



Conflict of Interest Policy

1. **COVERAGE**

This Conflict-of-Interest Policy (“Policy”) applies to all directors, officers, and employees of AREIT, Inc. (“AREIT” or the “Company”).

2. **STATEMENT OF POLICY**

AREIT directors, officers, and employees are expected to promote primarily the Company’s interests. No director, officer, or employee shall compete with AREIT, nor shall he or she allow business dealing on behalf of AREIT to be influenced, and/or even appear to be influenced by personal or family interests.

AREIT directors, officers, and employees are required to promptly disclose any business and family-related transactions to the Company to ensure that potential conflicts of interest are surfaced and brought to the attention of Management.

3. **DISCLOSURE**

All directors, officers, and employees of AREIT shall avoid conflict of interest. In case of an apparent conflict of interest develops, directors, officers, and employees shall disclose the facts promptly to their unit or department head and employee relations manager, who, when appropriate, will inform the Management regarding the proper action.

All disclosure or reports required in this policy from all employees involving conflict of interest situations must be done in writing addressed to their unit or department head, and copy furnished the employee relations manager.

Every January of each year, all directors, officers, and employees of AREIT are required to file a written disclosure on conflict of interest. This is duly noted by Management and collates them in file and monitors compliance thereof. In addition, directors, officers, and employees are expected to perform such disclosure immediately in the event that a situation occurs in which a possible conflict of interest arises.

4. **AREAS OF CONFLICT OF INTEREST**

4.1 **ABUSE OF AUTHORITY FOR PERSONAL ADVANTAGE**

All directors, officers, and employees are to exercise sound judgment guided by the highest personal standards of honesty and integrity in all matters affecting AREIT. No director, officer, and employee may abuse a corporate position for personal advantage or to promote any action contrary to AREIT’s ethical standards.

4.2 **PERSONAL OR BUSINESS INVOLVEMENT WITH AREIT OR ITS COMPETITORS/ CUSTOMERS/ SUPPLIERS**

No director, officer, or employee shall engage or continue to be engaged in business with AREIT, its competitor, customer, or supplier. Likewise, no director, officer, or employee who is in a position to influence AREIT business decisions or who is privy to confidential information, or in a position to cause undue preferential treatment in favor of a broker, customer, or supplier, shall accept any donation from any of the same. Borrowing of money or solicitation and/or acceptance of other favors is likewise not allowed.



Should there be situations or circumstances that appear to have conflict of interest but serving a specific business interest for the benefit of the Company, written approval of the appropriate department or unit head should be obtained.

4.3 VESTED INTEREST WITH COMPANY SUPPLIERS/ COMPETITORS/ CUSTOMERS

No director, officer, or employee having any influence on AREIT business decisions, and no member of such director, officer, or employee's immediate family, may have financial interest in a non-publicly owned enterprise if the director, officer, employee deals in behalf of AREIT with the enterprise or if that enterprise is a competitor, customer, or supplier of AREIT, without prior written approval of the President.

4.4 BUSINESS TRANSACTIONS FOR THE COMPANY WITH RELATIVES OR PERSONAL FRIENDS

All directors, officers, and employees shall disclose in writing to management any family or personal relationships they may have with anyone whom they may have to transact on behalf of AREIT. This is in consideration of a possibility that such relationship may give rise to an appearance of influencing the director, officer, or employee's judgment that could lead to a recommendation or decision.

4.5 DISCLOSURE OF BUSINESS ACTIVITIES AND PRACTICE OF PROFESSION OUTSIDE THE COMPANY

All directors, officers, and employees shall declare in writing their business activities outside the Company, regardless of nature. Such disclosure shall be reviewed by the immediate supervisor or Management to assess whether conflict of interest exists or such business may affect the productivity of employees in performing their work responsibilities to the Company.

