



ALTERNATIVE DISPUTE RESOLUTION POLICY

A. PURPOSE

The Alternative Dispute Resolution Policy (“ADR” or the “Policy”) aims to establish an alternative dispute resolution mechanism, at the option of the shareholder, to resolve intra-corporate disputes in an amicable and effective manner.

B. SCOPE

This Policy shall cover the Company’s shareholders.

C. DEFINITION OF TERMS

Board refers to the Board of Directors of the Company

Shareholder refers to any person, company, or institution that owns shares in a company's stock

D. APPLICATION AND POLICIES

Accordingly, in resolving intra-corporate disputes between the Company and its stockholders, the Company may resort to alternative modes of dispute resolution as may be agreed upon with the adverse party, such as but not limited to the following:

- a. **Arbitration** - any of the forms of dispute resolution involving a mutually acceptable, neutral third party making a decision on the merits of the case, after an informal hearing which usually includes the presentation of evidence and oral argument.
- b. **Mediation** - a voluntary process in which the disputing parties, with the involvement of a neutral third party (the 'mediator'), endeavor to reach

an agreement. The mediator has no decision-making power and informally assists the parties to reach their own mutually acceptable settlement of disputed issues, maintain the channels of communication, articulate the interests of each party, and, if appropriate, may advise or make recommendations on disputed issues. The mediator generally meets separately with each party, taking information in confidence. All information disclosed in the course of mediation is to remain confidential. Mediation emphasizes self-resolution of conflict and may involve more than one mediator.

c. **Conciliation** - an informal process in which a neutral third party is positioned between the parties to create a channel for communications, usually by conveying messages between parties where it is preferable that they do not meet face-to-face, to identify common ground and to eventually re-establish direct communications between the parties, and possibly achieve settlement.

d. **Early Neutral Evaluation** - process wherein parties and their lawyers are brought together early in a pre-trial phase to present summaries of their cases and receive a nonbinding assessment by an experienced, neutral person, with expertise in the subject in the substance of the dispute.

e. **Mini-trial** - a structured dispute resolution method in which the merits of a case are argued before a panel comprising senior decision makers with or without the presence of a neutral third person after which the parties seek a negotiated settlement.

The parties may agree to refer one or more or all issues arising in a dispute or during its pendency to the following forms of ADR, (a) the evaluation of a third person or (b) a mini-trial, or (c) mediation-arbitration.

E. COMPLIANCE

1. The Compliance Officer shall take responsibility for ensuring compliance with the implementation of this Policy. He/she is also responsible for keeping the Board informed of any deviations from this Plan.

F. AMENDMENT OF THIS POLICY

The Corporate Governance Committee, in coordination with the Compliance Officer and other authorized persons, regularly review, update and improve the Policy.

G. APPROVAL

This Policy has been approved and adopted by the Board of TEI. The Corporate Governance Committee has the overall responsibility for implementation, monitoring and periodic review of this Policy.