



**STANDARDS OF  
ETHICAL CONDUCT  
ASALUS CORPORATION  
AVEGA MANAGED CARE, INC.  
AVENTUS MEDICAL CARE, INC.**

## Document Edit History

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## Reviews and Approvals

Name	Sign off Date	Remarks
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Executive Committee	July 30, 2019	
Mr. Jeff E. Datingaling – Corporate Legal Officer	June 17, 2020	Regular Review of the Policy
Ms. Ma. Ivy Zalduarriaga – AVP - Human Capital Management & Development Department		
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## INTRODUCTION

### The Companies

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We, at Asalus, Avega and Aventus (the Group), are committed to lead, innovate, and trailblaze a holistic approach to healthcare management.

All our endeavors and aspirations shall constantly adhere to the highest level of ethical and performance standards, guided by our Group's long-standing principles of integrity, fairness, honesty, hard work, and an enduring sense of humanity.

The end in view of this commitment is and shall always be the upholding of the right of each individual to health by making quality healthcare efficient, accessible, affordable, and compassionate.

### Our Values

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As members of Fullerton Health, the Group espouse the values of Compassion, Innovation, Partnership, Integrity and Teamwork.

**Compassion.**

We care deeply for our patients and place them at the center of everything we do.

**Teamwork.**

We value and nurture our people to achieve excellence together.

**Partnership.**

We build long-term relationships with our partners and healthcare community.

**Innovation.**

We dare to create and to embrace change.

**Integrity.**

We do the right thing and we 'walk the talk'.

### The Purpose of this Document

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The Document aims to provide guidance on the culture, core values, principles and best practices of the three Companies and is founded on the basis of promoting the highest standard of personal and professional integrity, and defined core values in our employees' behavior, actions and decisions.

Observing these principles and best practices will promote the public's confidence in the management of the Companies and enhance the reputation of the Companies. Hence, it is important that our employees, officers and directors live up to our reputation and high standards of ethics and professionalism.

Please read these Standards carefully at work.

## Coverage

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Everyone is expected to be models of the highest ethical and professional conduct. Thus, this Document applies to all personnel, without regard to rank or designation. It is everyone's duty to ensure strict compliance with these Standards at all times.

Violation of this Code shall result in disciplinary sanctions, ranging from reprimand to termination in accordance with the Code of Discipline, as may be applicable.

## Voicing Concerns

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One of the core values of the Group is compliance with the law and ethical rules of conduct. If you feel these rules are violated, do not hesitate to report by contacting any of the following:

- a. Your immediate supervisor or manager,
- b. Compliance Officers
- c. Legal
- d. Human Resource Management and Development

Incident Reporting Policy has been implemented and any report may be done electronically through this link:

[https://docs.google.com/forms/d/e/1FAIpQLScFamfKWPtNGKpWi02ktIgnbMgWPC8\\_nXg67YxM9tYR-umCCg/viewform?vc=0&c=0&w=](https://docs.google.com/forms/d/e/1FAIpQLScFamfKWPtNGKpWi02ktIgnbMgWPC8_nXg67YxM9tYR-umCCg/viewform?vc=0&c=0&w=)

Rest assured all your legitimate concerns will be kept confidential and will not be used against you in accordance with our non-retaliation policy.

We respect openness, so tell us your story. In this exercise, everyone is expected to uphold professionalism in expression. Foul language and address is not tolerated. For more information on this, please refer to our Whistleblowing Policy.

## Questions on this Document

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If you have questions on this Document, please call Human Capital Management and Development, Compliance, and/or Legal.

## CULTURE

### Our Culture Towards the Group

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The Group promotes equal opportunity in all of its endeavors. In the hiring and selection of its personnel, we give no regard to race, color, religion, sex, age, national origin, citizenship status, disability, sexual orientation, military status, genetic information or any other basis protected by law. All that is important is the job criteria and the competence of the people we hire.

