



ALLIANCE SELECT FOODS INTERNATIONAL, INC.

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DOCUMENT REVISION

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DOCUMENT APPROVAL


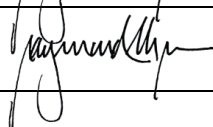
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1	March 1, 2019	President & CEO - Raymond K.H. See	
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I. PURPOSE

Alliance Select Foods International, Inc.'s (“**ASFII**” or the “**Company**”) expects its employees to demonstrate honesty, integrity, and fairness in all aspects of business dealing, and exercise appropriate standards of professionalism and ethical conduct in all activities. It also expects the same approach in doing business from its business partners and suppliers.

ASFII and its employees will never seek, accept or give bribe, facilitation of payment, kickback, or other improper payment. We also ensure that we operate with appropriate transparency in all our business dealings.

ASFII will take appropriate steps to ensure that we do not, directly or indirectly, offer, promise, give, accept or demand a bribe or other undue advantage to obtain business gain or any other improper advantage. We do not offer, nor give in to demands, to make illicit or illegal payments to agents, public officials or the employees of business partners or anybody else that we do business with. We engage and remunerate agents and other third parties only for legitimate services and adopt appropriate transparency in our approach.

II. SCOPE

This Policy applies to directors, officers, employees, contractors, agency workers and customers of ASFII and its subsidiaries.

III. RESPONSIBLE PARTIES

1. **Management** – is responsible for overseeing the development and implantation of the Anti-Bribery and Corruption Policy to ensure its effective implementation throughout the organization to employees, contractors, agency workers and customers.
2. **Human Resources** – is responsible for monitoring and reviewing of induction of employees, audit the implementation of this procedure and associated documents on a regular basis, and promote zero-tolerance approach to fraud, bribery, blackmail, extortion and all other corrupt business practices in the Company. They are also responsible to encourage anyone, having reasonably held suspicions of fraud or bribery, to report them and ensure that no employee will suffer as a result of doing so. They shall promote awareness of fraud and bribery risks; and require management to implement a sound system of preventative and effective controls to manage these risks. They should invest in the training of employees so they are aware of the risks faced by the Company. They should do full investigation of all breaches or suspected breaches of this policy and suspicions of dishonest behavior, and ensure that perpetrators are subjected to the Company's Code of Discipline as well as civil and/or criminal legal action, wherever appropriate.
3. **Department Heads** – are responsible for making all employees aware of this policy and of their responsibility to adhere to the policy at all times. They are responsible also to include in agreements with third parties, in connection with significant contracts, appropriate clauses

to ensure that persons acting on behalf of the Company do not engage in any illegal or improper conduct in breach of this policy. They must ensure that the contractors, agents or others who act on behalf of the Company maintain similar anti-bribery policies and do not engage in any illegal or improper conduct.

They shall prohibit:

- a) employees or person acting on behalf of the Company to receive, offer, promise, improperly influence payment, authorize payments or contract awards, directly or indirectly, in return for anything of value.
 - b) employees or persons acting on behalf of the Company to receive a kickback on any portion of a contract payment.
 - c) payments, including facilitation or expediting payments to others in order to secure prompt or proper performance of routine duties.
 - d) the use of subcontracts, purchase orders, or consulting agreements either as a means of channeling payments, or otherwise rewarding third parties, relatives or business associates.
 - e) the channeling of any improper payments through an agent.
 - f) the offering of any form of bribe, unethical inducement or payment, including facilitation payments to any individual or any public or commercial organization/authority to secure or to assist in securing a Public Private Partnership contract.
4. **Internal Auditor** – is responsible for monitoring and reviewing, in conjunction with the HR Manager, the implementation of this policy and associated documents on a regular basis.
 5. **All Employees** – are responsible for conducting all transactions openly with fairness and honesty and in a professional manner, and shall ensure that transactions are properly and accurately recorded.

IV. PROCEDURE

1. Hospitality and Gifts

- a. Clear business objective principle

ASFII will only approve business entertainment and gift proposals if they demonstrate a clear business objective, and are appropriate for the nature of the business relationship.

In general, no employee should gain personal favour by accepting cash, valuable gifts, and favours that would allow him or herself to become personally obligated or influenced by business partners and stakeholders, or create the impression that such influence may exist.

Before accepting or giving a gift or hospitality, one must consider the following:

- Purpose – Will this compromise myself or the Company?
- Appropriateness – Is this justified under our Company policies?
- Conflict of interest – Is it attached to any formative contracts or renewals?
- Risks – Will this affect myself and the Company?

All directors and employees are responsible for maintaining their individual log which must be made available for audit when requested.

b. Guidelines

All gifts or hospitality received from customers, suppliers, etc. should be disclosed on MS Forms (please see Appendix A).

- If the gift or hospitality is worth PHP1,001 to PHP2,000 – this will be subject for approval of the Conflict of Interest Committee. The Company will approve only if they demonstrate a clear business objective and are appropriate.
- If the gift or hospitality is worth PHP2,001 or above – this will be prohibited and must be immediately turned over to the HR upon receipt.

Entertainment in the form of meals, shows, social events and similar activities in pursuit of the business or commercial transaction must likewise be reported via MS Forms, and should not impact the employee's independent judgment and objectivity.

2. **Charitable Donations**

ASFII supports number of charities and all donations must be pre-approved by the CEO or the Head of Operations. ASFII may also support fundraising events involving employees subject to the mentioned approvals.

3. **Reporting Suspected Bribery**

All employees are encouraged to report if s/he has reason to be believe that there is an ongoing act covered by this policy. Typical issues that should be reported may include, but are not limited to, any suspected or actual attempts at bribery; or concerns that other employees or associated persons are being bribed.

4. **Action by the Company**

ASFII will fully investigate any instances of alleged or suspected bribery. Employees who are suspected of bribery may be suspended from their duties while the investigation is being carried out. The Company's Code of Discipline will be invoked where any employee is suspected of bribery and proven allegations may result in a finding of gross misconduct and therefore, dismissal. ASFII may terminate the contracts of any associated persons,

including consultants or other workers who act for, or on behalf of, the Company who are found to have breached this policy.

V. CONTROL CHECK

ASFII promotes employee awareness of, a compliance with, company policies against bribery and corruption through appropriate dissemination of its own procedures, including disciplinary procedures, policies and training programs upon induction.

ASFII adopts management control system that discourages bribery and corruption, and adopt financial and tax accounting and auditing practices that prevent the establishment of “off the books” secret accounts or the creation of documents which do not properly and fairly record the transactions to which they relate.

VI. REFERENCES

1. Company’s Manual of Corporate Governance
2. Code of Business Ethics and Conduct
3. Company Code of Discipline (HRM-ADM-GUI-0003)

VII. RECORDS

MS Forms: Registry of gifts

For documents containing or requesting personal information of employees, records will be kept on file by the Company for five (5) years from employee’s separation from the company, as indicated in ASFII’s Data Privacy Policy.

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VIII. APPENDIX

Appendix A: Registry of Gifts/Hospitality on MS Forms

APPENDIX A: Registry of Gifts/Hospitality

1	Date Received	[•]
2	Name of Employee	[•]
3	Name of Giver	[•]
4	Relationship of the Employee to the Giver (supplier, customer, etc)	[•]
5	Type of gift/hospitality received	[•]
6	Estimated value of the gift/hospitality	[•]
7	Actions Taken (if any)	[•]