

DISCOVERY WORLD

WHISTLE BLOWING POLICY

This Whistle Blowing (the “Policy”) is in **DISCOVERY WORLD CORPORATION (DWC)**’s desire to strengthen its integrity and the fight against corruption and related offences. The Policy sets forth the conditions and procedures for investigations of allegations of corruption, fraud and misconduct.

DWC is committed to maintaining the highest possible standards of ethical and legal conduct in the business. In line with this commitment and in order to enhance good governance and transparency, the main aims of the Policy are to: (i) provide an avenue for raising concerns related to fraud, corruption and other misconduct and (ii) assure that persons who disclose information related to fraud, corruption and other misconduct will be protected from retaliation.

This Policy is made to protect whistleblowers and handle complaints because the company demands the highest standards of ethics, honesty and accountability at all times and delivery of the best quality of service to its stakeholders.

The Chairman, Audit and Compliance Committee is designated as the advocate for whistleblowers and is authorized to implement this Policy.

COVERAGE AND SCOPE

All personnel are required to disclose acts related to Fraud, Corruption, or any other misconduct that come to their attention. The typical disclosure include

1. Unlawful acts or orders requiring violation of a law
2. Gross waste
3. Mismanagement
4. Abuse of authority
5. Substantial and specific dangers to public health or safety;
6. Failures to comply with statutory obligations;
7. Fraud, which means any act or omission, including a misrepresentation, that knowingly and recklessly misleads, or attempts to mislead, a party to obtain financial or other benefit or to avoid an obligation;
8. Corruption, which means the offering, giving, receiving, or soliciting, directly or indirectly, anything of value to influence improperly the actions of another party;
9. Misconduct, which means failure by Personnel to observe the rules of conduct or standards of behavior;
10. Coercive practices, which mean impairing or harming, or threatening to impair or harm, directly or indirectly, any party or the property of the party to influence improperly the actions of a party;
11. Collusive practices, which mean an arrangement between two or more parties designed to achieve an improper purpose, including influencing improperly the actions of another party; and
12. Any other activity which undermines the company’s operations and mission.

Whistle blowing and complaints should be made in the reasonable belief that what is being reported is true. Allegations and concerns expressed anonymously shall be considered at the discretion of the Chairman, Audit and Compliance Committee. In the exercise of such discretion, the factors to be considered by the Chairman, Audit and

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Compliance Committee shall include, without limitation, the seriousness of the allegation, its credibility, and the extent to which the allegation can be confirmed or corroborated by reliable sources.

WHO IS A WHISTLEBLOWER OR A COMPLAINANT

A Whistleblower or a Complainant is any person or party who conveys or is proven to be about to convey a concern, allegation or any information indicating that Fraud, Corruption or any other Misconduct is occurring or has occurred in the Company or in a Company Project; with knowledge or good faith belief that the concern, allegation or information is true.

It should be noted that whistleblowers and complainants are reporting parties. They are neither investigators nor finders of fact; they do not determine if corrective measures are necessary; and they do not determine the appropriate corrective or remedial action that may be warranted.

PROTECTION OF AND REMEDIES FOR WHISTLEBLOWERS AND COMPLAINANTS

The company shall protect the Whistleblower's or Complainant's identity and person. For whistle blowing and complaint handling mechanism to be effective, the concerned parties must be adequately assured that the information given will be treated in a confidential manner and above all that they will be protected against Retaliation from within or outside the company. It will maintain as confidential the Whistleblower or Complainant's identity unless (i) such person agrees to be identified, (ii) identification is necessary to allow the company or the appropriate law enforcement officials to investigate or respond effectively to the disclosure, (iii) identification is required by law or under the company's rules and regulations, or where a false accusation has been maliciously made, or (iv) the person accused is entitled to the information as a matter of legal right. In such an eventuality, the company shall inform the Whistleblower or Complainant prior to revealing his or her identity.

Retaliation shall not be permissible against any Whistleblower or Complainant. "Retaliation" means any act of discrimination, reprisal, harassment, or vengeance, direct or indirect, recommended, threatened or taken against a Whistleblower or Complainant by any Person because the Whistleblower or Complainant has made a disclosure pursuant to this Policy.

The following protection and sanctions can be among those employed by the company depending on the circumstances:

1. To the extent possible, the Chairman, Audit and Compliance Committee shall guarantee confidentiality of the identities of Whistleblowers and Complainants. An individual who submits a complaint or is a witness in the course of an investigation shall, subject to the company's rules and regulations, have his or her identity protected;
2. Where an individual makes or is in the process of making a report in the reasonable belief that the contents of the report are true on a matter, that individual's identity is to be fully protected from unauthorized, even when making referrals to national authorities;
3. Where a party external to the company reasonably believes he or she is threatened with Retaliation because he or she assisted in an investigation or an audit by the company, on the recommendation of the Chairman, Audit and

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Compliance Committee shall commit the company to provide reasonable and appropriate assistance to secure that party's protection;

4. Where there has been an unauthorized disclosure of the identity of a Whistleblower or someone assisting in the inquiries, the Chairman, Audit & Compliance Committee shall institute the appropriate disciplinary measures available in the company's rules and regulations.
5. Company personnel who submit a complaint or information indicating Fraud, Corruption, or any other Misconduct knowing or reasonably believing the complaint or information submitted to be true, shall as far as is possible, be protected from Retaliation.