Here, we treat each other like family. As such, we provide a working environment free of harassment, discrimination, bullying and all inappropriate activities, which can endanger the integrity, reputation, health and safety of the Company and most importantly, our people.

### Our Culture Towards Our Clients and Partners

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We value our relationships with our clients and partners established throughout the years. These relationships are built on trust, mutual respect and professionalism.

### Our Culture Towards Our Members and Patients

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Our core is the delivery of a compassionate, efficient and professional service to our Members and Patients. We endeavour to exceed, as we've always did, the expectations in the provision of the best healthcare services possible in the industry and with high regards on data privacy and confidentiality.

### Our Culture Towards the Society and the Environment

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We commit ourselves to making a lasting and positive contribution towards sustainable growth by protecting the environment and the health and wellbeing of our stakeholders. This we do because it is our belief that environmental stewardship, community engagement and development go hand in hand with achieving a sound and profitable business.

### Our Culture Focuses on Innovation

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We give value to new ideas by protecting freedom of thought, decision and action. Here, we encourage everyone to share ideas that lead to innovation. Management will support and reward those who create and innovate.

## WORKPLACE ENVIRONMENT

### Diversity

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We are committed to diversity and equal opportunities for everyone. We respect the unique attributes and perspectives of every employee, and we rely on these diverse perspectives to help us build and improve our relationships with customers and business partners. We embrace the diversity of our people, members, clients and business partners, and work hard to make sure everyone feels welcome.

### Work Health, Safety and Security

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Everyone is oriented on safety rules and practices; cooperates with trained officers who enforce these rules and practices; takes accountability in protecting themselves and our people; attend required safety training; and pro-actively report immediately all accidents, injuries and unsafe practices or conditions. It is your duty to know these rules to further enhance the well-being of our people.

For any related concern, the Health, Environment and Safety Committee will always be there.

### Policy against Child Labor

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Being in the forefront of the Health industry, we believe in the right of the child to rest and leisure, to engage in play and recreational activities appropriate to the age of the child and to participate freely in cultural life and the arts. It is thus our policy not to employ anyone younger than the age of majority.

### Substance Abuse

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We implement the strictest standard regarding substance abuse and weapons. Our people cannot promote, consume, possess or sell prohibited drugs in and out of the workplace. Likewise, all personnel are prohibited from consuming alcoholic drinks during working hours save on special occasions as allowed by the rules. Neither can our people bring in weapons inside nor plant one in any of our company property.

For more information on this, please refer to Substance Abuse and Prohibited Weapons Policy or seek help from the Committee against Substance and Drug Abuse.

### Harassment

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We despise harassment as it violates the very soul of human decency. We do not want our peoples' sacred work be interfered with by a hostile, offensive and intimidating workplace environment. It is, thus, our policy to prohibit all forms of harassment, sexual or otherwise, committed by our people against another personnel.





We likewise do not condone such conduct by any of our business partners, vendors, guests, or other third parties with whom we have business dealings.

When harassing conduct (whether sexual or otherwise) is encountered by active participation in or encouragement of such activity, strongly raise your voice and say Stop. This way, you inform the alleged harasser if such conduct is no longer welcome in order for any subsequent conduct to be deemed unwelcome. Failure to give such notice in no way prevents the Group from taking appropriate corrective and/or disciplinary action against the alleged harasser for the unwelcomed behavior.

For more information on this, please refer to the Anti-Harassment Policy. You may also seek assistance from the Committee on Decorum and Investigation.

## Nepotism and Abuse of Power

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We abhor the use and peddling of influence in the process of decision making. All personnel, regardless of rank cannot use power and influence to meddle with corporate affairs. This includes favoring relatives or friends, especially by giving them jobs or providing special treatment.

Personnel who are related to each other should not be placed in a direct or indirect supervisor/subordinate relationship, or in any other positions with a real or perceived conflict of interests.

