

ACGR

## INSIDER TRADING POLICY

NOW Corporation (the “Company”) is committed to high standards of ethical, moral and legal business conduct. In line with this commitment, this policy governs the trading of shares by the Company directors, officers, personnel, consultants and employees, and the spouse or relatives by affinity or consanguinity within the second degree, legitimate or common-law, of such persons, with direct access to Material Non-public Information of the Company.

### 1. **Definition of Terms:**

- a. Material Non-public Information – Information is “material non-public” if: (a) It has not been generally disclosed to the public and would likely affect the market price of the security after being disseminated to the public and the lapse of a reasonable time for the market to absorb the information; or (b) would be considered by a reasonable person important under the circumstances in determining his course of action whether to buy, sell or hold a security.
- b. Insider – An individual is considered an Insider if he or she is the Company’s director, officer, personnel, consultant or employee, or the spouse or relative by affinity or consanguinity within the second degree, legitimate or common-law, of any such person.

Any individual who receives Material Non-Public Information from the above enumerated individuals is also an Insider.

2. **Trading on Material Non-public Information** - No Insider shall engage in any transaction involving the purchase or sale of the Company's securities, including any offer to purchase or offer to sell within **15 calendar days before and 2 trading days after the release or announcement of the Company's quarterly and annual financial and operating results.**

From time to time, the Company may also prohibit directors, officers, and certain employees, consultants and contractors, from trading securities of the Company because of material developments known to the Company and not yet disclosed to the public. In such an event, the directors, officers, and such employees, consultants and contractors, and the spouse or relative by affinity or consanguinity within the second degree, legitimate or common-law, of any such person, may not engage in any transaction involving the purchase or sale of the Company's securities **commencing with the date that he or she possesses Material Non-public Information concerning the Company, and ending at the beginning of the Trading Day following the date of public disclosure of that information, or at such time as such non-public information is no longer material.** These individuals should not disclose to others the fact of such suspension of trading.

All officers, directors, employees, consultants and contractors should treat Material Non-public Information about the Company's business partners with the same care required with respect to information related directly to the Company.

3. **Preclearance.** All transactions in Company securities by directors, officers, and key employees must be pre-cleared by the Company Compliance Officer.
4. **Disclosure.** All Company directors and officers are required to disclose to the Philippine Stock Exchange (PSE) the details of any acquisition, disposal, or change in their beneficial ownership of the Company securities within two (2) days after the transaction. Please contact the Company Compliance Officer for guidance on this matter.
5. **Tipping.** No Insider shall disclose or “tip” Material Non-public Information to any other person where such information may be used by such person to his or her profit by trading in the securities of companies to which such information relates, nor shall such Insider make recommendations or express opinions on the basis of Material Non-public Information as to trading in the Company's securities.
6. **Confidentiality of Non-public Information.** Non-public information relating to the Company is the property of the Company and the unauthorized disclosure of such information is forbidden. In the event any officer, director, consultant or employee of the Company receives any inquiry from outside the Company for information (particularly financial results and/or projections) that may be Material Non-public Information, the inquiry should be referred to the Company's General Counsel, who is responsible for coordinating and overseeing the release of such information to the investing public, analysts and others in compliance with applicable laws and regulations.
7. **Possible Disciplinary Actions.** Company personnel and employees who violate this Policy shall be subject to disciplinary action by the Company, which may include termination of employment. The Company may also terminate the contract with consultants who violate this policy.
8. **Legal Sanctions.** Please note that Insider Trading is prohibited by law and has corresponding sanctions.
9. **Inquiries.** For any questions or clarifications on this Policy, you may contact the Company's Compliance Officer or General Counsel.