

CODE OF CONDUCT AND BUSINESS ETHICS
Optimum Medical & Healthcare Services Inc. (OMHSI)

I. OUR COMMITMENT

About This Code

This Code of Conduct (the "Code") serves as the ethical compass for **Optimum Medical & Healthcare Services Inc.** (hereinafter referred to as "OMHSI" or the "Company"). It embodies our core values and principles, defining the standards of conduct expected from every individual who comprises our organization.

Our Vision and Mission

This Code is grounded in our shared purpose:

- **Vision:** To be the trusted name in health maintenance organization recognized for integrity, reliability, and excellence in delivering quality and accessible medical care nationwide.
- **Mission:** To make healthcare dependable, cost-efficient, and responsive to the evolving needs of our members, powered by technology and strengthened by trust.

Our Core Values

All business conduct must reflect our "Principles We Live By":

- **Integrity:** We uphold the highest ethical standards in all actions.
- **Reliability:** We deliver on our promises to members and providers.
- **Compassion:** We treat every member with empathy and care.
- **Expertise:** We strive for professional excellence in healthcare management.
- **Innovation:** We leverage technology to improve healthcare access.
- **Collaboration:** We work together with our network to achieve shared goals.

II. SCOPE AND APPLICABILITY

Who Is Covered

This Code guides and governs the business conduct and relationships of all:

1. **Directors and Executive Officers**
2. **Employees** (Full-time, part-time, temporary, contractual, and seasonal)
3. **Consultants, Contractors, and Accredited Providers** (in the course of fulfilling their contractual obligations to OMHSI).

Significance of the Code

Abiding by this Code enables OMHSI to secure the trust of our members, accredited hospitals/clinics, physicians, regulators, and the community. Upholding these values protects our reputation and ensures our long-term sustainability as a regulated HMO.

III. DUTIES AND RESPONSIBILITIES

Administration

The **Human Resources Department** has the primary responsibility to implement this Code for all employees. After the constitution of the **Audit and Corporate Governance Committee** (the “Committee”), the Committee shall administer this Code for Directors and Executive Officers.

Employee Responsibilities

- **Read and Understand:** Every employee must read the entire Code and understand how it applies to their specific role.
- **Ask Questions:** If you are unsure how to handle a situation, ask your immediate supervisor, HR, or the Compliance Officer.
- **Report Violations:** Any Director, Officer, or Employee who becomes aware of a violation must promptly notify HR, the Compliance Officer, or Legal Counsel.

Leadership Responsibilities

Managers and Department Heads must demonstrate visible leadership by ensuring this Code is observed in their respective departments. They must foster an environment where employees feel safe to raise questions or concerns without fear of retaliation.

IV. COMPLIANCE

Laws and Regulations

OMHSI and its workforce are duty-bound to follow the law. Compliance with all applicable laws and regulations must never be compromised.

- **HMO Regulations:** We strictly adhere to the rules and circulars issued by the **Insurance Commission (IC)** regarding HMO operations, capitalization, and member protection.
- **Labor and Tax:** We faithfully abide by the Labor Code of the Philippines and all relevant tax laws.
- **Data Privacy:** Given the sensitive nature of medical information, we strictly comply with the **Data Privacy Act of 2012 (Republic Act No. 10173)**, ensuring the confidentiality of member health records.

Non-Retaliation Policy

We are committed to safe reporting. OMHSI strictly prohibits retaliation, reprisal, or victimization against anyone who raises a genuine concern or participates in an investigation. Malicious reporting, however, will be treated as a disciplinary matter.

V. WORKPLACE CONDUCT

Respect and Diversity

We aim to provide a progressive work environment where employees have equal opportunities. We do not tolerate harassment, discrimination, or intimidation based on race, gender, age, disability, marital status, sexual orientation, religion, or any other unlawful reason.

Health and Safety

OMHSI is committed to maintaining a healthy and safe working environment for our workforce and visitors, complying with the Occupational Safety and Health Standards issued by the Department of

Labor and Employment (DOLE).

Substance Abuse

The unauthorized use, possession, distribution, or sale of illegal drugs or controlled substances on Company premises is strictly prohibited and is grounds for immediate dismissal, without prejudice to criminal prosecution under R.A. 9165.

VI. BUSINESS ETHICS AND INTEGRITY

Conflict of Interest

All Directors, Officers, and Employees must act in the best interest of OMHSI.

- **Avoidance:** You must avoid any situation where your personal interest conflicts—or appears to conflict—with the interests of the Company.
- **Disclosure:** Any actual or potential conflict (e.g., a family member owning an accredited clinic or supplier) must be disclosed in writing to Management or the Board for proper resolution.
- **Corporate Opportunities:** Employees are prohibited from using corporate property, information, or their position for personal gain.

Gifts and Entertainment

- **No Solicitation:** Employees shall not solicit gifts, entertainment, or favors from current or prospective customers, suppliers, or accredited providers.
- **Acceptance:** Acceptance of notable gifts that could be construed as improperly influencing business judgment (e.g., in exchange for accreditation or claims approval) is prohibited.

Corruption Prevention

OMHSI prohibits all forms of bribery and corruption.

- **Zero Tolerance:** We do not give or receive bribes to secure business advantages.
- **Anti-Money Laundering:** We comply with the **Anti-Money Laundering Act (AMLA)** and exercise due diligence to ensure our systems are not used for criminal proceeds.

Fair Dealings

We do not seek competitive advantage through illegal or unethical practices. We deal fairly with our members, accredited providers, and competitors. Collusion with competitors (e.g., price-fixing) is strictly prohibited.

VII. PROTECTING ASSETS AND INFORMATION

Protecting Company Assets

Everyone must act as a good steward of OMHSI assets, including physical property, funds, and technology, to avoid loss, theft, waste, or misuse.

Confidentiality and Data Privacy

- **Member Trust:** As an HMO, we handle sensitive Personal Health Information (PHI). Maintaining the strictest confidentiality of member records is non-negotiable.
- **Proprietary Information:** Employees must safeguard OMHSI's trade secrets, provider network data,

and financial information.

- **Third-Party Info:** We respect the confidential information of our corporate clients and partners.

Accuracy of Records

All books, records, and accounts must strictly reflect the Company's transactions. No false or misleading entries shall be made. This includes accurate reporting of claims, utilization data, and financial standing to the Insurance Commission.

VIII. RELATIONSHIPS WITH STAKEHOLDERS

Members (Customers)

Our "Customer Welfare Policy" advocates fairness and transparency. We are committed to:

- Providing accurate information about plan coverage and exclusions.
- Processing claims and approvals efficiently (Quality and Accessibility).
- Treating members with compassion and dignity.

Accredited Providers (Suppliers)

We consider our network of hospitals, clinics, and physicians as growth partners. We treat them with fairness and professionalism, ensuring prompt and accurate settlement of valid claims.

Government and Regulators

We conduct business as a responsible corporate citizen. We maintain open, transparent, and compliant relationships with the Insurance Commission, SEC, BIR, and other government bodies.

IX. IMPLEMENTATION

Violations and Consequences

All violations of this Code, Company policies, or laws will be taken seriously. Consequences may include disciplinary action up to and including termination of employment and possible legal action.

Closing Note

Our legal and ethical obligations go beyond what is written in this Code. OMHSI relies on the Integrity and Good Sense of every person in our organization to uphold our vision of being a trusted name in healthcare.

Employee Acknowledgement

I certify that I have received, read, and understood the **Optimum Medical & Healthcare Services Inc. Code of Conduct and Business Ethics**. I agree to comply with its standards and understand that violation of this Code may result in disciplinary action.

Signature over Printed Name / Date