Related persons may refer to parent(s), sibling(s), child(ren), grandparent(s), first cousin(s), spouse, step-parent(s), step-child(ren), in-laws or relatives of an employee and family relationships, regardless of blood.

Disclosure of the above-described relationships to the Human Capital Management and Development Department should be done to the best knowledge of the concerned individual. In cases where there is a possibility of conflicting employment relationships, the Human Capital Management and Development Department and the respective Heads of Department will review the possibility of a transfer or change of duties to one of the team members.

## Company Time

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We value time and compensate our people on the basis of hours worked pursuant to the Labor Code and its applicable rules and regulations. In return, everyone is expected to report on time and record the same accurately in accordance with the established policies.

## Company Property

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We are all stewards of the Company's property.

Thus, company property cannot be unreasonably used for personal reasons. Proper care of the Company's property or equipment must be taken, and the Company must be notified immediately for any loss, theft or



damage to any such property. Employees may be required to reimburse the Company appropriate costs where the loss, theft or damage was caused or contributed to by negligence or personal conduct.

Property belonging to the Company must not be removed without the written approval of an authorized officer of the Company.

Data stored on or in the property of the Company, or transmitted using Company's facilities or technologies, shall remain at all times the property of the Company. This includes software, emails, documents, files etc. As such, you must employ reasonable diligence in protecting the data under your custody from accidental or unauthorized access, disclosure, modification or deletion.

The use of Company assets in any way that may be disruptive or offensive to others or to display or transmit sexually explicit images, messages or cartoons or use of ethnic slurs, racial epithets, or anything that may be construed as harassment or ridicule of others is prohibited.

For more information on this, please refer to the Asset Management Policy.

## Proper Decorum

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Professionalism requires the highest standard of moral and ethical conduct. Here, everyone is expected to treat others well with respect to the person and to the Company at all times. Proper Decorum includes the simplest of things such as wearing proper business attire or uniform and preventing oneself from being engaged in a compromising position to the detriment of the Company and its people.

## Social Media and Freedom of Expression

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We have built our good name for years and everyone is expected to continue promoting and protecting our goodwill even in our personal freedom space, online or otherwise. It is, thus, our policy to ensure no derogatory, discriminatory, racist, religious, defamatory comments are made in the course of expressing oneself.

As far as politically charged comments are concerned, all personnel must ensure that these views are not attributed to the Group or any of its affiliates.

In addition, giving comments on confidential or sensitive information about the Company, its activities, its clients, its patients, its business partners and its employees, or the scope, nature or details of their work within the Company, in any other online blogs, forums or other similar platforms, without the written authorization from the Company is not permitted.

For more information on this, please see Social Media Policy.

## BUSINESS CONDUCT

### Government Dealings

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It is our policy to be accurate and truthful in representing business transactions to government agencies. If you conduct business with any government officials, foreign or local, on any of the Company's behalf, please make sure you have a thorough understanding of these laws and know enough about any third parties doing business in our name to ensure they are making appropriate decisions on our behalf. At no time will the Company permit to influence the outcome of any business decision by exchanging bribes or kickbacks of any kind.

Payments made to any foreign agent or government official must be lawful under the laws of the Republic of the Philippines and the foreign country. Payments by or on behalf of the Group to foreign agents or government officials should always be strictly for services rendered and should be reasonable in amount given the nature of those services. Under no circumstances may our people make payments in violation of the law or to induce government officials to do business with the Group. All must comply with local and foreign laws regarding customs and trade.

For more information, please refer to the Anti-Bribery and Corruption Policy and the Gifts and Entertainment Policy.

### Compliance with Local Laws

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We comply with local laws, regulations and codes and to working fairly and honestly with government officials and others in our communities. In doing so, our actions must meet high ethical and legal standards. It is against our policy (and may be a breach of law) to offer or make a payment or gift of any kind in order to facilitate a local process or to influence a local government official.

If you are contacted by a government or regulatory representative and asked to provide information or submit to an inspection, you should inform your manager immediately. Your manager will take appropriate actions or contact the appropriate department, consultant or adviser including Legal, for guidance.

