



1.0 Purpose

This Policy on Related Party Transactions ("RPT Policy") sets out to achieve the following:

1. To provide a governance framework towards ensuring the integrity and transparency of related party transactions;
2. To avoid conflict of interest between the personal interest of any director, officer or employee and the Company's interests in any business dealings;
3. To comply with regulatory requirements and conform with good corporate governance practices; and
4. To ensure that the proper review, approval, ratification and /or disclosure of transactions between the Company and any of its Related Parties are undertaken in a manner that facilitates timely contracting for goods and services.

2.0 Scope

The RPT Policy deals with all transactions between the Energy Development Corporation (the "Company") and a related party.

3.0 References

- 3.1 Corporation Code of the Philippines
- 3.2 Securities Regulation Code
- 3.3 EDC Conflict of Interest Guidelines
- 3.4 EDC Manual on Corporate Governance
- 3.5 Revised Code on Corporate Governance
- 3.6 ASEAN Corporate Governance Scorecard

4.0 Policy Statement

It is the policy of the Company that related party transactions ("RPTs") are done under reasonable, fair and arm's length terms in compliance with pertinent laws, rules and regulations, to ensure that the transactions inure to the benefit and best interest of the Company and its shareholders as a whole, given relevant circumstances.

Accordingly, material RPTs shall be disclosed to and reviewed by the Company's independent directors, and shall be approved in accordance with this policy.



energy
DEVELOPMENT CORPORATION

POLICY

Document Title

Related Party Transactions

Document No.

Revision No. (Effective Date)

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Page 2 of 2

5.0 Effectivity

This RPT Policy was approved by the Board of Directors at its meeting held on _____ and shall take effect on _____.

All existing policies, systems, practices and related implementing guidelines concerning the same matters are deemed revoked and superseded by this Policy. In the event of any inconsistency between the RPT Policy, guidelines, procedure, terms of existing systems, practices and related implementing guidelines, this RPT Policy shall prevail.