

# CONFLICT OF INTEREST POLICY

Reliable Insurance Brokers, Inc.

## Section 1: Policy Statement

Reliable Insurance Brokers, Inc. (the “Company”) upholds the highest standards of integrity, transparency, and accountability in all its business dealings. All directors, officers, and employees are expected to act in the best interest of the Company and to avoid situations where personal interests could improperly influence their judgment, decisions, or actions.

This Policy ensures that potential or actual conflicts of interest are identified, disclosed, and resolved appropriately — with full adherence to ethical standards and regulatory requirements.

## Section 2: Purpose and Objectives

The purpose of this Policy is to establish a clear process for the disclosure and management of conflicts of interest within the Company. Its objectives are to:

- (a) (a) Promote integrity, fairness, and transparency in decision-making;
- (b) (b) Prevent circumstances that could compromise professional judgment;
- (c) (c) Define responsibilities for disclosure and resolution of conflicts; and
- (d) (d) Strengthen corporate governance and stakeholder confidence.

## Section 3: Scope

This Policy applies to all members of the Board of Directors, officers, employees, and other persons acting on behalf of the Company, including their immediate family members and related parties.

## Section 4: Definitions

A conflict of interest arises when a person’s personal, financial, or other interests could compromise, or appear to compromise, their objectivity and loyalty to the Company.

Examples include, but are not limited to:

- Having a financial interest in any entity dealing with the Company;
- Engaging in business activities that compete with or conflict with Company interests;
- Using Company property, information, or influence for personal gain;
- Favoring relatives or associates in hiring, procurement, or business decisions; or
- Accepting gifts or benefits that may influence, or appear to influence, decisions.

## Section 5: Guiding Principles

- (a) All directors, officers, and employees shall act in the best interest of the Company at all times.

- (b) Conflicts of interest, whether actual, potential, or perceived, must be disclosed promptly upon discovery.
- (c) Transparency, honesty, and full disclosure are essential in managing conflicts.
- (d) No employee, officer, or director shall participate in decisions where a conflict exists.
- (e) Breaches of this Policy may result in disciplinary or legal action.

## **Section 6: Disclosure Channels**

Any director, officer, or employee who becomes aware of an actual, potential, or perceived conflict must disclose it immediately through any of the following channels:

- (a) **Compliance Officer** – via direct report or email at [compliance@reliable-insurance.ph](mailto:compliance@reliable-insurance.ph)
- (b) **President and Chief Executive Officer** – via official company correspondence
- (c) **Human Resources Department** – for employee-related disclosure

Disclosures must include relevant facts, relationships, or transactions, and any potential impact on the Company.

## **Section 7: Disclosure and Resolution Procedure**

- (a) **Submission** – The concerned individual submits the disclosure through the appropriate channel.
- (b) **Acknowledgment** – The Compliance Officer or HR acknowledges receipt within five (5) working days.
- (c) **Evaluation** – The Compliance Officer reviews the disclosure, determines the extent of the conflict, and recommends measures for mitigation or resolution.
- (d) **Board Oversight** – If the conflict involves a director or senior officer, the matter shall be elevated to the Audit and Risk Committee for review and recommendation to the Board.
- (e) **Resolution** – The Board or its designated committee decides the appropriate course of action, such as recusal, divestment, or termination of the conflicting arrangement.

## **Section 8: Confidentiality**

All disclosures and related documents shall be treated with strict confidentiality. Information shall be shared only with individuals or authorities authorized to handle or resolve the matter, unless required by law or regulation.

## **Section 9: Roles and Responsibilities**

- (a) **Board of Directors** – Approves this Policy and ensures its effective implementation.
- (b) **Audit and Risk Committee** – Reviews material disclosures and recommends actions to the Board.
- (c) **Compliance Officer** – Administers the Policy, receives and evaluates the disclosure, and maintains records.
- (d) **Human Resources** – Ensures employee awareness and inclusion of this Policy in onboarding and conduct programs.

- (e) **All Employees and Officers** – Promptly disclose any actual or potential conflicts and avoid participating in related decisions.

**Section 10: Violations and Sanctions**

Failure to disclose a conflict of interest or any breach of this Policy may result in disciplinary action, including reprimand, suspension, termination, or legal measures, depending on severity.

The Compliance Officer shall maintain a Conflict of Interest Register and submit a summary of reported and resolved cases to the Audit and Risk Committee and the Board.

**Section 11: Communication and Awareness**

The Company shall promote awareness of this Policy through employee orientations, compliance briefings, and corporate communications. The Policy shall be published on the Company’s website under the Corporate Governance > Governance Policies section and made accessible to all stakeholders.

**Section 12: Policy Review**

This Policy shall be reviewed every two (2) years or earlier as may be necessary to align with updated regulations, best practices, or organizational changes. Proposed revisions shall be endorsed by the Compliance Officer and approved by the Board of Directors.

**Section 13: Effectivity and Approval**

This Conflict of Interest Policy is effective upon approval by the Board of Directors of Reliable Insurance Brokers, Inc.

All employees and officers are expected to familiarize themselves with and strictly observe this Policy.

This Conflict of Interest Policy of Reliable Insurance Brokers, Inc. was adopted by the Board of the Company on \_\_\_\_\_ 2025 at Mandaluyong City.

Attest:

FELICISIMO M. NACINO, JR.  
Chairman of the Board

ESPERANZA M. ATANACIO  
Assistant Corporate Secretary