We will always deal honestly and fairly with government authorities in our pursuit to comply with valid governmental requests and processes. Everyone must be truthful and straightforward in their dealings with the government and may not direct or encourage another personnel or anyone else to provide false or misleading information to any government official or representative. No one must direct or encourage anyone to destroy records relevant to an investigation.

This commitment covers all interactions with government officials. Certain officers will be notified and trained on a regular basis for the purposes of compliance with relevant laws, including those regarding lobbying disclosure, anti-bribery and anti-corruption.



For more information, please refer to the Anti-Graft and Corrupt Practices Policy and the Gifts and Entertainment Policy.

## Sales and Marketing

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We compete on the merits of its products and services in all sales and advertising. To this end, communications with our clients or potential clients must be truthful and accurate. We sell the quality of what we provide. We depend on our strengths and not on disrespecting our competitors.

## Fair Competition

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We adhere to fair and open competition. In this process, we make our own business decisions, free from understandings or agreements with competitors or suppliers that restrict competition. Thus, in conducting our business, all of our personnel must:

1. Not discuss nor disclose pricing, production or markets with competitors,
2. Always present our services and products consistent with our values
3. Not induce a third party to breach an existing agreement,
4. Never act in a manner that could be seen as an attempt to exclude present or potential competitors to control market prices.
5. Coordinate properly with the regulatory agencies and industry association in pursuit of this goal.

## Conflict of Interest

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We do not condone conflict of interests. By this we mean, our people must at all times prevent any event where personal interest or activity interferes or appears to interfere with the duties being performed at, or owe to, any of the Companies. This requires preventing also an appearance of conflict and not just actual conflict of interest.

Please refer to our Conflict of Interest Policy.

## Outside Employment

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Generally, our people cannot accept employment, directorship or any such positions in any other company, firm or organizations. Any outside appointments whether as employee, partner, agent, consultant or advisor may only be undertaken with the written approval of the Company President and the Human Capital Management and Development Department.

However, engagements as Lecturer, Guest Speakers and Trainers Roles are generally permitted as long as these do not conflict with our interest. If you do engage in this type of activities, you are expected to utilize your

annual leave and out of office hours for such involvement. Prior disclosure and approval from your immediate supervisor and the Company is required.

Please refer to our Conflict of Interest Policy.

## Gifts and Entertainment

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We do not sanction accepting and providing a gift or entertainment to influence business decision making. Everyone must observe this strictly so as not to put yourself or the Company in a compromising position.

Accepting or providing gifts in cash or kind, entertainment activities, sponsorship or donation by you (including your family members) from or to any member of the public, suppliers, banks, business associates, customers/patients or organizations that have business relationships with the Company is strictly prohibited.

In the event that it is inappropriate, discourteous or impractical to reject the gift, you may accept them and declare all entertainment activities and gifts accepted above the estimated value of Php5,000.00 (Five Thousand Pesos). You are to inform your immediate supervisor and Human Capital Management and Development. After consultation with Senior Management, HCMD may be authorize to use the gift for any of the Company's staff events or any recommendations proposed by HR and approved by the Company President.

For more information, please refer to the Anti-Bribery and Corrupt Practices Policy and the Gifts and Entertainment Policy.

## Confidential Information; Data Privacy and Protection

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We observe the principles of confidentiality of all protected information, which includes all information or material that has or could have commercial value or other utility in the business in which we are engaged in, including but not limited to products, operations, third Party agreements, software, or work identified in any format (whether written, printed, oral, tangible, or otherwise) by the Group as confidential, trade secret or proprietary information, including, but not limited to, the following:

