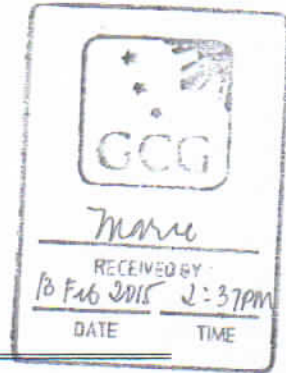


November 20, 2013

Memorandum to –

All Division Managers/
Heads of Departments
All Concerned Employees

Subject: **Adoption of the "No Gift Policy"**



To demonstrate APO Production Unit Inc.'s ("APO's") commitment to the highest standards of ethics and conduct as public officers and to dealing impartially with all individual and/or organizations (public or private), that APO comes into contact or conducts business with, all APO officers and employees are directed to observe and comply with GCG Memorandum Circular No. 2012-12, series of 2012 regarding the "No Gift Policy" of the Governance Commission for GOCCs, as attached.

In particular, the following shall be observed:

I. NO GIFT POLICY:

APO, its officers and employees, shall NOT SOLICIT OR ACCEPT, directly or indirectly, any gift, gratuity, favor, entertainment, loan, or use anything of monetary value from a person, groups, associations, or juridical entities, whether from the public or the private sectors, at any time, on or off the work premises, in the course of their official duties or in connection with any operation being regulated by, or any transaction which may be affected by the functions of their office. The prohibition shall include, but not be limited to:

1. Honoraria given as speaker or resource person in seminars or where the APO Production Unit Inc.'s office or employee is participating by reason of his/her office with the APO.
2. Sponsorship in any form of any of the internal programs, activities, and affairs of the APO, such as Christmas parties, anniversary commemorations, etc.
3. Advertisements in the publications of APO.
4. Discounts, rebates, waivers and other forms of monetary incentives or benefits given to APO, its officers, employees, in availing of the services and/or facilities of persons or entities under the jurisdictions of APO.
5. Acceptance of invitations to social lunches and dinners with persons or entities with direct official transactions with APO.

II. NO GIFT POLICY EXCEPTIONS:

Exempted from the "No Gift Policy" are the following:

1. The acceptance and retention of certificates, plaques, cards, thank you notes, or other written forms of souvenir or mark of courtesy.
2. The acceptance of seminar bags and contents, and partaking of moderately priced meals and beverages that officers and employees obtain at events, such as

- conferences and seminars, and which are offered equally to all members of the public attending the event.
3. Acceptance of books, pamphlets, publications, and data and other information or reading materials that are directly useful to the APO Production Unit Inc. in the performance of its mandates, objectives, and which books and other materials are given by individuals or organizations that have no pending business with the APO Production Unit Inc. as to create an actual or potential conflict of interest.
 4. The acceptance by APO's officers and employees of a scholarship or fellowship grant, travel grants or expense for travel taking place within or outside of the Philippines (such as allowances, transportation, food and lodging) or more than nominal value, if such acceptance is appropriate and consistent with the interests of the Government, and permitted by the Chairman of the APO.
 5. The acceptance or availment by the APO of grants from local or foreign institutions in the pursuit of the mandates, projects and activities, such as those coming from the ADB, World Bank, USAID, etc., provided that the availment thereof shall be strictly in compliance with the applicable procurement laws, rules and regulations.

III. REQUIREMENT TO INFORM:

APO officers and employees are required to professionally inform any individual or organization with any actual or potential business with APO of this "No Gift Policy", the reasons that APO has adopted this policy, and request that such individual or organization respect such policy. Notices informing walk-in clients and visitors of the policy shall likewise be posted in conspicuous areas within APO's premises.

IV. RETURN AND ACKNOWLEDGEMENT OF GIFT:

1. If APO, any of its officers or employees, receives a gift covered by this policy, the following shall apply:
 - a. If feasible, the gift shall immediately and politely be declined, or
 - b. If not feasible or if it is inappropriate or impractical to return the gift (*e.g.*, a perishable item) the gift shall be donated to an appropriate charitable or social welfare institution.
2. An acknowledgement letter shall be sent to the donor informing them of the "No Gift Policy" or that the gift have been returned or donated to an appropriate charitable or social welfare institution.

Finally, Admin/HRD is directed to post the "No Gift Policy" in all conspicuous places within the APO Production Unit Inc. premises.

For your strict compliance.

JAIME H. ALDABA
EVP and General Manager


Adopted by unanimous vote of the Board of Trustees, February 11, 2015.

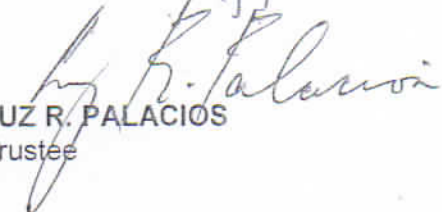
Signed:


MILAGROS S. ALORA
Chairman of the Board


VICTOR SIGNEDY
Trustee

ALLAN ED L. CAPULONG
Trustee


AMANDO C. DIMARUCOT, JR.
President/Trustee


LUZ R. PALACIOS
Trustee