



## **ALTERNATIVE DISPUTE RESOLUTION POLICY**

As part of its commitment to good corporate governance, SBS Philippines Corporation (“SBS” or the “Company”) aims to maintain a harmonious relationship with all its stakeholders. Part of these involves having an effective dispute resolution process to manage disagreements with stakeholders. In this regard, SBS is adopting this policy which encourages all sides to seek alternatives to legal interventions that seek judicial relief.

### **COVERAGE**

The Company’s Alternative Dispute Resolution (“ADR”) System shall cover disputes between the Company and its stockholders, and the Company and third parties as herein provided. A dispute shall mean a conflict of claim or rights, or an assertion of claim or demand by a stockholder or a third party, including regulatory authorities, met by contrary claim or assertion on the part of SBS and vice versa (hereinafter, “Dispute”)

The ADR System shall not cover mere complaints. A complaint shall mean a statement of some grievance or dissatisfaction by a stockholder or a third party. As far as practicable, and when the parties so agree, SBS shall aim to seek ADR in all grievances and disputes.

### **PROCESS:**

The Company’s management through its Executive Committee shall determine the materiality of the case based on the Company’s risk appetite as approved by the Board in its Risk Management Policy.

For non-material disputes, Management shall handle the ADR process.

For material disputes, Management shall endorse the dispute to an ad hoc committee to be formed as follows:

- a. Disputes with shareholders shall be handled by an ad hoc committee composed of the Corporate Secretary, a representative from the Executive Committee, and the lead Independent Director;
- b. Disputes with external parties shall be handled by an ad hoc committee composed of the Legal Counsel, a representative from the Executive Committee, and the lead Independent Director;

## **MONITORING AND REPORTING**

All dispute referred to the ADR process shall be monitored as follows:

- a. Non material disputes shall be monitored and reported by the Company's President.
- b. Material disputes with the Company's stockholders shall be monitored and reported by the Office of the Corporate Secretary
- c. Material disputes between with third parties shall be monitored and reported by the Company's Counsel;

All Disputes referred to the ADR process shall be reported to the Corporate Governance Committee.

## **SETTLEMENT**

Any settlement during negotiation or mediation shall be submitted by the Executive Committee to the Corporate Governance Committee which shall in turn endorse it to the Board of Directors for approval or other appropriate action.

*SBS Alternative Dispute Resolution Policy was approved by the Corporate Governance Committee on November 5, 2021 and by the Board of Directors on November 9, 2021*