

Insider Trading Policy

This Policy on Insider Trading (“the Policy”) sets out the implementing rules and guidelines for Directors, Officers and all other employees of Chemical Industries of the Phils., Inc. (the “Company”) and its subsidiaries, whether owned directly or indirectly, whenever they are conducting securities transactions (buying and/or selling) of the Company’s shares of stock in the market.

Insider trading occurs when a person in possession of material and non-public information obtained through involvement with the Company (1) uses that information to make decisions to purchase, sell, or otherwise trade in securities of the Company or another company, or (2) provides that information to others outside the Company to enable such trading.

1. Scope of Policy

The Policy applies to the Company (“Insiders”) which cover or include the following persons:

- Members of the Board of Directors and Corporate Secretary;
- All Key Officers, managers and members of the Management Committee of the Company who are or may be in possession of material non-public information about the Company because of their responsibilities.
- Consultants and Advisers of the Company;
- Executive assistants, confidential staff and all other employees who are made aware of undisclosed material information until such information has been publicly disclosed.
- Members of the immediate families of Directors, Key Officers and all other Covered Persons who are living in the same household as the abovementioned Covered Persons.

2. General Policy: No Trading or Causing Trading While in Possession of Material Non-public Information

- (a) No Insider may purchase or sell any Company security while in possession of material non public information about the Company, its customers, suppliers, consultants or other companies with which the Company has contractual relationships or may be negotiating transactions (the term “material non-public” is defined in Section 3 below.
- (b) No Insider who knows of any material non-public information about the Company may communicate that information to any other person, including family and friends.
- (c) In addition, no Insider may purchase or sell any security of any other company, whether or not issued by the Company, while in possession of material non-public information about that company that was obtained in the course of his or her involvement with the Company. No

Insider who knows of any such material non-public information may communicate that information to any other person, including family and friends.

3. Material Information

Information, whether positive or negative, is deemed to be material if there is a reasonable likelihood that it would be considered important to an investor in making a decision regarding the purchase or sale of shares of stock and/or price sensitive. Such material information includes, but is not limited to:

- Financial results
- Adjustments of reported earnings
- Projections of future earnings or losses
- News of a pending or proposed merger
- Change in the corporate structure such as a re-organization
- Acquisition/Divestitures/Joint Ventures
- Dividend declaration and changes in dividend policy
- Stock splits
- New significant equity investments or debt offerings
- Significant litigation exposure
- Solvency problems which may arise from litigation, final judgments, loan defaults and losses of major clients or contracts
- Major changes in key senior management positions
- Public or private sale of Company shares
- Plans to repurchase securities or go to the public with a new issue
- Other significant developments or changes in the Company which may affect the share market price

4. Restriction Periods

Directors, Key Officers and Covered Persons are strictly prohibited from trading during the following periods:

- **Structured Disclosures** – Within **Five (5) trading days before and within Three (3) trading days** after the disclosure of quarterly (SEC17Q) and annual (SEC 17A) financial results;
- **Non-Structured Disclosures** – Within **Three (3) trading days before and within Three (3) trading days** after the disclosure of any material information other than the abovementioned structured disclosure;

In both instances of disclosures, office bulletins for Restriction Periods pertaining to the above will be issued by the Office of Compliance Officer.

5. Compliance

When in doubt, Key Officers and Covered Persons should consult the Legal Department and/or Compliance Officer prior to trading of the Company's shares, regardless of when they would like to perform such transactions, in order to determine if the trade will or will not violate this Policy.

Certain staff personnel may at certain times or from time to time possess material non-public information about potentially market-affecting activities. The staff should consult the Legal Department about any plan to trade on shares if they have knowledge or believe to have knowledge of such material non-public information, to ensure compliance with this Policy.

6. Reporting Policy

Directors and Key Officers are required to report their trades of the Company's shares **within three (3) business days** to the Legal Department for eventual compliance reporting to the Securities and Exchange Commission (SEC) and Philippine Stock Exchange (SEC).

All other Covered Persons are required to report their trades to the Legal Department on a quarterly basis.

7. Non-Compliance

Violation of this Policy shall be subject to disciplinary action under the Company's Code of Conduct, without prejudice to any civil or criminal proceedings which the Company or regulators may file for violation of existing laws.

Insider Trading under the law may be subject to penalty for damages or fine and/or imprisonment. Please refer to Section 61 of the Securities Regulation Code to secure information on the penalties/damages that may arise in violation of the Insider Trading Law.

8. Review

This Policy will be periodically reviewed by the Board to ensure it remains current and effective in accordance with the Company's practices and in compliance with the new/amended regulations. Any subsequent amendments are subject to the Board's approval.