

WHISTLEBLOWING POLICY

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

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

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

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

www.whistleblowing.gcg.gov.ph

A quick link to this portal is also provided on PNOC's website. Pending face-to-face meetings with GCG officers and employees during the pandemic, whistleblowers may also submit whistleblowing reports through email: feedback@gcg.gov.ph; through mail: 3F Citibank Center, 8741 Paseo De Roxas, Makati City; and through contact numbers: 5328-2030 to 33.

RISK OVERSIGHT POLICY

In its Terms of Reference (TOR) and in its Audit Committee Charter, the PNOC Audit Committee is responsible for overseeing, monitoring, and evaluating the adequacy and effectiveness of PNOC and its subsidiaries' internal control system as well as the Company's process for assessing significant risks or exposures. The Audit Committee, performing its mandate, held five (5) committee meetings on 2 March, 8 June, 16 September, 23 November and 14 December 2021.

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

In 2021, the Risk Management Committee held twelve (12) committee meetings on 26 January, 29 March, 30 April, 12 May, 1 June, 7 and 9 July, 11 August, 22 September, 5 and 8 October, and 10 November 2021, and five (5) joint meetings with the Audit Committee on 26 January, 8 February, 29 March, 28 April, and 11 August 2021.

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

<https://www.pnoc.com.ph/wp-content/uploads/2022/03/INFORMATION-ON-BOARD-COMMITTEES-AND-ITS-ACTIVITIES-CY-2021.pdf>

