWC's sexual harassment policy upon assumption of their respective offices. If at any time an officer or employee would like another copy of the policy, please contact the Office of the Committee on Decorum. If LRWC should amend or modify its sexual harassment policy, all officers and employees will receive an individual copy of the amended or modified policy.

Jacqueline Chan
Head of HR Management

DATE: October 28, 2019

SMOKE-FREE WORKPLACE POLICY AND PROGRAM

Pursuant to Section 6 of Republic Act No. 9211 which specifically prohibits indoor smoking and protects people against second hand smoke, this company policy is hereby issued to protect its employees and clients against the hazard brought about by smoking.

Smoke-free workplaces protect non-smokers from the dangers of secondhand smoke and also encourage staff to either quit smoking or reduce their cigarette consumption. Successful implementation of this policy will depend on both the management and employees support.

I. PREVENTIVE STRATEGIES

Leisure and Resorts World Corporation shall notify all employees of this policy and shall establish a smoke-free workplace policy awareness program. This will also be a part of orientation for newly-hired employees. A **“NO SMOKING SIGN”** shall be conspicuously displayed at floor areas which were designated as a NO SMOKING AREA. The roof top and the parking area are the only areas in the office in which employees will be allowed to smoke.

Capacity building for speakers' bureau, counsellors and the general workers population will be part of staff development program of the company.

The ill-effects of smoking will be discussed during the training/orientation of employees which will be spearheaded by the Health and Safety Committee.

II. IMPLEMENTATION

Worksite smoking policies aim mainly to protect non-smokers from Environmental Tobacco Smoke, (ETS), while the objective of worksite cessation program is to help employees who do smoke to give up the habit. The use of support groups of former smokers, HRDS staff, and medical staff that may act as educators/counsellors and support for workers to enable them in their wish of quitting the habit. Programs should be coordinated with managed-care providers' offerings of tobacco assessment and counselling. Internally, physical activity, nutrition, and stress management will assist smokers to quit and to stay abstinent.

Networking with health professionals, experts and organizations with the same advocacy is also being encouraged to create a partnership of sort. This may lead to better program implementation as their best practices may be replicated.

Strengthening workers participation may encourage ownership of the program. Team Leaders per Department maybe assigned, he/she may assign secret marshals who would monitor the no smoking policy in their workplaces. Team leaders would also monitor the smoker's diary (mandatory to smokers enrolled in the program) and the progress of the implementation of the smoking program in their office.

Employees who wish to quit smoking shall be referred by the committee to DOH accredited smoking cessation clinics.

III. MONITORING AND EVALUATION

The implementation of the smoke-free workplace policies and programs shall be monitored and evaluated periodically by the employer to ensure that the goal of an alcohol-free workplace is met. The Health and Safety Committee or other similar Committee shall be tasked for this purpose.

IV. EFFECTIVITY

All concerned shall comply with all the provisions of this company policy effective immediately.

Jacqueline Chan
HR Management Head

DATE:

WORKPLACE POLICY AND PROGRAM ON TUBERCULOSIS (TB) PREVENTION AND CONTROL

The Leisure and Resorts World Corporation recognizes that while 80% of Tuberculosis (TB) cases belong to the economically productive individuals, it is also treatable and its spread can be curtailed if proper control measures will be implemented. As such, this TB Policy and Program is hereby issued for the information and guidance of the employees.

PURPOSE:

To address the stigma attached to TB and to ensure that the worker's right against discrimination, brought by the disease, is protected.

To facilitate free access to anti-TB medicines of affected employees through referrals.

I. IMPLEMENTING STRUCTURE

The Leisure and Resorts World Corporation TB Program shall be managed by its health and safety committee consists of representatives from the different divisions and departments.

II. COVERAGE

This Program shall apply to all employees regardless of their employment status.

III. GUIDELINES

A. Preventive Strategies

1. Conduct of Tuberculosis (TB) Advocacy, Training and Education

- a. TB education shall be conducted by the Leisure and Resorts World Corporation Medical Clinic in close coordination with the health and safety committee, through distribution and posting of IEC materials and counselling and/ or lectures.
- b. Engineering measures such as improvement of ventilation, provision for adequate sanitary facilities and observance of standard for space requirement (avoidance of overcrowding) shall be implemented.

2. Screening, Diagnosis, Treatment and Referral to Health Care Services

- a. The company shall establish a referral system and provide access to diagnostic and treatment services for its employees. The company shall make arrangements with the nearest Direct Observed Treatment (DOT) facility.

- b. The company's adherence to the DOTS guidelines on the diagnosis and treatment is highly encouraged.

B. MEDICAL MANAGEMENT

1. The company shall adopt the DOTS strategy in the management of workers with tuberculosis. TB case finding, case holding and Reporting and Recording shall be in accordance with the Comprehensive Unified Policy (CUP) and the National Tuberculosis Control Program.
2. The company shall at the minimum refer employees and their family members with TB to private or public DOTS centers.

C. SOCIAL POLICY

1. Non-discriminatory Policy and Practices

- a. There shall be no discrimination of any form against employees from pre to post employment, including hiring, promotion, or assignment, on account of their TB status. (ILO C111)
- b. Workplace management of sick employees shall not differ from that of any other illness. Persons with TB related illnesses should be able to work for as long as medically fit.

2. Work-Accommodation and Arrangement

- a. Agreements made between the company and employee's representatives shall reflect measures that will support workers with TB through flexible leave arrangements, rescheduling of working time and arrangement for return to work.
- b. The employee may be allowed to return to work with reasonable working arrangements as determined by the Company Health Care provider and/or the DOTS provider.

D. COMPENSATION

The company shall provide access to Social Security System and Employees Compensation benefits under PD 626 to an employee who acquired TB infection in the performance of his/her duty.

V. ROLES AND RESPONSIBILITIES OF EMPLOYERS AND EMPLOYEES

A. Employer's Responsibilities

1. The Employer, together with workers/ labor organizations, company focal personnel for human resources, safety and health personnel shall develop, implement, monitor and evaluate the workplace policy and program on TB.

2. Provide information, education and training on TB prevention for its workforce.
3. Ensure non-discriminatory practices in the workplace.
4. Ensure confidentiality of the health status of its employees and the access to medical records is limited to authorized personnel.
5. The Employer, through its Human Resources Department, shall see to it that their company policy and program is adequately funded and made known to all employees.
6. The Health and Safety Committee, together with employees/ labor organizations shall jointly review the policy and program and continue to improve these by networking with government and organizations promoting TB prevention.

B. Employees' Responsibilities

1. The employee's organization is required to undertake an active role in educating and training their members on TB prevention and control.
2. Employees shall practice non-discriminatory acts against co-workers.
3. Employees and their organization shall not have access to personnel data relating to a worker's TB status.
4. Employees shall comply with universal precaution and the preventive measures.

V. IMPLEMENTATION AND MONITORING

The Safety and Health Committee or its counterpart shall periodically monitor and evaluate the implementation of this Policy and Program.

VI. EFFECTIVITY

This Policy shall take place effective immediately and shall be made known to every employee.

Jacqueline Chan
HR Management Head

DATE: October 28, 2019

WORKPLACE POLICY AND PROGRAM ON PROMOTING WORKERS HEALTH AND ENSURING PREVENTION AND CONTROL OF HEALTH-RELATED ISSUES AND ILLNESS

Leisure and Resorts World Corporation is committed to promote and ensure a healthy and safe working environment through its various health programs for its employees. We shall conform to the all issuances and laws that guarantee workers health and safety at all times.

The company shall ensure that worker's health is maintained through the following company programs and activities:

- a) Orientation and education of employees
- b) Access to reliable information on illness and hazards at work
- c) Referral to medical experts for diagnosis and management of illness or health-related concerns
- d) Provide health-related programs such proper nutrition and exercise activities are made available to the workers

The above-mentioned programs shall comply with the Government's issuances on promoting healthy lifestyle, addressing mental health in the workplace and preventing and controlling substance abuse.

In addition, company policies to protect workers' rights arising from illness shall be guaranteed. The company shall promote the following workers' rights:

- a) Confidentiality of information
- b) Non-discrimination including non-termination
- c) Work accommodation following a course of illness
- d) Assistance to compensation

This policy is formulated for everybody's information. The company is committed to ensuring workers' health and providing a healthy and safe workplace.

