



WHISTLEBLOWER POLICY

INTRODUCTION

This policy addresses the commitment of the Bank of the Philippine Islands and its subsidiaries to integrity and ethical behavior by helping to foster and maintain an environment where whistleblowers can act appropriately, without fear of retaliation.

DEFINITION of TERMS used in this policy –

Protected Disclosure

Any good faith communication that discloses an intention to disclose information that may evidence an irregular / improper activity or any condition that may significantly threaten the good image of the bank or information that threaten the safety of the personnel and / or the bank properties.

Whistleblower

A person who reports an activity which he/she considers, in good faith as illegal, dishonest or against the policies of the bank and its subsidiaries. Whistleblowers may be any personnel of the bank and its subsidiaries, vendors, contractors, or the general public. The whistleblower's role is limited to reporting the activity. He/she is not responsible for investigating the questioned activity to determine fault or to decide any corrective or remedial measures to be implemented as such functions belong to the appropriate management officials.

Good Faith

Good faith is the sincere and honest intention and belief, without malice or any consideration of personal benefit or gain, that the report is true and correct.

SCOPE

- I. All employees of the BPI Group of Companies (BGC)
- II. All wrongful acts that adversely impact the Bank and its stakeholders

OBJECTIVE

- I. To encourage all personnel to disclose any wrongdoing that may adversely impact the BGC, its customers, shareholders, officers, employees, investors, or the public at large.
- II. To ensure that there is a process allowing employees to communicate legitimate concerns about illegal, unethical or questionable practices to the reporting line without fear of retaliation or reprisal and how these concerns are to be investigated and/or addressed.

POLICIES

I. Employee's Responsibility

- A. It is the responsibility of all personnel to comply with the rules and regulations of the BGC and to report violations or suspected violations in accordance with this **Whistleblowing** Policy.



- B. Anybody who knowingly aids, abets, or conceals or otherwise deliberately permits the commission of any irregular or fraudulent act directed against the BGC shall be considered as guilty as the principal perpetrators of the fraud or irregularity.
- C. All **employees of the BGC** have a duty to cooperate with investigations initiated under this policy.
- D. The policy presumes that the **employees of the BGC** act in good faith and will not make any false accusations when reporting the wrongdoing done by another **employee**. An **employee** who knowingly or recklessly makes statements or disclosures that are not in good faith shall be subject to disciplinary action/s, which may include termination.

II. Protection For the Whistleblower

A. Confidentiality

- 1. The Bank shall treat all disclosures with utmost confidentiality. The confidentiality of the whistleblower's identity shall be maintained to the extent possible. However, the whistleblower's identity may have to be disclosed in order to afford the individuals accused of wrongdoing their constitutional right to confront the witness against him/her.
- 2. The BGC shall no longer be obligated to maintain the confidentiality of his identity should the whistleblower himself/herself voluntarily discloses his/her identity

B. Non-Retaliation

- 1. An individual who makes a protected disclosure shall not suffer harassment, retaliation or adverse employment consequences. Any person who retaliates against any individual who makes a protected disclosure shall be subject to disciplinary sanctions which may include termination.
- 2. The right of a whistleblower for protection against retaliation does not include immunity for his / her wrongdoing or participation in the reported irregularity and such participation was eventually verified and proven during the course of the investigation.
- 3. In case the whistleblower believes he has been retaliated against for whistleblowing, he/she may seek redress or file a formal complaint to the initial reporting lines whom he/she reported the incident.

III. Reporting

A. What Can be Reported

Any activity by an employee of the BGC that violates their policies, procedures, and applicable laws and regulations. These shall include, but are not limited to, the following

Fraud	Sexual Harassment
Theft, Stealing	Information Security Violation
Misuse or Abuse of Bank Property / Facility	Violation of Bank Policies, Rules and Regulations
Conflict of Interest	
Any other act which are inimical to the interests of the BGC.	



B. To Whom Shall the Report Be Made

1. Primary Reporting Line - The whistleblower may approach any of the following Officers who shall be the designated contacts for the Bank:

- a. Head of Human Resources Management Group (HRMG) or
- b. Chief Internal Auditor or
- c. Chief Risk Officer

2. Other Reporting Lines

a. Under extraordinary circumstances, the report shall be coursed through the President or Chairman of the Bank's Audit Committee. These extraordinary circumstances include but shall not be limited to:

- 1) If the whistleblower feels that the matter is so serious and cannot be discussed nor reported with any of the three (3) designated officers or thru the whistleblowing email boxes.
- 2) If any of the three (3) designated officers is the subject of whistleblowing report.

b. In the event that the subject of the whistleblowing report (either directly or indirectly) is part of the investigation and disposition of the case, the President or the Head of the Fraud and Irregularities Committee may institute changes in the manner of investigation and disposition of the reported case so as to maintain independence, transparency and objectivity in handling the case.

C. Mode of Reporting and Mobilization

1. Mode of Reporting

- a. Reporting of violations or suspected violations can be made in writing, by telephone, in person or through the external email at eye_report@bpi.com.ph or the internal e-mail at BPI Eye Report Box.
- b. The employee can download, through the company website, a **Whistleblower Report Form** and submit the same via e-mail to the email provided above.
- c. Anonymously, if preferred

2. Mobilization

- a. Upon receipt of the whistleblowing report, the Personnel to whom the report was disclosed shall then immediately initiate the investigation upon receipt of the report by turning over the details, documents, if any, of the reported case to the Investigating Unit of the Bank.
- b. The investigation of the whistleblowing report shall follow the due process as stipulated in the standards in handling fraud and irregularities.



D. Contents and Timing of the Report

1. All the relevant and material facts **actually known** to the whistleblower must be reported as specifically as possible, including what occurred, the dates, and who was involved.
2. Since delay makes it harder to investigate when information is lost or people's memories have faded, the report shall be filed **as soon as enough supportable information is available** to make a **good faith** report. Whistleblowers shall refrain from obtaining evidence for which they do not have a right of access.

E. Outcome of Investigation

Subject to certain limitations on confidentiality, the whistleblower may be informed of the progress and outcome of the investigation if he / she so desires.