Employment remedies available to a Whistleblower against whom there has been Retaliation shall be determined based upon the findings and recommendations of the Chairman, Audit and Compliance Committee and may include but not be limited to:

1. Reinstatement to the same or comparable position in salary, responsibility, opportunity for advancement and job security;
2. Back benefits and pay, with consideration of the likely advancement and salary increases that a staff member would have received;
3. Compensatory damages, including financial losses linked to the retaliatory action by the company and significant emotional distress, including any physical ailments suffered as a result of that distress and related medical costs;
4. Adjudication expenses, including representation fees, costs of expert witnesses, travel and other costs associated with the claim of Retaliation. These costs should be automatically paid to a prevailing Whistleblower;
5. Transfer upon the request of the prevailing Whistleblower to another part of the company;
6. Intangible benefits, including public recognition of the vindication of the Whistleblower, and in appropriate circumstances public recognition of the contributions of the Whistleblower to the Bank.

VOLUNTARY DISCLOSURE PROGRAM

The company encourages its personnel and firms or individuals involved to volunteer information on any Fraud, Corruption or Misconduct of which they have knowledge or to which they are privy. The voluntary disclosure of malpractices will have a mitigating effect in the application of sanctions. The disclosure of such information is to further or facilitate an investigation and thus deter or prevent Fraud and Corruption or Misconduct. Voluntary disclosure merely to pre-empt an illegality likely to be detected will not apply under this Policy.

CHANNELS AND PROCEDURES

Complaints shall be referred to the Audit & Compliance Committee.

On receipt of a Complaint, the Chairman, Audit and Compliance Committee shall register the allegation and where the identity of the Company Personnel is known,

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acknowledge receipt of the allegation, and where appropriate to the nature of the information or allegations explain the subsequent actions to be taken and give an indication of when such actions are to be taken.

A preliminary evaluation will determine whether there are grounds for a more detailed investigation. This assessment shall be based on information and documentary evidence provided by the Whistleblower or the Complainant and shall consider whether the disclosure has been made on the basis of reliable information and in good faith. Where the preliminary evaluation reveals tangible and credible information that supports the existence of conditions identified by this Policy, a full investigation will be launched. The Party or Parties subject of the investigation shall be informed unless such communication would, in the view of the Chairman, Audit and Compliance Committee interfere with the investigations or related investigations.

Upon receipt of a complaint of Retaliation, the Chairman, Audit and Compliance Committee shall initiate an investigation and as appropriate provide interim relief to the Whistleblower, and take such interim remedial action that is reasonable and is available to cure the underlying circumstances.

Definitions of fraudulent and corrupt practices for investigations as follows:

1. A **Complaint** is an allegation or concern known to the Office of the Chairman of the Audit & Compliance Committee that is subject to investigation.
2. A **Complainant** is any party who conveys a concern, allegation or information indicating fraud, corruption or misconduct.
3. An **Investigation** is a process designed to gather and analyze information in order to determine whether an act of fraud, corruption, or other misconduct has occurred and if so, the party or parties responsible.
4. **Fraudulent and Corrupt Practices include:**
 - a. A **Corrupt Practice** is the offering, giving, receiving, or soliciting, directly or indirectly, anything of value to influence improperly the actions of another party;
 - b. A **Fraudulent Practice** is any act or omission, including a misrepresentation, that knowingly or recklessly misleads, or attempts to mislead, a party to obtain a financial or other benefit or to avoid an obligation;
 - c. A **Coercive Practice** is impairing or harming, or threatening to impair or harm, directly or indirectly, any party or the property of the party to influence improperly the actions of a party;
 - d. A **Collusive Practice** is an arrangement between two or more parties designed to achieve an improper purpose, including influencing improperly the actions of another party.
5. **Misconduct** is a failure by a staff member to observe the rules of conduct or standards of behaviour prescribed by the company.
6. The **Standard of proof** that shall be used to determine whether a complaint is substantiated, is defined for the purposes of an investigation as information that, as a whole, shows that something is more probable than not.

EFFECTIVITY

The policy shall be take effect immediately.

JOHN Y. TIU, JR.
PRESIDENT

ANNA MAY B. NIEVA
CFO/ CCO