Jacqueline Chan
HR Management Head

DATE: October 28, 2019

5.0 Composition and Duties of Safety and Health Committee

The SHC of the company is responsible to plan, develop and implement OSH policies and programs , monitor and evaluate OSH programs and investigate all aspect of the work pertaining to the safety and health of all the workers. SHC shall be composed of the following in compliance with the law:

(a) For medium to high risk establishments with ten (10) to fifty (50) workers and low to high risk establishments with fifty-one (51) workers and above. – The OSH committee of the covered workplace shall be composed of the following:

- Ex-officio chairperson : Raymund F. Preligera
Name of Employer or his/her representative

- Secretary : Abraham Solis Jr.
Name of Safety officer of the workplace

- Ex-officio members : Gil A Borcelis
Name of Certified first-aiders/s

Name of OH nurse

Name of OH dentist, and OH physician, as applicable

- Members : Name of Safety officers representing the contractor or subcontractor, as the case may be,

Name of workers’ representatives who shall come from the union, if the workers are organized, or elected workers through a simple vote of majority, if they an unorganized.

(b) Joint Coordinating Committee: For two (2) or more establishments housed under one building or complex including malls.

- Chairperson : _____
Name of Building owner or his/her representative such as the building administrator

- Secretary : _____
Name of Safety officer appointed by the Chairperson

- Members : _____

Name of 2 safety officers from the building selected to the Joint OSH Committee

Name of two (2) workers' representatives one from which must be from a union if organized from any establishments under the building

(All members of the HSC shall perform their duties and responsibilities by the OSH law and its implementing guidelines.)

Safety and Health Committee Minutes/Reports submitted to DOLE (pls attach latest OSH committee minutes/report)

Yes No

6.0 OSH Personnel and Facilities

6.1 Safety Officer

Safety Officer(s): *(attach certificate of training/s prescribed by DOLE)(please use additional sheets as necessary)*

Name of Safety Officer(s):	Training(s) (kindly include number of hours)
Abraham Solis Jr.	BOSH 40 hours
Aldrich Espanya	BOSH 40 hours

6.2 Emergency Occupational Health Personnel and Facilities

List of competent emergency health personnel within the worksite duly complemented by adequate medical supplies, equipment and facilities based on the total number of workers. (Use additional sheet if necessary and attach all required training certificates in this section.)

Emergency Health Personnel and Facilities

Shift/Area/unit/ Department	Total number of workers/area	Health Personnel & Facilities	
		Health Personnel (First- aider, Nurse, Physician, Dentist)	Facilities (Treatment Room/ Clinic/ Hospital)
Central AB Global	1		
Central Engineering	21		
Central HRD	30	Aldrich España	Lactation Room
Central ODT	2	Dave Manaysay	
Central Administration	1		
Central ITMS	38	Rowell Concepcion	
Central Legal	6		
Central LRWC	1		
Central Purchasing	6		
Central Asset Mgt & Logistics	21		
Central Finance	37		
Central Internal Audit	15		
Central OP	20		
Central OP (CSR)	1		
Corplan	7		
Investment Relations	2		
Security & Gen Services	2		

7.0 Safety and Health Promotion, training and education provided to workers

- Orientation of all workers on OSH
- Conduct of Risk Assessment, evaluation and Control

- *Continuing training on OSH for OSH Personnel
- *Work permit System
 - *(Applicable for medium to high risk establishments with 10 to 50 workers and low to high risk establishments with 51 workers and above)*

(please attach additional sheets as necessary)

Name of OSH Training/Orientation	Number of Employees in attendance	Date
Basic First Aid	41	Sept 9,10,19 and 20, 2019
BOSH (10 hours)		August 15, 2019



Conduct of Risk Assessment (may include WEM)	Date
(Dust and Pest Control)	October 19, 2019

8.0 Conduct of Tool Box Meetings/ Safety Meetings if applicable

Conduct of Safety Meetings/Tool Box Meetings	Date
NOT APPLICABLE	

9.0 Accident/Incident/Injury investigation recording and reporting

Any dangerous occurrence, major accident resulting to death or permanent total disability, shall be reported by the company to the DOLE Regional Office within twenty four (24) hours from occurrence using the prescribed form (Work Accident / Incident Notification).

After the conduct of investigation, the company shall prepare and submit work accident report using the prescribed form (WAIR). Moreover, other work accidents resulting to disabling injuries such as Permanent Partial Disability and Temporary Total Disability shall be reported to the DOLE Regional Office within 30 days after the date of occurrence of accident using the DOLE prescribed form (WAIR).

All near misses shall be recorded and reported. A system for notification and reporting of work accidents including near misses within the company shall be developed and reviewed by the OSH Committee as necessary.

(Kindly submit reports on the following: Work Accident /Injury Report (WAIR), Annual Exposure Data Report (AEDR), Annual Medical Report (AMR)

Report Submitted	Date
Report on Safety Organization	March 21, 2019
Annual Medical Report	March 21, 2019
Employers Work/Accident Illness Report	March 21, 2019
Annual Work accident /Illness Exposure Data	March 21, 2019

10.0 Provision and use of PPE

Issuance of PPE shall be supplemented by training on the application, use, handling, cleaning and maintenance.

PPE provided	Number of Workers given
Rubber gloves	Janitorial Staff
Plastic Tongs	
Wet Floor Signage	
Rubber Boots	

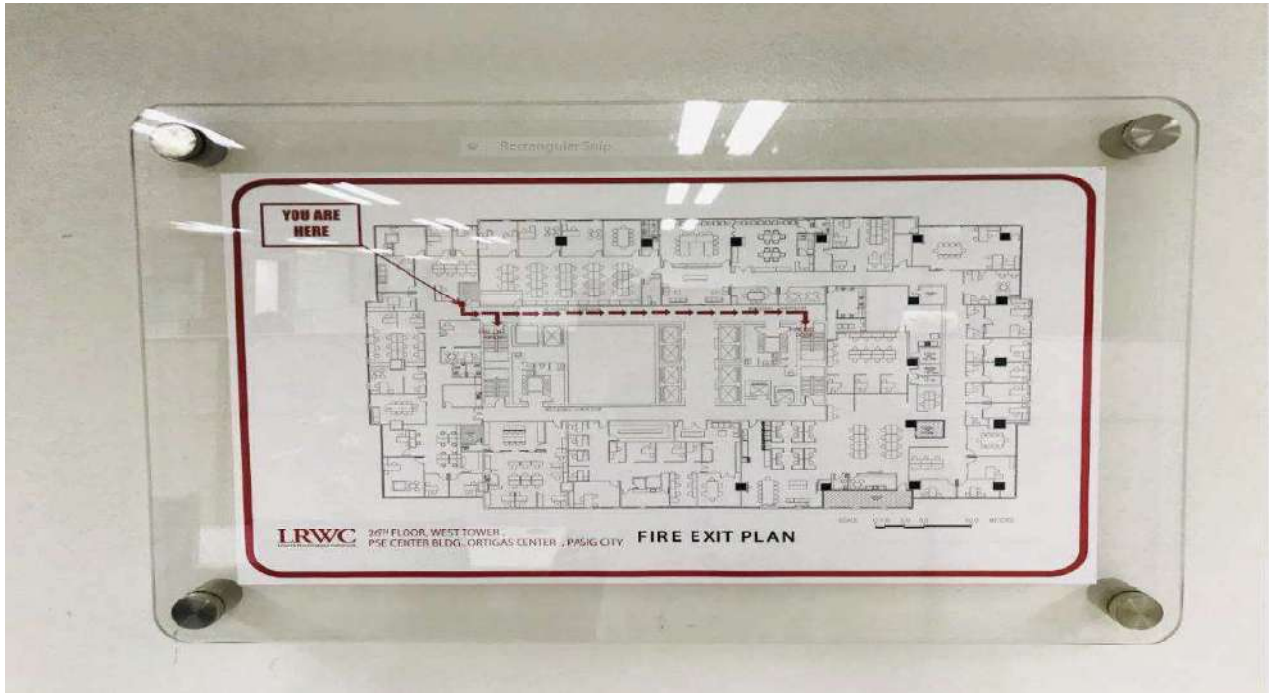
11.0 Safety Signage

The safety signages include warning to workers and employees and the public about the hazards within the workplace.

Type of Safety Signage : Kindly attach picture.







