	CODE OF BUSINESS CONDUCT & ETHICS	Version No.	1.0
		Page	Page 1 of 4
RASLAG CORP.			

Version	:	1.0
Effectivity Date	:	04.30.2022
Reviewed and Endorsed by	:	Corporate Governance Committee
Approved by	:	Board of Directors
Approval Date	:	April 4, 2022

**RASLAG CORP.
CODE OF BUSINESS CONDUCT & ETHICS**

I. INTRODUCTION

This Code of Business Conduct and Ethics (“Code”) shall be the guiding principle of the Directors, Officers and Employees when transacting business on behalf of the RASLAG CORP. (the “Company”).

The Directors, Officers and Employees shall be accountable to the RASLAG CORP. (the “Company”), discharge their duties with utmost honesty, integrity and competence, and at all times, follow the highest standards of business conduct and ethics

II. DEFINITION OF TERMS

Board means the governing body elected by the shareholders of the Company which exercises the corporate powers of the Company, conducts all of its business and controls its properties.


Corporate Governance Committee means the committee in the Company responsible for corporate governance.

Directors means the members of the Board of Directors as elected by the shareholders of the Company.

Employees mean those listed in the Company’s plantilla other than Officers.

Officers means those performing management functions or those who are directly elected by the Board of Directors such as the Corporate Secretary, Assistant Corporate Secretary, Compliance Officer and Investor Relations Officer.

Management means the group of executives given the authority by the Board of Directors to implement the policies it has laid down in the conduct of the business of the Company.

	CODE OF BUSINESS CONDUCT & ETHICS	Version No.	1.0
		Page	Page 2 of 4
RASLAG CORP.			


Related Party Transactions Committee means the committee in the Company responsible for evaluating related party transactions.

III. FAIR DEALING & COMPLIANCE WITH LAW

- a. The core principle of the Company is to conduct business honestly and fairly with its investors, suppliers, contractors, service providers, customers, employees and other third parties.
- b. Directors, Officers and Employees shall act honestly, ethically and comply with all applicable laws, rules and regulations.
- c. Directors, Officers and Employees shall not engage in any unfair dealing practices, such as taking advantage of anyone through the misuse of confidential information, manipulation, concealment or misrepresentation.
- d. Officers and Employees involved in the procurement process for services, materials, supplies and equipment shall always act in a transparent and impartial manner with the best interests of the Company in mind.

IV. CONFLICT OF INTEREST

- a. A conflict of interest arises when a Director, or an Officer or Employee has been shown to have a direct or indirect personal or financial interest in any transaction, which may deter or influence him from acting in the best interest of the Company.
- b. In a case when it appears that there is a conflict of interest, the same shall bear investigation by the Management to be reported to the Related Party Transactions Committee.
- c. The Company has a Related Party Transactions Policy which guards against internal conflicts of interests between the Company and/or its Directors, Officers and significant shareholders and ensures that related party transactions are made under terms and conditions that are generally comparable to those offered to non-related parties or to similar transactions in the market. Transactions by Directors, Officers, employees and significant shareholders must be evaluated, assessed and reviewed by the Related Party Transactions Committee in accordance with the said policy.
- d. No Director, Officer or Employee may use his/her position in the Company for personal gain.

	CODE OF BUSINESS CONDUCT & ETHICS	Version No.	1.0
		Page	Page 3 of 4
RASLAG CORP.			

- e. No Director, Officer or Employee shall use the Company's facilities, materials, intellectual properties, vehicles, equipment and supplies for his/her or another party's personal purpose unless specifically permitted by the President or the Board depending on the value of the Company property.

V. ENTERTAINMENT & GIFTS

Directors, Officers and Employees shall not accept corporate gifts or entertainment from suppliers, service providers or any other external party with interest in the Company with an approximate value of more than Five Thousand Pesos (Php 5,000) or anything that can be viewed to influence the manner on which a Director, Officer or Employee may discharge his/her duties.

VI. CONFIDENTIALITY

- a. The Company hereby adopts a policy of prompt and adequate disclosure of all material facts or changes in the affairs of the Company including any information likely to affect the market price of the Company's shares to give a fair and complete picture of the Company's financial condition, results and business operations.


However, only persons authorized by the Board shall have the authority to issue disclosures, press releases or public statements on behalf of the Company.

Directors, Officers or Employees who are contacted by media or any other person or entity or governmental authority for any matter should refer the same to the President, the Compliance Officer, and the Investor Relations Officer, who shall then be responsible for the proper disclosure and communications regarding such matter.

- b. No Director, Officer or Employee shall disclose any confidential information obtained from the Company to any person or entity unless (i) such person is a Director, Officer, Employee, or legal adviser of the Company who has a need to know such confidential information or (ii) authorized by the Board.

VII. ANTI-SEXUAL HARASSMENT

All forms of sexual harassment shall be dealt with appropriately and in accordance with the applicable and relevant laws, rules and regulations of the subject matter.

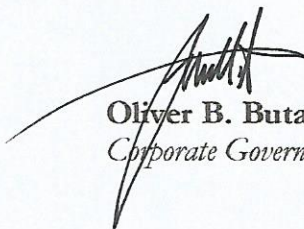
	CODE OF BUSINESS CONDUCT & ETHICS	Version No.	1.0
		Page	Page 4 of 4
RASLAG CORP.			

VIII. IMPLEMENTATION OF THE CODE

- a. A Director, Officer or Employee who becomes aware of any violation of the Code shall immediately notify the Corporate Governance Committee, either directly or through the Compliance Officer.
- b. An Officer or Employee who commits a violation of this Code shall be subject to disciplinary action per recommendation of the Corporate Governance Committee and approved by the Board.
- c. Directors who violate the applicable provisions of this Code shall be subject to disciplinary actions per recommendation of the Corporate Governance Committee and approved by the Board, in accordance with existing laws, rules and regulations and the Manual on Corporate Governance.
- d. In case of doubt regarding the interpretation and application of this Code, the matter should be referred to the Corporate Governance Committee and subsequently to the Board of Directors.
- e. The administration and implementation of the Code, including its maintenance and annual review, shall be the primary responsibility of the Corporate Governance Committee, unless specifically stated to be within the purview of a different committee.



Peter G. Nepomuceno
Chairman of the Board



Oliver B. Butalid
Corporate Governance Committee Chairman



Lyra Gracia Y. Lipae-Fabella
Compliance Officer