Executives, managerial, professional, and technical employees engaged in any non-AREIT business shall fully disclose the relevant facts including the names of their business partners or associates. Employees with professional licenses (e.g. lawyers, architects, engineers, certified public accountants, real estate brokers, professors, etc.) engaged in any non-AREIT business shall also fully disclose relevant facts about their businesses. Such disclosure shall remain confidential except when necessary to evaluate or prevent conflict of interest or impropriety.

4.6 UNAUTHORIZED DISBURSEMENT OF FUNDS

No director, officer, or employee shall take or approve action resulting in incurring, or paying, the cost of anything from corporate funds if such expenditure is not authorized or reimbursable under Company policy.

4.7 USE OF COMPANY RESOURCES, INFORMATION, AND DATA FOR PERSONAL GAIN

No director, officer, or employee shall disclose or use confidential information gathered in the course of appointment or employment for personal purposes or that of a third-party without prior consent of his unit or department head, or Management.

4.8 GIVING OUT CONFIDENTIAL INFORMATION FOR PERSONAL GAIN

No director, officer, or employee shall disclose or use any confidential information gained in the course of appointment or employment for the personal profit or advantage of the



director, officer, or employee or any other person. The prohibition includes speculation or investment in securities.

4.9 ACCEPTANCE OF GIFTS OR BRIBES

All directors, officers, and employees shall report to their immediate supervisor or to Management any offer or gift of any value given to them or their immediate family members by clients or suppliers and the like.

4.10 EXERCISE OF DUE DILIGENCE

Should a situation occur not specifically provided in this Policy in which a possible conflict of interest arises in relation to the preceding paragraph, directors, officers, and employees are expected to exercise sound judgment and disclose promptly the incident with their superior for proper disposition. Failure of the employee to comply may result to possible disciplinary sanction after due process.

5. SANCTION

Violation of this Policy, once proven and after due process, may constitute grounds for removal or termination for cause in reference with the provisions of the relevant Company policy.

6. ADMINISTRATION

All directors, officers, and employees with responsibilities for transacting business with other firms and customers are responsible for the strict observance of this Policy.

The Compliance Officer shall be primarily responsible in reviewing and summarizing the annual disclosure on conflict of interest submitted by the directors, officers, and employees as mentioned in this Policy.

8. EFFECTIVITY

This Conflict of Interest Policy, approved by the Board of Directors on the 24th of February 2023 shall be effective immediately.

JOSE EMMANUEL H. JALANDONI
Chairman

MA. TERESA R. FAMY
Chief Compliance Officer



ANNEX A

CHART OF OFFENSES

OFFENSE	PENALTIES				
	1 st Offense	2 nd Offense	3 rd Offense	4 th Offense	5 th Offense
1. Offenses against company property / property of others					
1.1 Deliberately damaging or attempting to damage Company property	DISMISSAL				
1.2 Deliberately damaging or attempting to damage property of Company officer or co-employees within Company premises	10 DAYS SUSPENSION	DISMISSAL			
1.3 Unauthorized use of Company materials, tools, machinery, equipment, or vehicles for personal profit, gain, or use	WRITTEN WARNING	10 DAYS SUSPENSION	DISMISSAL		
1.4 Robbery, theft or pilferage or its attempt in any form from the Company or from others within company premises	DISMISSAL	(without prejudice of filing criminal complaint)			
1.5 Having in one's possession any Company property not duly assigned to him. Any employee caught with Company property in his/her possession not duly assigned to him/her shall be presumed guilty under this violation unless such possession is sufficiently explained.	WRITTEN WARNING	10 DAYS SUSPENSION	DISMISSAL		
1.6 Improper or incorrect use or handling of Company materials, tools, machinery, equipment, or vehicles for personal profit, gain, or use.	WRITTEN WARNING	10 DAYS SUSPENSION	DISMISSAL		
1.7 Failure of employee/user to immediately report any damage or defect of Company equipment, machine, etc.	2 DAYS SUSPENSION	10 DAYS SUSPENSION	DISMISSAL		
1.8 Removing, altering or defacing company notices on company announcement channels or Company property and other similar acts of vandalism to Company property.	WRITTEN WARNING	5 DAYS SUSPENSION	10 DAYS SUSPENSION OR DISMISSAL		
1.9 Failure to report loss of Company property	WRITTEN WARNING	5 DAYS SUSPENSION	10 DAYS SUSPENSION OR DISMISSAL		

*1.8 and 1.9 depends on gravity of the offense.