12.0*Dust control and management and regulation on activities such as building of temporary structures and lifting and operation of electrical, mechanical, communications system and other requirements **(Applicable for medium to high risk establishments with 10 to 50 workers and low to high risk establishments with 51 workers and above)*

Kindly attach dust control procedures, plans on temporary structures, permits applicable for the operation of electrical, mechanical, communications systems and other requirements

13.0 Workers Facilities Provided:

FACILITIES	PROVIDED?		REMARKS
	YES	NO	
a. Adequate supply of drinking water	x		
b. Adequate sanitary and washing facilities	x		
c. Suitable living accommodation (if applicable)	x		
d. Separate sanitary, washing and sleeping facilities (if applicable)	x		
e. Lactation station (in consonance with DOLE D.O. 143-15)	x		
f. Ramps, railings, and the like	x		
g. Other workers' welfare facilities as prescribed by OSHS and other related issuances	x		Lactation Room

14.0 Emergency and Disaster Preparedness:

14.1 Written Emergency and Disaster Program Yes___ No__x__

14.2 Types and number of Drills conducted

Type of Drills (fire, earthquake)	Date	Responsible person/position
Annual Fire & Earthquake Drill (Building Admin Initiated)	April 25, 2019	Safety Officer/Pasig Fire Department





15.0 Solid Waste Management System

Written Pollution Control Program: Yes: _____ No: x

Name of Pollution Control Officer: Waste Management Follows Building Admin Policy

16.0 Compliance with Reportorial Government Requirements (refer to item 9.0)

17.0 Control and management of hazards.

Refer to accomplished HIRAC

18.0 Prohibited Acts and Penalties/sanctions for violations on OSH

**(Applicable for medium to high risk establishments with 10 to 50 workers and low to high risk establishments with 51 workers and above)*

(Pls attach existing company sanctions for violations on OSH)

(Example of Company violation policies) Safety Violation	1st offense	2nd offense	3rd offense
1. Not using issued PPE	warning	3 day suspension	5 day suspension
2. littering and loitering	warning	3 day suspension	5 day suspension
3. smoking at prohibited area	warning	3 day suspension	5 day suspension
4. illegal dismantling of safety signages and paraphernalia	warning	3 day suspension	5 day suspension
5. Not following safety rules	3 day suspension	5 day suspension	Dismissal

18.0 * Cost of implementing company OSH program

**(Applicable for medium to high risk establishments with 10 to 50 workers and low to high risk establishments with 51 workers and above)*

Php 608,950.00 ; Annual estimated amount for OSH program implementation to include but not limited to the following: orientation/training of workers, safety officer, OH personnel, purchase and maintenance of PPE, first aid medicine and other medical supplies, safety signages and devices, fire safety equipment/tools, safety of equipment (i.e machine guards,) etc.

OSH Item	Estimated Cost/year
PPEs	50,000.00
OSH trainings	300,000.00
Safety Signages	50,000.00
Machine Guards and related equipment	20,000.00
Medical examinations	158,950.00
Medical supplies/medicines	30,000.00
Others: Specify	608,950.00



8 June 2020

TO : All ABLE and TGXI Employees (LRWC Retail Group)
CC : LRWC / ABLE / TGXI Admin, Legal, Human Resources, and Finance Departments
RE : **STRATEGIC GUIDELINES FOR COVID-19 PREVENTION**

As the lifting of temporary suspension of gaming operations may soon be announced by PAGCOR, the LRWC Retail Group will be adopting a set of guidelines strictly adhering to public health and safety standards to prevent further spread of the COVID-19.

We would like to emphasize that everyone shall take extra precautions to protect our employees, patrons, and guests from this virus. Hence, all employees are accountable for ensuring that the guidelines attached herein shall be strictly observed.

It is also important to note the following key reminders:

- **Vulnerable employees, gaming patrons, and guests** – i.e., who are 60 years and above, or below 21 years old, or with pre-existing illness (e.g., hypertension, lung disease, diabetes, cancer), or with immuno-compromised health status, or are pregnant – and also those scanned to have body temperature **equal to or higher than 37.5 °C, shall not be allowed entry into the gaming sites.**
- Wearing of **face masks at all times** shall also be enforced.
- The **gaming site's occupancy will be limited to fifty percent (50%)**, to abide by Social Distancing directives.

Please refer to the **STRATEGIC RETURN-TO-WORK GUIDELINES TO HELP PREVENT FURTHER SPREAD OF CORONAVIRUS DISEASE (COVID-19)** attached for your guidance.

For your strict compliance.

Thank you,

Jasper S. Vicencio
Business Unit Head



STRATEGIC RETURN-TO-WORK GUIDELINES TO HELP PREVENT FURTHER SPREAD OF CORONAVIRUS DISEASE (COVID-19)

PURPOSE

Leisure and Resorts World Corporation (LRWC), the parent company of AB Leisure Exponent, Inc. (ABLE), its subsidiaries and affiliate companies, and Total Gamezone Xtreme Inc. (TGXI), is committed to provide its employees, gaming patrons, and guests a safe working and gaming environment. These guidelines we have set forth are based on PAGCOR, DOH, DTI, and DOLE standards so that we may help prevent our corporate offices and gaming sites' exposure to COVID-19.

In avoidance of doubt, the following companies are ABLE's subsidiaries and affiliate companies that are likewise covered in these guidelines.

ABLE's Subsidiaries and Affiliate Companies

Alabang Numbers & Gaming Corp.

All Point Leisure Corp.

Alpha One Amusement and Recreation Corp.

Big Time Gaming Corp.

Bingo Dinero Corp.

Bingo Extravaganza Inc.

Bingo Gallery, Inc.

Bingo Palace Corp.

Cebu Entertainment Gallery, Inc.

First Leisure and Game Co., Inc

Galleria Bingo Corp.

Gamexperience Entertainment Corp.

G-One Gaming and Technology, Inc.

Grand Polaris Gaming Co., Inc.

Highland Gaming Corp.

Iloilo Bingo Corp.

Insular Gaming Corp.

Isarog Gaming Corp.

Manila Bingo Corp.

Metro Gaming Entertainment Gallery, Inc.

Negrense Entertainment Gallery, Inc.

One Bingo Pavillion, Inc.

One Bingo Place, Inc.

Rizal Gaming Corp.

SG Amusement and Recreation Corp.

South Bingo Corp.

South Entertainment Gallery, Inc.

Summit Bingo, Inc

Topmost Gaming Corp.

Topnotch Bingo Trend, Inc.

Worldwide Links Leisure and Gaming Corp.

ABLE, its subsidiaries and affiliate companies, and TGXI, are collectively described herein as the, "**LRWC Retail Group**".

COVERAGE AND ACCOUNTABILITY

This Policy applies to all employees of the LRWC Retail Group, regardless of rank and position, who are thus held accountable for ensuring compliance to the safety guidelines stated herein. Management shall be responsible for monitoring the implementation of all stated procedures, investigating violations, and employing corrective actions, as needed.

POLICY STATEMENTS

General Guidelines

1. **LRWC Retail Group shall** adopt a business continuity plan to **help prevent further transmission of COVID-19 in the country.**
 - a. Minimize contact through deploying only a skeleton work force and by implementing alternative work arrangements such as, but not limited to rotational scheduling, flexible working hours, and multi-tasking roles.
 - b. As needed, allow Work-From-Home arrangements for:
 - i. Employees whose tasks can be done at home
 - ii. Employees below 21 and 60+ years of age, pregnant, with immuno-compromised health status, or with pre-existing illness such as hypertension, lung disease, diabetes, cancer
 - c. Avoid face-to-face meetings as much as possible.
 - d. Prepare plans to continue gaming operation in case of higher than usual absenteeism.
 - e. Craft supportive leave policies.
2. **We shall adhere to PAGCOR's safety guidelines.** In cases where employees will be required to undertake COVID-19 testing, we shall do so in accordance with the applicable requirements and procedures issued by PAGCOR.
3. **We shall maintain healthy gaming operations and work environment.** Adherence to DOH's minimum public health standards & DTI and DOLE's Guidelines on Workplace Prevention and Control of COVID-19 shall be enforced.
4. **We shall implement infection prevention and control measures** such as hygiene promotion, physical distancing, health education, environmental cleaning, disinfection, and other measures consistent with DOH's Various Guidelines on Infection Prevention and Control Measures Against COVID-19.

