

SOLID GROUP INC INSIDER TRADING POLICY

SECTION 1. PURPOSE

The Board of Directors (the “Board”) of Solid Group Inc. and its subsidiaries (SGI) has adopted the Insider Trading Policy for its Directors, Officers, Employees and Consultants. The policy applies to the trading of SGI securities and is intended to provide an overview of the legal provisions governing the prohibition of insider trading.

SECTION 2. PERSONS COVERED

This applies to Directors, Officers, Employees and Consultants of SGI including members of their immediate family, anyone else who lives in their household, persons that are their economic dependents and any other individual or entity whose transaction in securities they influence, direct or control, including any corporation, partnerships or trusts.

SECTION 3. DEFINITION OF TERMS

Insider – any person who has access to insider information.

Material Non-Public Information – refers to information which has not been generally disclosed to the public, and (i) 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 (ii) 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.

Securities – refers to common and preferred shares as well as debt securities like bonds and notes.

SECTION 4. TRANSACTION BAN

Insiders, who have knowledge of material non-public information regarding SGI, are subject to the following restrictions:

1. Insiders are banned from buying and selling insider securities on their own account or for a third party using insider information, or have others trade for their (insiders) accounts.
2. Insiders are also prohibited from the unauthorized disclosure of insider information to another person or entity, which in turn might trade or forward the insider information to third parties that buy and sell securities on the basis of that insider information.

3. Insiders are restricted from advising others to buy or sell insider securities of SGI on the basis of insider information, and from persuading a third party to do so by other means.

SECTION 5. TRADING GUIDELINES

1. Any Directors, Officers, Employees and Consultants of SGI who possesses any material non-public information may not trade in SGI securities from the time he acquired such material non-public information and until two (2) full trading days after such information has been made public.
2. A trading black out shall be imposed beginning ten (10) trading days before, and until two (2) full trading days after, the release of the quarterly or annual earnings of SGI. These are periods in which members of the board, executive bodies and identified employees are prohibited to either buy or sell SGI securities.

SECTION 6. CONSEQUENCES OF NON-COMPLIANCE

A breach of the Policy entails potential consequences in the form of severe fines or possible imprisonment. Furthermore, failure to comply with the Policy may lead to disciplinary offense or even dismissal, whether or not the failure to comply results in a violation of law.

SECTION 7. REPORTORIAL REQUIREMENTS OF SGI DIRECTORS AND OFFICERS

SGI Directors and Officers are required under the Securities Regulation Code and the regulations of the Securities and Exchange Commission (SEC) and the Philippine Stock Exchange (PSE) to report their beneficial ownership of SGI securities as well as any change in such beneficial ownership.

To ensure that such reportorial requirements are timely complied with, a director or an officers must inform the Office of the Compliance Officer of his/her beneficial ownership in SGI securities not later than a day after their election or appointment. Likewise, he/she must inform the Office of the Compliance Officer of any change in his/her beneficial ownership of SGI securities not later than a day after the acquisition or disposal of SGI securities.

For purposes of the reportorial requirements of the SEC and the PSE, a director's or an officer's beneficial ownership of SGI securities shall include not only SGI securities which he/she directly owns but also SGI securities which are:

- Held by members of his immediate family sharing the same household;
- Held by a partnership in which he/she is a general partner;
- Held by a corporation of which he/she is the controlling shareholder; and

- Subject to any contract, arrangement or understanding which gives him voting power or investment power with respect to such securities.










SECTION 8. POLICY REVIEW

This Policy shall be reviewed and assessed by the Board of Directors at least annually.

SECTION 9. EFFECTIVITY

This Policy shall take effect immediately.

Approved by:

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|  SUSAN L. TAN Chairman of the Board |  JOSEPH LIM Director |  ELENA S. LIM Director |
|  DAVID S. LIM Director |  JASON S. LIM Director |  VINCENT S. LIM Director |
|  BEDA T. MANALAC Director |  QUINTIN CHUA Independent Director |  LUIS MARIA ZABALJAUREGUI Independent Director |