OFFENSE	PENALTIES				
	1 st Offense	2 nd Offense	3 rd Offense	4 th Offense	5 th Offense
2. Offenses against persons					
2.1 Inflicting or attempting to inflict harm or injury to fellow employees for any reason except unprovoked assault	30 DAY SUSPENSION OR DISMISSAL	Depending on gravity the offense			
2.2 Threatening, intimidating, coercing or harassing fellow employees	15 DAYS SUSPENSION	30 DAYS SUSPENSION	DISMISSAL		
2.3 Provoking or instigating a fight or fighting inside the Company premise	15 DAYS SUSPENSION	30 DAYS SUSPENSION	DISMISSAL		
2.4 Making vicious, offensive, malicious, or disrespectful statements against co-employee	10 DAYS SUSPENSION	30 DAYS SUSPENSION	DISMISSAL		
2.5 Insulting or willful disrespect on the honor of a supervisor or manager or improper conduct and acts of disrespect to visitors/guests	15 DAYS SUSPENSION	30 DAYS SUSPENSION	DISMISSAL		
2.6 Making offensive statements or actions that constitute sexual harassment	DISMISSAL				

OFFENSE	PENALTIES				
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3. Offenses against company interest					
3.1 Soliciting or accepting any favor, money, gifts or anything of value from anyone to perform an act prejudicial to the Company or as a condition for the performance of one's duty or if such favor might influence the employee's impartiality in performing his job	DISMISSAL				
3.2 Misappropriation of company funds regardless of amount	DISMISSAL				
3.3 Unauthorized disclosure of Company's classified information, trade secrets, or permitting or assisting any person to access to such confidential information	DISMISSAL				
3.4 Engaging, participating or involving one's self in any transaction, undertaking or business enterprise where such engagement, participation or involvement is in conflict with or	DISMISSAL				



	improper or prejudicial to the interest of the company				
3.5	Soliciting or collecting contributions, money or material objects, for any purpose not sanctioned by the Company or selling anything within Company premises	WRITTEN WARNING	5 DAYS SUSPENSION	10 DAYS SUSPENSION OR DISMISSAL	
3.6	Failure to wear the prescribed dress code	ORAL REPRIMAND	WRITTEN WARNING	5 DAYS SUSPENSION	10 DAYS SUSPENSION

OFFENSE	PENALTIES				
	1 st Offense	2 nd Offense	3 rd Offense	4 th Offense	5 th Offense
4. Work Related Offenses					
4.1	Gross negligence in the performance of duties and responsibilities resulting to serious losses or disruption of operations	10 or 20 DAYS SUSPENSION OR DISMISSAL	Depending on gravity the offense		
4.2	Failure to work overtime after signing the overtime authorization form without valid justification	2 DAYS SUSPENSION	5 DAYS SUSPENSION	10 DAYS SUSPENSION OR DISMISSAL	
4.3	Willful disobedience or refusal without valid, justified reason to comply with or obey official, lawful order to carry out assigned duties or works	5 DAYS SUSPENSION	15 DAYS SUSPENSION	DISMISSAL	
4.4	Failure to comply with standard operating procedure and established practices	WRITTEN WARNING	2 DAYS SUSPENSION	5 DAYS SUSPENSION	10 DAYS SUSPENSION
4.5	Leaving work assignment or Company premises during working hours without permission or approval of immediate supervisor	WRITTEN WARNING	5 DAYS SUSPENSION	10 DAYS SUSPENSION OR DISMISSAL	
4.6	Sleeping during work hours.	WRITTEN WARNING	3 DAYS SUSPENSION	5 DAYS SUSPENSION	10 DAYS SUSPENSION
4.7	Deliberately slowing down, hindering or limiting work output.	5 DAYS SUSPENSION	10 DAYS SUSPENSION	20 DAYS SUSPENSION	DISMISSAL
4.8	Absence without official leave	5 DAYS SUSPENSION	15 DAYS SUSPENSION	DISMISSAL	
4.9	Habitual tardiness (i.e. 6 times tardiness within a month).	ORAL REPRIMAND	WRITTEN WARNING	5 DAYS SUSPENSION	10 DAYS SUSPENSION
4.10	Abuse of breaktime in excess of authorized break period.	ORAL REPRIMAND	WRITTEN WARNING	5 DAYS SUSPENSION	10 DAYS SUSPENSION