Specific Guidelines on Prevention and Control Measures

A. Steps Prior to Resumption of Operations

1. Vulnerable or high-risk employees shall not be deployed to work. (See **Annex A** for definition of high-risk employees)
2. Qualified employees will undergo training on the aforementioned guidelines published by PAGCOR, DOH, DTI, and DOLE – which are hereby adopted by the LRWC Retail Group. Employees will also be oriented on the company's new workways, co-employees' assignments which they would potentially cover in case of high absenteeism, as well as training on how to deal with COVID-19 suspected and confirmed cases. (See **Annex B** for more details on Employee Training and Responsibilities)
3. Signages will be posted throughout the gaming site to remind employees and inform patrons and guests of the same aforementioned guidelines (See **Annex F** for Sample Communication Materials or Reminder Signages on COVID-19 Prevention Reminder)

4. The LRWC Retail Group shall ensure that all health and safety materials required such as face masks, alcohol-soaked mats, and cleaning materials are well stocked and prepared prior to actual resumption of branch operations. (See **Annex C** for the Complete List of Required Health and Safety Materials).
5. The LRWC Retail Group will ensure compliance and preparedness of gaming sites with recommended guidelines and safety protocols such as, but not limited to:
 - Disinfection before resumption (see **Annex G** for DOH-compliant disinfecting steps)
 - Improving engineering controls
 - Setting up or marking of physical distancing inside and outside gaming sites, and
 - Assigning a Safety Officer to ensure compliance to all these guidelines, act as liaison to assist local health authorities or the DOH with aggregate data sharing and contact tracing, report to LRWC Human Resources (HR) Department in case there are suspect or confirmed COVID-19 cases (both employee and customer) for HR Department's appropriate action steps.
 - Reporting confirmed COVID-19 cases to local health authorities. All reporting shall be centralized through the LRWC HR Department.
6. The LRWC Retail Group shall abide by localized rules as may be set forth by the LGU (e.g., city/barangay -level lockdown, total ban on gaming, curfew hours, etc.)

B. Health and Safety Procedure Upon Resumption of Operations

1. Fit-to-work employees, gaming patrons, and guests shall comply with the mandatory wearing of face masks or face shields, and submission to temperature checks prior entry into the gaming site. (See **Annex D** on Protocol for Daily Screening Employees and Visitors).
2. Persons who have some or all of the following attributes shall be strictly not allowed entry into the gaming sites.
 - Has body temperature equal to or higher than 37.5 °C
 - Aged below 21 years
 - Aged 60 years and above
 - With pre-existing illness (e.g., hypertension, lung disease, diabetes, cancer)
 - With immuno-compromised health status (e.g., chronic smoker, ongoing chemotherapy or dialysis)
 - Pregnant
 - Not wearing face masks
3. Inventory and placement of health and safety materials shall always be ensured. Regular cleaning and disinfecting will also be in place. LRWC Retail Group shall also follow the appropriate steps in conducting additional cleaning and disinfecting should a visiting suspect or confirmed case arise. (See **Annex C** for the complete list of health and safety materials and **Annex G** for General Cleaning and Disinfection Steps in accordance with guidelines issued by the DOH).
4. Hands of employees, gaming patrons, and guests will be disinfected with alcohol or sanitizers prior to entry into the gaming site. They will also go through a disinfectant foot bath (or alcohol-soaked mat) to disinfect their footwear.
5. All sites will observe physical distancing, i.e., limit gaming area occupancy rate to only 50% through one-seat apart set-up, observe at least one-meter physical distance when talking if at all needed, among others. (See **Annex E** for more Pointers on Physical Distancing at the branches).

- 6.** Employees shall be instructed to stay home if they do not feel well, and to approach a supervisor or manager if they notice a co-worker, patron, or guest experiencing symptoms associated with COVID-19, such as coughing, shortness of breath, and other flu-like symptoms. Supervisor or Manager will immediately escalate any incident to the LRWC HR Department. This is necessary for monitoring and inclusion to LRWC HR Department's monthly accident/illness report to DOLE and other reporting requirements. Failure to report incidents will be dealt with accordingly under the company policy regarding falsification of personal and/or company record. Swift action and transparency are essential to combat spread of virus.

ANNEX A

Eligibility for Returning Employees

1. Employees are eligible (i.e., considered candidates) to return to report to work physically if they satisfy all criteria below:
 - 21 to 59 years old
 - No pre-existing illness (e.g., hypertension, lung disease, diabetes, cancer)
 - No immuno-compromised health status (e.g., chronic smoker, ongoing chemotherapy or dialysis)
 - Not pregnant
2. Employees outside the aforementioned eligibility criteria are considered high-risk and shall not be deployed to gaming sites and head office. They may be allowed to work-from-home (WFH) subject to the company's WFH Protocols.
3. All applicable regulations to be issued by PAGCOR in relation to COVID-19 testing shall be deemed incorporated herein, and shall be complied with at all times.

ANNEX B

Employee Training and Responsibilities

Prior operations resumption, fit-to-work employees shall undergo training on below-listed topics and orientation in their new roles and responsibilities given new "workways". This training and orientation program will be conducted by LRWC HR Department.

- A. COVID-19 Prevention practices inside and outside the workplace
 1. Proper and frequent handwashing with soap as a vital practice to help combat the spread of COVID-19. Use hand sanitizers with at least 70% alcohol if soap and water are not available.
 2. Avoid touching the eyes, nose, and mouth with unwashed hands.
 3. Practice proper respiratory hygiene and cough etiquette. Cover the mouth and nose with a tissue when coughing or sneezing or use the inside of elbow. Throw used tissues in the trash and immediately wash hands with soap and water for at least 20 seconds. If soap and water are not available, use hand sanitizer containing at least 70% alcohol.
 4. Other proper hygiene practices
 5. Minimize contact points by not wearing accessories and not bringing along non-essential items.
 6. Practice social distancing by avoiding large gatherings.
 7. Always maintain one to two meters physical distancing.
 8. Proper waste disposal
- B. Proper Cleaning and Disinfecting Procedures set forth in DOH's Guidelines (See **Annex G** for General Cleaning & Disinfection Steps)
- C. Proper Disposal and/or Washing of Facial Masks, Gloves, and/or PPEs
- D. Maintenance of Physical and Mental Health
 1. Emphasize to all workers the everyday actions to stay healthy such as eating nutritious and well-cooked food, drinking plenty of fluids and avoiding alcoholic beverages, increasing body's resistance by having adequate rest and at least 8 hours of sleep, and exercising regularly.
 2. Provide referral for workers needing counselling or presenting with mental health concerns.
- E. New Workways in the Branches
 1. Face masks shall be part of the uniform, thus will be provided by the company. Employees will not remove these face masks, except when eating or drinking.
 2. Appropriate personal protective equipment (PPE) may also be required or recommended by the local government unit (LGU). In such case, PPEs shall be made available by management and instructions for use will be provided.
 3. They will accomplish daily the Health Symptoms Checklist and submit to the security guard or designated safety officer.
 4. Spray alcohol/sanitizer is required at the entrance for proper disinfection of hands.
 5. Washing of hands (with soap and warm water for 20 seconds) before the start of a shift, at least once during every break period, and several times during their shifts (including, without limitation, when they change gloves or otherwise contaminate their hands), and at the end of a shift. Use of hand sanitizers with at least 70% alcohol in case soap and water are not available.
 6. Avoid using other employees' phones, desks, offices, or other work tools and equipment, when possible. If unavoidable, clean and disinfect them before and after use.
 7. Cleaning of machines/terminals after each use

8. Cleaning of the comfort room every 2 hours
 9. Minimize face-to-face meetings, especially when travel will be required. If face-to-face meetings cannot be avoided, keep it short and maintain physical distancing (see **Annex E** for more details).
 10. Traveling for business meetings is highly discouraged.
 11. Physical distancing layout and/or practices in gaming and office areas at all times (See **Annex E** for more Pointers on Physical Distancing at the branches)
 12. Handling and serving of food & beverages (See **Annex H**)
 13. No-handshake or no-touch guest relations
 14. Screening of incoming employees, players, and visitors (see **Annex D**)
 15. New work schedule and job scope as influenced by the site's leaner workforce structure and allowed operating hours
 16. Specialized training module for branch Safety Officers, Utility Staff, and Security Guard who act as key agents of implementing these strategic guidelines
- F. Cross-training for Multi-tasking in case of high absenteeism
- G. What to do when a player, an employee, or an employee's household member is sick or displays COVID-19 symptoms
1. Stay home if sick or not feeling well, except for purposes of medical care. Inform supervisor, self-quarantine for 14 days and monitor for COVID-19 symptoms. Periodically update immediate superior or respective branch's safety officer of his/her status.
 2. If sickness or fever is not due to COVID-19 (e.g., urinary infection, wound infection, or any diseases not related to lungs or respiratory tract), follow physician's advice for the appropriate treatment. Periodically update immediate superior or respective branch's safety officer of his/her status.
 3. Inform the supervisor also if there is a sick family member at home. Isolate family member if with COVID-19 symptoms and contact local health authorities for testing. As a close contact of that family member, said employee shall observe a 14-day quarantine and monitor for symptoms. Periodically update immediate superior or respective branch's safety officer of his/her status.
- H. How to respond to suspect and confirmed COVID-19 cases
1. Communication and Reporting protocols (see **Annex D**)
 2. Home quarantine of close contacts (see **Annex D**)
 3. Additional cleaning and disinfecting steps (see **Annex G**)
 4. Data confidentiality and Anti-discrimination laws
- I. Additional preparations and precautionary measures before and during travel (if needed)
- J. Important contact numbers
1. Local health providers near each branch that can address suspected COVID cases, or Telemedicine referrals
 2. DOH
 3. LRWC Human Resources Department
 4. Other emergency contacts
- K. Flexible work arrangements and/or leave policies

Training shall be documented and will be updated from time to time to comply in case of new or revised guidelines from the DOH. Reminder signages shall be posted and updated accordingly.