1. Information of a technical nature, such as methods, processes, formulas, know-how, compositions, computer software, engineering, drawings and designs;
2. Information of a business and commercial nature, such as proposals, employee information, customer lists or information, markets, marketing strategies, customer relationships, costs, pricing, profits, compensation, sales, product and corporate plans, research and development activities and financial information;
3. Information relating to the business operations, suppliers, service providers, contracts, agreements, permits and compliances, corporate structure, corporate governance, stockholders, business partners, officers, board of directors, patients, employees and stakeholders;
4. Information relating to a plan, promotion, business strategy and marketing relating to the Parties' businesses;

5. All manuals, systems, documentation, reports, correspondence, memoranda or other materials related to any of the items listed above;
6. Information, data, and expertise of any kind related to the business and/or investors that the Group obtains, receives, or to which it has access as a result of any discussions or dealings with third parties, clients, partners or members;
7. All information which would under the circumstances, appear to a reasonable person to be confidential or proprietary; and
8. All documents containing sensitive personal information of our employees, personnel, members, clients or partners as defined under the Data Privacy Act of 2012, including its amendments and other data privacy laws, both here and abroad.

This shall, however, exclude the following:

1. Those in the public domain at the time it was disclosed by the Group or has entered the public domain through no fault of the receiving personnel;
2. Those in the possession of the personnel, without restriction, at the time of disclosure;
3. Those received by the personnel from a source who lawfully acquired it and who is under no obligation to restrict its disclosure under any law, regulation or agreement and otherwise not in violation of the Group's rights;
4. Those independently developed without access to any confidential information disclosed to the Group; and
5. Those disclosed with prior written approval of the Group.

Everyone is enjoined to implement reasonable measures within their control to prevent unauthorized use, misuse, access or disclosure of information covered by this provision. You must not even try to access any part of the system for which you do not have authorization or which you do not need for your job. If you need access to additional functions or applications, ask your Supervisor for permission and you will be granted the necessary access.

Any attempt to disclose, use or process confidential information, with malice, to the detriment of the Company or its reputation is considered a serious infraction and shall be the subject of severe disciplinary sanction, including termination.

Everyone should not commit fraud or make any false or misleading statements or entries in the books, accounts, records, financial statements of the Company. Destroying, altering or falsifying records that may be connected to an investigation, litigation or bankruptcy proceeding are strictly prohibited.

These obligations apply even to those who have been separated from us and maybe separated from us, subject to the agreement between the Company and the pertinent personnel.

For more information on this, please refer to the Data Privacy and Protection Manual. This will help you understand our duty to have these records kept in an adequate manner and when disclosures are permitted.

If you suspect a breach or has discovered a security incident, which compromises the confidentiality, security and integrity of data, please report immediately to the Data Protection Officer.



## Intellectual Property

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Being part of our family, the things you create belong and must be shared to the Company. This includes inventions, discoveries, ideas, improvements, software programs, artwork and works of authorship. This work product is our Company's property if it is created or developed, in whole or in part, on company time, as part of your duties or through the use of company resources or information.

Disclosure of such work product must be made so we can obtain all needed legal protection.

Note as well of your obligation to comply with all copyright and licensing terms and conditions. An employee whose actions place the Company in a situation where the Company breaches license requirements will be held personally liable for such actions.

## Office Relationships and Domestic Concerns

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We do not meddle with the matters beyond the boundaries of our profession and business. However, please disclose your relationship or your domestic concern with your immediate supervisor especially if this relates to a violation of conflict of interest policy such as where there is a superior-subordinate reporting relationship involved. In such a case, it is our policy to address any potential conflict that may arise by reason of the intimate relationship entered into by you and your partner.

## Audit and Internal Controls

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Concerns regarding accounting, internal accounting controls or auditing matters should be promptly reported through the Enterprise Risk Management and Compliance and Internal Audit Department. Reports may be made anonymously and will be treated in a confidential manner.



# CODE OF DISCIPLINE

## Purpose

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Our Code of Discipline shall form an integral part of this document. Said Code will guide you in understanding what to do and what not to do as you strive to uphold the standards of conduct expected from a member of the Group.