OFFENSE	PENALTIES				
	1 st Offense	2 nd Offense	3 rd Offense	4 th Offense	5 th Offense
5. Offenses Against Public Morals					



5.1	Immoral conduct or indecency or any scandalous act inside Company premises	WRITTEN WARNING	15 DAYS SUSPENSION	DISMISSAL		
5.2	Engaging in malicious gossip or rumor-mongering	WRITTEN WARNING	15 DAYS SUSPENSION	DISMISSAL		
5.3	Reporting for work or loitering inside Company premises under the influence of liquor, or intoxicating drinks and/or drugs	7 DAYS SUSPENSION	15 DAYS SUSPENSION	DISMISSAL		
5.4	Bringing or attempting to bring into Company premises alcoholic beverages, except if the purpose is for Company authorized occasions	WRITTEN WARNING	10 DAYS SUSPENSION	DISMISSAL		
5.5	Drinking alcoholic beverages during working time and/or inside Company premises, except on Company authorized occasions	15 DAYS SUSPENSION	DISMISSAL			
5.6	Possessing, using or causing to be used narcotics or prohibited drugs inside Company premises	DISMISSAL				
5.7	Gambling in any form, promoting or assisting gambling operators, betting, lottery or any game of chance within Company premises.	7 DAYS SUSPENSION	15 DAYS SUSPENSION	DISMISSAL		
5.8	Engaging or playing any game of skill within Company premises and during working hours, except during Company authorized employee engagement activities	WRITTEN WARNING	2 DAYS SUSPENSION	10 DAYS SUSPENSION OR DISMISSAL		
5.9	Engaging in disorderly conduct (i.e. horseplaying, scuffling, shouting or throwing of things) and making insulting jokes or pranks to co-employees or supervisors	WRITTEN WARNING	5 DAYS SUSPENSION	DISMISSAL		

OFFENSE	PENALTIES					
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6. Violations Against Health / Safety / Security Regulations						
6.1	Assisting any non-employee to enter the Company premises without due permission from his superior / unit head (i.e. lending of company ID for use or benefit of another)	5 DAYS SUSPENSION	10 DAYS SUSPENSION	DISMISSAL		
6.2	Unauthorized possession or carrying of deadly weapons, explosives inside Company premises	DISMISSAL				
6.3	Unauthorized entry to any restricted areas so designed by the Company	WRITTEN WARNING	5 DAYS SUSPENSION	DISMISSAL		



6.4	Not wearing Company ID while inside Company premises	WRITTEN WARNING	5 DAYS SUSPENSION	10 DAYS SUSPENSION OR DISMISSAL		
6.5	Acts creating or contributing to unsanitary conditions	WRITTEN WARNING	5 DAYS SUSPENSION	10 DAYS SUSPENSION OR DISMISSAL		
6.6	Refusal to cooperate with security personnel in the performance of their duties	WRITTEN WARNING	5 DAYS SUSPENSION	10 DAYS SUSPENSION OR DISMISSAL		
6.7	Failure or refusal to comply with medical requirements and health and safety protocols	WRITTEN WARNING	5 DAYS SUSPENSION	10 DAYS SUSPENSION OR DISMISSAL		