ANNEX C

Complete List of Required Health and Safety Materials

The following materials shall be prepared before resumption of operations. Inventory during operations shall also be strictly maintained.

1. Face masks
2. Personal Protective Equipment (if required by the local government)
3. No-contact Temperature/Thermo scanners
4. Batteries for thermo scanners
5. No-touch disposal receptacles or trash bins
6. Alcohol soaked mat / disinfectant foot bath
7. Alcohol or Sanitizer (at least 70%)
8. Tissues and Disposable Wipes
9. Antibacterial Soaps
10. Detergent, Cleaning Aids, and Disinfectant Solutions
11. Plastic gloves for food-handling
12. Signage and posters on proper hygiene, social/physical distancing and other pertinent information as covered in the employees' pre-resumption training as detailed in ***Annex B***

Hand soap, water, sanitizers or alcohol, and disinfectants shall be available at all times in the comfort room. Hand sanitizers or alcohol shall also be available in multiple locations in the gaming site (e.g., corridors, gaming floor, cashiers, entrances, and in conspicuous areas where employees frequently pass through).

ANNEX D

Protocol for Daily Screening of Players, Visitors and Employees

I. Daily Screening For Players

1. Players will be quickly asked if they are pregnant, or have pre-existing illnesses, or have immunocompromised health status, or aged 60 years and above. Players having at least one of these conditions shall not be allowed to enter the gaming site.
2. Players not having any of the conditions stated in the preceding item will be subjected to a no-contact temperature scan by the Security Guard.
 - a. For players with temperature equal to or higher than 37.5 °C, he/she will not be allowed to enter the gaming site.
 - b. For players with temperature of 37.4 °C and below (i.e., no fever), he/she will be asked to disinfect hands and footwear via the provided hand sanitizers and disinfectant foot baths before entering the gaming site. If he/she does not have a face mask, the gaming site will provide a disposable one for the player prior entry.
 - c. As in current practice, players shall be required to swipe their membership cards (i.e., ABLE's Bingo Plus Card, TGXI's Gamezone Card) upon entry. Stored in the membership card are the players' basic personal information, including name, gender and birthday. Thus, age information shall be verified upon swiping of the membership card. Players aged 60 years and above shall be politely requested to leave the gaming site, in accordance with PAGCOR and DOH guidelines.
 - d. As an alternative to preceding item, players may also present their government-issued ID as proof of age.

II. Daily Screening For Other Visitors

1. Visitors will be quickly asked if they are pregnant, or have pre-existing illnesses, or have immunocompromised health status. Visitors having at least one of these conditions shall not be allowed to enter the gaming site.
2. Visitors will be asked to present their government-issued ID to the Security Guard in order to rule out age brackets that are not allowed to enter, i.e., aged below 21 years and those aged 60 years and above. Visitors in this age bracket shall not be allowed to enter the gaming site.
3. Visitors not having any of the conditions stated in the preceding items will be subjected to a no-contact temperature scan by the Security Guard.
 - a. For visitors with temperature equal to or higher than 37.5 °C, he/she will not be allowed to enter the gaming site.
 - b. For visitors with temperature of 37.4 °C and below (i.e., no fever), he/she will be asked to disinfect hands and footwear via the provided hand sanitizers and disinfectant foot baths before entering the gaming site. If he/she does not have a face mask, the gaming site will provide a disposable one for the visitor prior entry.

III. Daily Screening For Employees

1. Employees shall be allowed entry to sites, provided he/she wears a mask and will undergo a daily screening protocol as discussed herein and illustrated in Image 1 below. In particular, the employee will be subjected to a no-contact temperature scan by the Security Guard.
 - a. For employees with temperature of 37.4 °C and below (i.e., no fever), he/she will be asked to accomplish the Daily Health Symptoms checklist.
 - I. If the checklist has NO "Yes" responses, the employee will be asked to disinfect hands and footwear via the provided hand sanitizers and disinfectant foot baths before entering the gaming site.
 - II. If checklist has at least one "Yes" response, the employee will not be allowed to enter the gaming site. He/she would have to stay home until asymptomatic for 14 days, periodically update his/her immediate superior or the branch's safety officer of his/her status, and seek medical advice if COVID-19 symptoms arise.
 - III. All applicable regulations to be issued by PAGCOR in relation to COVID-19 testing shall be deemed incorporated herein, and shall be complied with at all times.
 - b. For employees with temperature equal to or higher than 37.5 °C, he/she will not be allowed to enter the gaming site. He/she would have to stay home until asymptomatic for 14 days, periodically update his/her immediate superior or the branch's safety officer of his/her status, and seek medical advice if COVID-19 symptoms arise. All applicable regulations to be issued by PAGCOR in relation to COVID-19 testing shall be deemed incorporated herein, and shall be complied with at all times.

Image 1. Employee Daily Screening Protocol

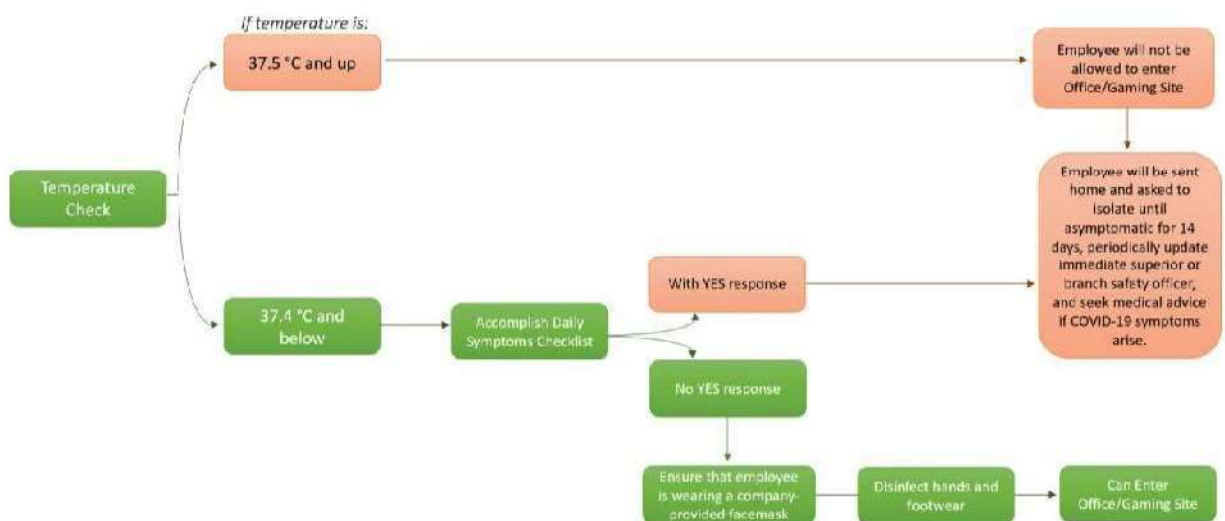
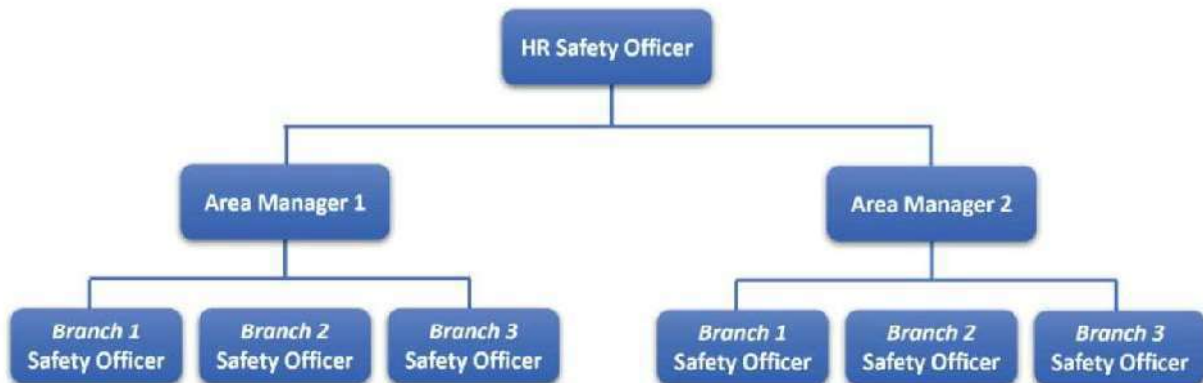


