

 P R E M I U M LEISURE CORP.	POLICY	Governance and Corporate Affairs	Policy No. GOV 2017–002	
			Reference: Code of Business Conduct and Ethics	
	INSIDER TRADING		Effective Date as approved by BOD on 07.29.2013	Amended on 10.26.2017 Ver.1, Rev. 2

1. Objective

- 1.1. To implement the prohibitions on insider trading in the Securities Regulation Code and to comply with best practices on Corporate Governance.

2. Scope / Coverage

- 2.1. This policy covers all Directors, Officers, Employees, Consultants and Advisers, as well as:
- 2.2. Persons who may have been made aware of any material non-public information, with respect to the Company and its operations, either thru his work or received inadvertently¹; and
- 2.3. Extends to the above insiders' spouse or relatives by affinity or consanguinity within the second degree, legitimate or common-law².

3. Definition of Terms

- 3.1. Material Information – information that is likely to affect the market price of Premium Leisure Corp.'s shares is deemed to be material. Such material information includes, but is not limited to, financial results, mergers and acquisitions, significant investments and litigations, major changes in key senior management positions, dividend declarations, and the like.
- 3.2. Public information is that which is available in a Securities and Exchange Commission (SEC) and Philippine Stock Exchange (PSE) filing or press release in major media communications channels.

4. Policy

Members of the Board of Directors, officers, employees, consultants and advisers, and members of their respective immediate families of Premium Leisure Corp. (PLC) who know material and confidential information (i.e., facts in the business operations of PLC that have not been disclosed to the public) are prohibited from buying or selling (trading) shares of stock of PLC, except in accordance with this policy.

5. Guidelines

- 5.1. Trading Restriction Period – Members of the Board of Directors, officers, employees, consultant and advisers and members of their respective families are strictly prohibited from trading in PLC shares five (5) trading days before and two (2) trading days after the disclosure of quarterly and annual financial results and any other material information.
 - 5.1.1. This is in pursuant to Section 13.2 of the PSE Disclosure Rules – “13.2 A Director or Principal Officer of an Issuer must not deal in the Issuer’s securities during the period within which a material non-public information is obtained and up to two full trading days after the price sensitive information is disclosed.”
- 5.2. Reporting Requirements – Directors and executive officers are required to report to the Compliance Officer all dealings in PLC shares within three (3) business days from the date of trading. All Directors and Key Officers covered by the SEC and PSE’s reporting requirements with regard to their shareholdings in the Company shall do so immediately and correctly.

¹ Republic Act No. 8799 – The Securities Regulation Code, Section 3.8

² Securities Regulation Code – 2015 Implementing Rules and Regulations, Rule 27

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5.3. Penalties – Any person who violates this policy shall be subject to disciplinary action, without prejudice to any civil or criminal proceedings which may be filed against him. Under the law, insider trading may be subject to penalty for damages or fine and/or imprisonment.

6. Work Instructions

6.1. Do not trade (buy or sell) PLC shares within the trading ban of five (5) business days before and two (2) business days after disclosure of material information. Illustration follows:

If PLC Disclosure of material information will be made on 11.03.2017 (for example, the 3Q2017 Financials), do not trade from 10.25.2017 (5 days before) up to 11.07.2017 (2 days after). Trading may resume on 11.08.2017.

October 2017							November 2017						
Sun	Mon	Tue	Wed	Thu	Fri	Sat	Sun	Mon	Tue	Wed	Thu	Fri	Sat
1	2	3	4	5	6	7				1	2	3	4
8	9	10	11	12	13	14	5	6	7	8	9	10	11
15	16	17	18	19	20	21	12	13	14	15	16	17	18
22	23	24	25	26	27	28	19	20	21	22	23	24	25
29	30	31					26	27	28	29	30		

11.03.2017	PLC Disclosure of 3Q2017 Financials to SEC and PSE
BAN 5D before	= From 10.25.17 to 11.05.17
BAN 2D after	= From 11.06.17 to 11.07.17
Resume trading	= On 11.08.2017

6.2. Directors, Officers and Employees are required to report their trading of PLC shares within three (3) business days after the transaction to the G&CA Dept. via email to: governance@bellec corp.com stating the number of PLC shares purchased or sold, price per share and percentage of PLC shares owned to PLC's outstanding capital stock. G&CA will send a monthly summary report to the Compliance Officer.

6.2.1. G&CA shall file a Disclosure Form to SEC and PSE for Directors and Key Officers who:

6.2.1.1. Are newly appointed as Director or Key Officer – SEC Form 23-A (Initial Statement of Beneficial Ownership of Securities) within ten (10) calendar days after becoming a Director / Key Officer;

6.2.1.2. Acquire / Dispose of PLC shares – SEC Form 23-B (Statement of Changes in Beneficial Ownership of Securities) within ten (10) calendar days after the close of each month thereafter.

6.2.2. G&CA shall file a Disclosure Form to SEC and PSE for Employees and Other Covered Persons who:

6.2.2.1. Acquire more than five percent (5%) of PLC's outstanding capital stock (OCS) – SEC Form 18-A (Report by Owner of more than Five Percent) within five (5) business days after acquisition;

6.2.2.2. Acquire ten percent (10%) of PLC's OCS – SEC Form 23-A (Initial Statement of Beneficial Ownership of Securities) within ten (10) calendar days after becoming a 10% holder.

For clarification, please call Liz Tan or Michelle Hernandez of G&CA at extension 2111 and 8812 respectively.