

Communication and Compliance with the Company's Code of Ethics

SM Prime understands that the continuous growth and development of its corporate governance culture rests on the promotion and awareness of the principles of good governance. As such, the Company continues to strengthen its training and orientation programs. Through the Human Resource Department's (HRD) orientation program, new employees are given an overview of the various components of SM Prime's Corporate Governance Framework, the Code of Ethics and related policies which are also contained in an internal portal for employees' easy access and reference. It also covers the importance of ethics in the business, informs employees of their rights and obligations, as well as the principles and best practices in the promotion of good work ethics. Relative to this, the HRD, on an annual basis, requires all employees to re-take the 3-part Corporate Governance program. This specifically includes the following:

- Confirmation – to confirm that employees have read and understood and agree to comply with the Company's Code of Ethics, Insider Trading Policy, Conflict of Interest Policy, and Guidelines on Acceptance of Gifts and Travel Sponsored by Business Partners (Anti-Corruption Policy), among others
- Disclosure Survey - to disclose each employees' affiliations, interests, relationships, and/or transactions which are relevant for full disclosure of all actual, apparent or possible conflicts of interest
- e-Learning Courses (self-paced learning) - to be familiarized with the provisions of the Code of Ethics and other specific policies in upholding corporate governance in the workplace.

For Year 2020, the HRD has started to cascade the annual mandatory COE compliance on January 24, 2020. Attached below is the email blast of SMPH HRD.



Fri 24/01/2020 5:40 PM
SM Prime Employee Relations
Annual Company Policies Cascade

To

This message was sent with High importance.



To All Employees,

AweSM Morning!

In our continuous effort to promote and practice the principles of good Corporate Governance, **all employees** are required to **annually** confirm that they have read and understood the company policies, completed the e-Learning module and taken the disclosure survey on Conflict of Interest. Likewise, we included the Code of Discipline as part of the annual confirmation.

Kindly complete steps 1-5 in this link <https://learn.sm.ph/course/view.php?id=427> **on or before February 5, 2020.**

- Login using your AD account
- In the Settings pane, click **Enroll me in this course**

For any **technical issues** encountered, please check the attached FAQs.

For **content related** inquiries, you may raise your concerns to SMPHI Risk Management and Governance at riskandgovernance@smprime.com
Should you wish to access and explore the Corporate Governance Portal, you may click the image below.