Image 2. Employee Daily Health Symptoms Checklist

Month		mm/dd/yyyy	Temperature	Fever		Shortness of Breath		Chest Pain		Cough		Colds		Sore Throat		Diarrhea		Body Aches		Have you worked together or stayed in the same home environment at any time COVID-19 cases?	Have you had any contact with anyone with fever, cough, chills, and sore throat in the past 2 weeks?	Have you travelled outside of the Philippines in the last 28 days?	Have you traveled to any area in NY in the last 14 days?	Logged/Validated By:	
Day	Time		°C	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Special	
1	AM																								
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	PM																								
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- Employees allowed entry shall repeat the no-contact temperature scan and accomplish the checklist's Symptoms portion after their half-day break and by the end of their shift. The screening protocol illustrated and explained above shall be followed again.
- Sent-home employees are considered suspect COVID-19 cases. The branch-level Safety Officer shall immediately inform his/her superiors (Area Managers), who shall inform the LRWC HR Department Safety Officer for streamlined monitoring and for appropriate action steps that need to be done by the LRWC HR Department (e.g., monthly reporting to DOLE, sick leave approval, etc.). This reporting hierarchy is depicted in Image 3 below. Fellow employees shall be informed to follow DOH-recommended precautions.
- All applicable regulations to be issued by PAGCOR in relation to COVID-19 testing shall be deemed incorporated herein, and shall be complied with at all times.
- Gaming sites with suspect cases shall be disinfected following the steps in **Annex G**.

Image 3. Reporting Hierarchy



IV. What to do when suspect cases turn out to be confirmed COVID-19 case

If a suspect case tests positive, hence confirmed for COVID-19:

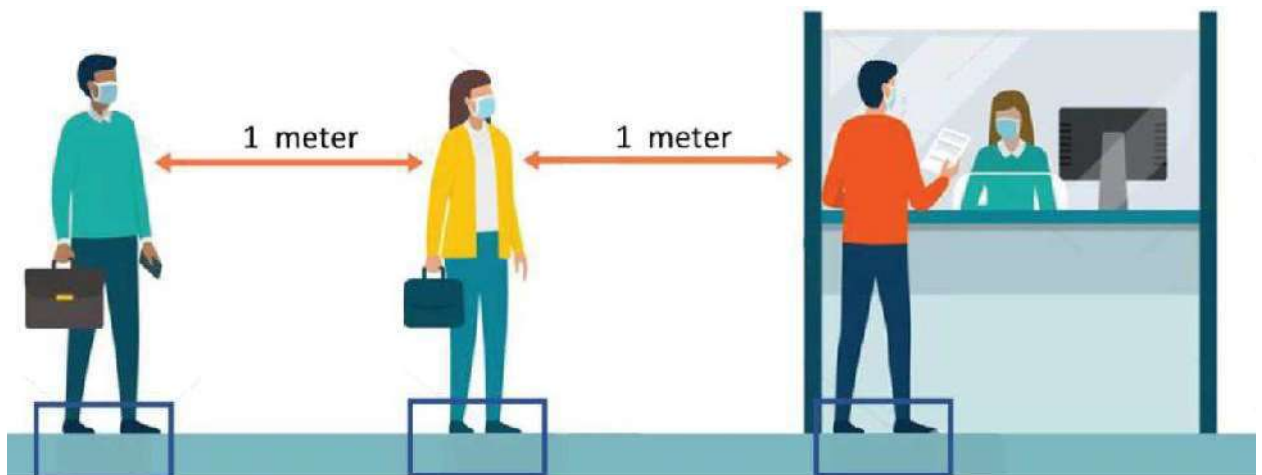
1. The branch-level Safety Officer shall immediately inform his/her superiors (Area Managers), who shall inform the LRWC HR Department Safety Officer for centralized reporting purposes, in accordance to the reporting hierarchy in Image 3, and for other appropriate action steps that need to be done by the LRWC HR Department (e.g., notifying local health authorities, monthly reporting to DOLE, sick leave approval, etc.).
2. The Operator shall inform fellow employees of their possible exposure to COVID-19 in the gaming site but maintain confidentiality. The Operator shall instruct fellow employees on how to proceed in accordance with DOH's issuances regarding COVID-19 exposure (i.e., go on 14 days home quarantine while monitoring for symptoms, periodically update respective branch's safety officer of his/her status, and seek medical advice if COVID-19 symptoms arise).
3. The gaming site shall be decontaminated following the protocols in **Annex G**, and/or other protocols set forth by the local government unit.
4. All applicable regulations to be issued by PAGCOR in relation to COVID-19 testing shall be deemed incorporated herein, and shall be complied with at all times.

Note that the same steps will apply in the event that the gaming site is informed that a visiting patron tested positive for COVID-19.

ANNEX E

Pointers on Physical Distancing at the Branches

1. Employees shall ensure that the minimum physical distance rule of 1-meter radius (side, front and back) is kept among all employees, players, and guests at all times and that they do not congregate in groups (even in twos).
2. In gaming areas, the required minimum distance shall be implemented by a one-seat or one-machine or one-terminal apart set-up so that players do not sit next to each other. This means that one (1) machine shall be disabled in between two operational machines in order to satisfy the 1-meter interval between players. The machine in front and at the back of an operational machine shall also be disabled. Seats of disabled machines will be removed and stacked in sites with ample storage space. For smaller sites, seats of disabled machines will be marked with "X" to signify that those seats cannot be occupied. Other physical distancing measures in the gaming area are as follows:
 - a. Given one-seat or one-machine interval, maximum allowable occupancy rate is automatically limited to 50%. As currently practiced, headcount inside the gaming area will be conducted and logged into a centralized database.
 - b. Gaming Attendants and Technicians will only be present in the gaming area when necessary.
 - c. Customer queries and machine services will be accommodated in accordance to the 1-meter distancing rule.
3. For traditional bingo halls, in case of eventual resumption, seats shall be arranged in accordance with the minimum physical/social distancing requirement.
4. In case of patron queue outside the site or in the cashier's booth or anywhere in the gaming site, Safety Officer shall ensure appropriate signage and practice of physical distancing (i.e., at least one meter apart). *See illustration below:*



5. Workstations shall have a physical distancing layout and allow for unidirectional movement in aisles.
6. Physical distancing, as well as proper hygiene and sanitation, shall still be enforced during lunch and merienda breaks.

- a. Eating in communal areas shall be discouraged. It is best to eat in individual workstations.
 - b. If eating in individual workstation is not possible, physical distancing of 1 meter shall still be employed. Staggered lunch break schedules may also be done.
 - c. Each employee shall bring and use his/her own utensils.
 - d. Employees shall be discouraged to engage in conversation with masks off during mealtimes.
 - e. Tables and chairs shall be cleaned/disinfected before and after use.
 - f. All food waste shall be disposed properly.
7. Signages to remind physical distancing shall be posted.
 8. Employees shall be encouraged to reduce the movement and close interaction within or across the area.
 9. Handshaking, hugging, or any form of greeting with body contact shall be strictly not allowed.
 10. Meetings needing physical presence will also be kept to a minimum with short duration, with the required distancing observed and with masks on. Video conferencing shall be recommended for lengthy discussions.
 11. Employees shall likewise observe distancing when riding in company service vehicles, i.e., at most two persons in a row only.
 12. Personal visitors shall be highly discouraged and personal deliveries from online shopping shall not be allowed. Only urgent business-related visitors and deliveries will be allowed, provided the visitors undergo screening protocols found in **Annex D**.
 13. Business-related food deliveries will also be subject to respective building/commercial complex' screening protocols.
 14. All events or promotions shall be implemented in compliance with all guidelines provided by the DOH and LGU, most particularly on physical distancing measures, wearing of face masks, and limiting attendees or participants.

ANNEX F

Sample communication materials (reminder signages) on COVID-19 prevention

Posters and signages act as reminders for both employees and guests on all measures that each individual can do to help prevent the spread of COVID-19.

- For employees, reminder signages shall also include the new workways and other topics covered in their training prior operations resumption. Such signages will be displayed in accessible areas inside the gaming site and office area, based on relevance.
- Posters and signages for the general public will be displayed in the gaming sites reminding everyone of the proper safety measures such as, but not limited to wearing of face masks, practice of physical/social distancing, proper hygiene, contact minimization, cough/respiratory etiquette, waste disposal.

The following communication materials shall be distributed to the gaming sites.



RETURN TO WORK GUIDELINES

ATTIRE

- Avoid wearing jewelry, watch, or other non-essential accessories.
- If you have long hair, tie it back.
- Wear shorter sleeves, avoid neckties. Wear pants instead of skirts. Wear closed comfortable shoes.

OUTSIDE HOME

- Avoid touching your eyes, nose and mouth.
- Avoid handshakes and touching surfaces frequently touched by other people.
- Avoid public places and stay 3 to 6 feet away from others

- Always wear face mask or cover your mouth and nose with cloth.
- Use tissue, cloth or your sleeves to cover when coughing and sneezing.
- Discard used tissues in an enclosed trash bin.
- Have a pocket hand sanitizer and use it after touching any surface.
- Frequently wash hands for 20 seconds.

ENTRY POINTS

- Have your temperature checked before entering.
- Disinfect your footwear by soaking on doormat with disinfectant.
- Sanitize both hands at the nearest sanitizer area.
- Wear face mask at all times and remove only when eating/drinking.

WORK PLACE

- Stay 3 to 6 feet away from others.
- Videoconferencing shall be utilized for lengthy discussions.
- Avoid sharing of tools & equipment.
- Clean & disinfect workstation once every two (2) hours.

BREAKS

- TMs shall observe staggered lunch schedules.
- Bring your own utensils and tumblers.
- Conversation with masks off during meal time is discouraged.
- Wastes shall be disposed properly.

HOME

- Remove and disinfect the shoes you used outside of home.
- Wash hands after handling dirty clothes & shoes.
- Shower before interacting with anyone at home.
- Wash clothes worn at work.
- Disinfect your home regularly.



WASH YOUR HANDS

FOR AT LEAST 20 SECONDS

- 1** Wet hands with water.
- 2** Apply enough soap to cover hand surfaces.
- 3** Rub hands palm to palm.
- 4** Rub back of hand with fingers interlaced.
- 5** Rub between fingers interlaced.
- 6** Rub palm to palm with fingers interlaced.
- 7** Rub thumb to palm with fingers interlaced.
- 8** Rub thumb to palm with fingers interlaced.
- 9** Rub thumb to palm with fingers interlaced.
- 10** Rub thumb to palm with fingers interlaced.
- 11** Dry hands on a clean towel.

A CLEAN HAND IS A CARING HAND.

WE CARE STAY SAFE GAME RESPONSIBLY **21 YEARS OLD** KEEP IT FUN © 2020 EPI-WIN

HAND SANITIZING STATION

SAVE LIVES. SANITIZE.

- 1** APPLY one-shot to dry hands.
- 2** RUB palm to palm, the backs of hand with fingers interlaced and each thumb in rotational movement.
- 3** Keep rubbing until the hands are DRY.

WE CARE STAY SAFE GAME RESPONSIBLY **21 YEARS OLD** KEEP IT FUN © 2020 EPI-WIN

YOUR EVERYDAY GUIDE TO COUGH MANNERS

Stop the spread of germs that can make you and others sick, through coughing, sneezing, or sneezing.

TIPS TO COMBAT THE SPREAD OF GERMS

- COVER UP**
Cover nose and mouth with tissue or handkerchief every time you sneeze, cough, or blow your nose.
- CLEAN AS YOU GO**
Throw away used tissues in the garbage can.
- ELBOW UP**
If you do not have tissue, cough or sneeze into your upper sleeve or elbow, not in your hands.
- MASK ON**
You may be asked to put on a facemask to protect others.
- WASH UP**
Wash your hands often with soap and clean water for 20 seconds.
- DISINFECT**
If soap and water are not available, use an alcohol-based hand rub.

REFERENCES:
 Centers for Disease Control and Prevention (CDC). *Cough Your Way: Respiratory Hygiene, Cough Etiquette and Hand Hygiene*. Atlanta, GA: U.S. Department of Health and Human Services, 2010. <https://www.cdc.gov/cdc/media/releases/2010/s100819cough-etiquette.html>.
 U.S. Centers for Disease Control and Prevention (CDC). *Hand Hygiene*. Atlanta, GA: U.S. Department of Health and Human Services, 2009. <https://www.cdc.gov/hand/hygiene/>.

FOLLOW US @EPIWIN

HOW TO WEAR A MEDICAL MASK SAFELY

who.int/epi-win

Do's →

- Wash your hands before touching the mask.
- Inspect the mask for tears or holes.
- Find the top side, where the metal piece or stiff edge is.
- Shove the colored side flaps outwards.
- Place the metal piece or stiff edge over your nose.
- Cover your mouth, nose, and chin.
- Adjust the mask to your face without touching the sides.
- Avoid touching the mask.
- Remove the mask from behind the ear or head.
- Keep the mask away from you and surfaces while removing it.
- Discard the mask immediately after use preferably into closed bin.
- Wash your hands after discarding the mask.

Don'ts →

- Do not wear a loose mask.
- Do not touch the front of the mask.
- Do not remove the mask to talk to someone or do other things that would require touching the mask.
- Do not leave your used mask within the reach of others.
- Do not reuse the mask.
- Do not use unapproved or do-it-yourself masks.
- Do not wear the mask only over mouth or nose.

Remember that masks alone cannot protect you from COVID-19. Maintain at least 1 metre distance from others and wash your hands frequently and thoroughly, even while wearing a mask.

EPI-WIN

Mental Health and Psychosocial Support During COVID-19 Outbreak

from the Philippine Council for Mental Health

PROMOTE PSYCHOSOCIAL WELL-BEING IN EVERYONE

1



Recognize that crisis occurs when sudden and/or adverse circumstances affect a person's ordinary life.

In epidemics and disasters these events put people in extreme stress and physical and psychosocial reactions are expected from them. These reactions include being sad, afraid, worried, angry, or confused, and although they are generally unpleasant they can be expected and generally therefore considered "normal."

2



It is okay not to feel okay.

In situations of extreme stress, one can expect not to feel okay. Talking or venting feelings to somebody you trust is helpful in overcoming negative feelings due to stress. Talking with a mental health professional is also okay. People should not be afraid of feeling judged and stigmatized for doing so.

3



Engage in healthy activities that you enjoy and find relaxing.

If one must stay home or in isolation, maintaining a healthy lifestyle, which includes a daily routine, exercise, eating healthy food, getting enough rest and good sleep, praying or finding quiet time for yourself, and enjoying moments with family and loved ones, can help maintain positive mental health during this time.

4



Facts minimize fear.

Gathering facts and accurate information from reliable sources will help in determining risks and planning appropriate precautions. However, people should also limit their daily exposure to various forms of media. Overexposure to negative and alarming news can be very upsetting.

5



Draw on the skills that have helped in the past to manage previous crisis/adversities, and use these skills to manage this present one.

One looks at his/her life in perspective as one considers the options one needs to take to overcome the crisis.

6



Shift perspectives away from number of deaths toward number of recoveries.

A change of perspective is necessary. In fact, a sense of hope instead of fear could allow leaders and every citizen to better cooperate with one another – a vital element in defeating this outbreak.

7

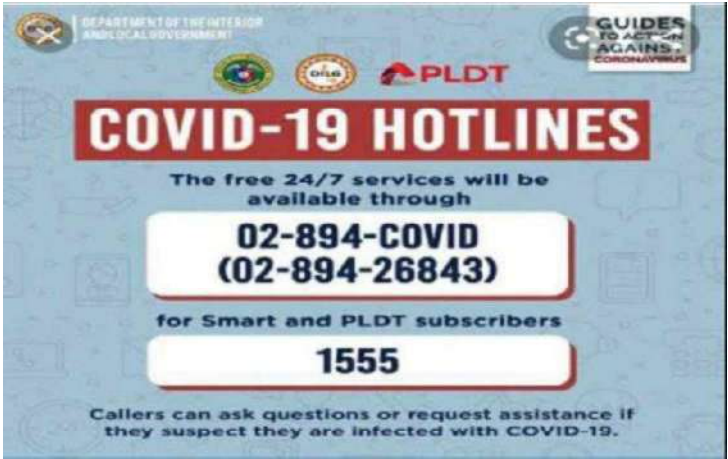


Words do matter.

When talking about coronavirus disease, certain words (i.e. Suspect, case, isolation...) and language may have a negative meaning for people and fuel stigmatizing attitudes. They can perpetuate existing negative stereotypes or assumptions, create widespread fear, or dehumanize those who have the disease. Do talk about "people who have COVID-19", "people who are being treated for COVID-19", "people who are recovering from COVID-19" or "people who died after contracting COVID-19". DON'T refer to people with the disease as "COVID-19 cases" or "victims".

*"Our connectedness with each other,
not our differences is what matters
now more than ever."*

Produced by **HUMAN** - the NGO Coalition for Mental Health in support of the
PHILIPPINE COUNCIL FOR MENTAL HEALTH



DEPARTMENT OF THE INTERIOR
AND LOCAL GOVERNMENT

GUIDES
TO ACT
AGAINST
CORONAVIRUS

PLDT

COVID-19 HOTLINES

The free 24/7 services will be available through

**02-894-COVID
(02-894-26843)**

for Smart and PLDT subscribers

1555

Callers can ask questions or request assistance if they suspect they are infected with COVID-19.



24/7 DOH Hotlines

FOR COVID-19 HEALTH CONCERNS:

DOH COVID-19 Hotline
(02) 894-COVID (26843)
1555

FOR DEDICATED TELMEDICINE HOTLINES:

Telimed Management Inc., and Medgate Hotline
(02) 8424-1724

Global TeleHealth, Inc. (KonsultaMD)
(02) 7798-8000

FOR MENTAL HEALTH CONCERNS:

NCMH Crisis Hotline
0917-899-USAP (8727)
(02) 899-USAP (8727)

ANNEX G

General Cleaning & Disinfection Steps

Steps below, pursuant to DOH's Guidelines on Cleaning and Disinfection in Various Settings as an Infection Prevention and Control Measure Against COVID-19, shall be strictly followed:

1. When cleaning and disinfecting buildings:
 - a. Wear disposable or impermeable gloves and gowns for all tasks in the cleaning process, including handling trash.
 - b. Additional personal protective equipment (PPE) might be required based on the cleaning/disinfectant products being used and whether there is a risk of splash.
 - c. Gloves and gowns shall be removed carefully to avoid contamination of the wearer and the surrounding area.
 - d. If there is a shortage of PPEs available, wash hands often with soap and water for at least 20 seconds. Change clothes immediately after the cleaning and disinfecting activity.
 - e. Always wash immediately after removing gloves.
 - f. If soap and water are not available and hands are not visibly dirty, an alcohol-based hand sanitizer that contains at least 70% alcohol may be used. However, if hands are visibly dirty, always wash hands with soap and water
2. For hard surfaces, first clean then disinfect at least once daily:
 - a. Clean surfaces using soap and water. Practice routine cleaning and disinfecting of frequently touched surfaces. Frequently touched surfaces include machine buttons, chairs, tables, keyboards, mouse, countertops, light switches, doorknobs, cabinet handles, stair handrails, phones, faucet, sinks, ATMs, elevator buttons, betting kiosks, cage counters, biometrics, etc.).
 - b. Mop the floors with regular household detergent and water at least once daily. The two- or three-bucket system shall be observed. The two-bucket system is used for routine cleaning where one bucket contains a detergent or cleaning solution and the other contains rinse water. The three-bucket system is used for disinfection where one bucket contains the detergent or cleaning solution, one contains rinse water, and one with disinfectant solution.
 - c. Apply the cleaning or disinfectant solution into the surface using cloth or paper roll or mop, where available and appropriate. Spraying of cleaning or disinfectant solution directly on a surface can be done with caution, and only when there is no other option of applying the same, since the disinfectant may also have adverse health effects when inhaled in an enclosed environment. However, spraying on machines and terminals are strictly prohibited in order to avoid damage to the machines and terminals.
 - d. Always follow the manufacturer's instructions for all cleaning and disinfection products. Labels contain instructions for safe and effective use of the cleaning product including dilution information and precautions that shall be taken when

- applying the product, such as wearing gloves and having good ventilation during use of the product.
- e. While it is more advisable to mop or wipe surfaces directly, spraying of cleaning or disinfectant solution directly on a surface can be done with caution, and only when there is no other option of applying the same.
 - f. Disinfection can be done using household cleaners and disinfectants, diluted household bleach solutions or alcohol solutions with at least 70% alcohol – as appropriate for the surface. Check to ensure the product is not past its expiration date.
 - g. Any left-over bleach or disinfection solution shall be disposed of and remade every 24 hours.
3. Gaming machines/terminals, devices, chairs, and other ancillary equipment will be cleaned and disinfected after each player's use, as well as in a regular fashion at the start and end of a workday.
 4. All point of sale terminals shall be disinfected between uses and after each shift.
 5. Ensure the toilets and washrooms are cleaned daily and routinely with detergent and water. All washrooms shall have sufficient clean water and soap.
 6. Kitchens, pantries, and food contact surfaces shall likewise be routinely cleaned. Clean As You Go (CLAYGO) shall also be practiced.
 7. For soft (porous) surfaces such as carpeted floor, rugs, and drapes, remove visible contamination if present and clean with appropriate cleaners indicated for use on these surfaces. After cleaning:
 - a. Launder items as appropriate (or if possible) in accordance with the manufacturer's instructions. Use the warmest appropriate water setting and dry items completely, OR
 - b. Disinfect with an FDA-registered household disinfectant.
 8. Solid Waste Management procedures, based on existing government guidelines, shall be in place.
 9. Disinfect Company Vehicles every after use or at the end of each day
 - a. Clean the vehicle before disinfecting; Microfiber cloths and mops are recommended for removal of up to 99% of microbes.
 - b. Put on the PPE (as may be required), gloves and mask and do not touch face further.
 - c. Prepare bleach/disinfectant solution, according to the manufacturer's instructions. For a 70% chlorine solution (calcium hypochlorite), mix ten (10) tablespoons of twenty (20) liters of water. Stir well for 10 seconds or until the chlorine has dissolved. Wait 30 minutes before use.
 - d. Keep the windows and doors open for ventilation.
 - e. If disinfectants cannot be applied directly, it may be sprayed, with caution, on surfaces like walls, doors, windows, glass, floor, etc. (avoid electronics) from one end to another.
 - f. Remove the PPE and put into trash bag (infectious waste bin).
 - g. Wash hands with soap and water.

DOH's required frequency of cleaning and recommended cleaning and disinfecting materials shall be followed.

ANNEX H

Proper Handling of Food & Beverage

These guidelines will address considerations on how food and beverage offered at the branches shall be safely managed and delivered to the players, as well as key best practices in cleaning and sanitizing before and after handling food and beverage.

Food Handling and Storage

1. Wearing of face mask is necessary while on duty, especially and strictly while handling food.
2. Proper hand wash procedures will be followed. All employees shall wash hands with soap and water for at least 20 seconds, especially:
 - a. Before and after preparing food and beverage
 - b. Before and after going to the bathroom
 - c. After touching hair, face and body
 - d. After taking garbage, clearing tables/machines
 - e. Touching doorknobs, handrails, etc.
3. Frequent hand washing shall be recommended (e.g., every 30 minutes). If at a given time, soap and water are not readily available, an alcohol-based hand sanitizer shall be used.
4. Employees shall avoid touching things unnecessarily, including their own face, their cellphone, their clothing, containers for holding service items.
5. Disposable gloves shall be used to avoid direct bare hand contact when handling/preparing ready-to-eat foods.
6. Alcohol dispenser will be placed in food and beverage stations for ease of use.
7. Food shall be kept in clean environment and safe temperature. Proper holding time of food shall be observed. Hot foods can be held without temperature control for up to four (4) hours whereas cold foods for up to six (6) hours.
8. Stocked food and beverage items shall be monitored for perishability/expiration, and shall be served based on a first-in first-out (FIFO) policy.
9. Food items individually wrapped in foiled packs or plastics (e.g., coffee sachets, chips, biscuits), whether delivered by supplier or bought from supermarket, shall be sanitized.

Food Distribution

1. "No touch delivery" will be implemented. Each site shall establish designated pick-up zones or self-service stations instead, for players to easily get their own food and beverage.
2. Gaming sites shall discontinue buffet food set-up that require players to use common serving utensils or food containers.
3. A "Packed meal concept" will be arranged through our accredited food supplier. In the event the food has to be purchased in other food establishments, the same set-up shall be strictly followed. All food to be served shall be packed individually.
4. Disposable wares and utensils shall be used for food distribution. Coffee and water station will be supplied with disposable paper cups only. All washable cups, glasses and utensils will be removed.