	ANNUAL CORPORATE GOVERNANCE REPORT				
		COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION	
			ernance Responsibilities		
co stc	mpetitiveness and profitability in a manner consikeholders.		ing board to foster the long- term success of the corpore porate objectives and the long- term best interests of its		
_	commendation 1.1				
1.	Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.	COMPLIANT	Provide information or link/reference to a document containing information on the following: 1. Academic qualifications, industry knowledge, professional experience, expertise and relevant		
2.	Board has an appropriate mix of competence and expertise.	COMPLIANT	trainings of directors 2. Qualification standards for directors to facilitate		
3.	Directors remain qualified for their positions individually and collectively to enable them to fulfill their roles and responsibilities and respond to the needs of the organization.	for their positions COMPLIANT the selection of potential nominees and to serv as benchmark for the evaluation of its performance e organization.			
			2020 Annual Report covering CY2019 page 8 to 15 https://psmbfi.com.ph/annual-report-2019/		
	commendation 1.2	0.01.151.11.15			
1.	Board is composed of a majority of non- executive directors.	COMPLIANT	Identify or provide link/reference to a document identifying the directors and the type of their directorships		
			2020 Annual Report covering CY2019 page 8 to 15 https://psmbfi.com.ph/annual-report-2019/		
Re	commendation 1.3				
1.	Company provides in its Board Charter and Manual on Corporate Governance a policy on training of directors.	COMPLIANT	Provide link or reference to the company's Board Charter and Manual on Corporate Governance relating to its policy on training of directors.		
			2020 Annual Report covering CY2019 page 28 https://psmbfi.com.ph/annual-report-2019/		
2.	Company has an orientation program for first time directors.	COMPLIANT	Provide information or link/reference to a document containing information on the orientation program and trainings of directors for the previous year, including the number of hours attended and topics covered.	Executive briefing is conducted to newly elected Board of Trustees.	

Company has relevant annual continuing training for all directors.	COMPLIANT	Executive Briefing CY2020 https://psmbfi.com.ph/wp- content/uploads/2021/05/22EXECUTIVE-BRIEFING- 2020.pdf 2020 Annual Report covering CY2019 page 28 https://psmbfi.com.ph/annual-report-2019/	
Recommendation 1.4 1. Board has a policy on board diversity.	COMPLIANT	Provide information on or link/reference to a document containing information on the company's board diversity policy. Indicate gender composition of the board. 2020 Annual Report covering CY2019 page 8 to 15 https://psmbfi.com.ph/annual-report-2019/ SEC. 13,14,17, Amended By-Laws https://psmbfi.com.ph/wp-content/uploads/2020/07/1AMENDED-BY-LAWS-2013.pdf	SEC. 13,14,17, Amended By- Laws provide that regardless of gender or diversity, any person as long as member of the PSMBFI Equity Fund, maybe nominated and elected as member of the BOT. PSMBFI Board of Trustees is composed of 14 male directors and 1 female director.
Recommendation 1.5			
 Board is assisted by a Corporate Secretary. Corporate Secretary is a separate individual from the Compliance Officer. Corporate Secretary is not a member of the Board of Directors. 	COMPLIANT COMPLIANT COMPLIANT	Provide information on or link/reference to a document containing information on the Corporate Secretary, including his/her name, qualifications, duties and functions. Corporate Secretary: Atty. Matthew P. Baccay Qualifications: 2020 Annual Report covering CY2019 page 11 https://psmbfi.com.ph/annual-report-2019/ Duties and Functions: ART XIII, SEC. 29, Amended By-Laws https://psmbfi.com.ph/wp-content/uploads/2020/07/1AMENDED-BY-LAWS-2013.pdf	
Corporate Secretary attends training/s on corporate governance.	COMPLIANT	Provide information or link/reference to a document containing information on the corporate governance training attended, including number of hours and topics covered.	

		2020 Annual Report covering CY2019 page 28 https://psmbfi.com.ph/annual-report-2019/	
Recommendation 1.6		niips://psmbii.com.pn/dnnudi-report-2019/	
Board is assisted by a Compliance Officer. Compliance Officer has a rank of Senior Vice President or an equivalent position with adequate stature and authority in the corporation.	COMPLIANT COMPLIANT	Provide information on or link/reference to a document containing information on the Compliance Officer, including his/her name, position, qualifications, duties and functions.	
Compliance Officer is not a member of the board.	COMPLIANT	Compliance Officer: <u>DIR ARMANDO. E. RAMOLETE</u> Position: VP for Corporate Services Duties and Functions: VP for Corporate Services Job Description https://psmbfi.com.ph/wp-content/uploads/2021/06/30Job-Description-of-VP-for-Corporate-Services.pdf	
Compliance Officer attends training/s on corporate governance.	COMPLIANT	Provide information on or link/reference to a document containing information on the corporate governance training attended, including number of hours and topics covered 2020 Annual Report covering CY2019 page 28 https://psmbfi.com.ph/annual-report-2019/	
		of the Board as provided under the law, the company's made known to all directors as well as to stockholders ar	
Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company.	COMPLIANT	Provide information or reference to a document containing information on how the directors performed their duties (can include board resolutions, minutes of meeting) Minutes of the GMME 2020 https://psmbfi.com.ph/advisories/ Board Resolutions ratified during GMME 2020 https://psmbfi.com.ph/advisories/	

		2020 Annual Report covering CY2019 https://psmbfi.com.ph/annual-report-2019/	
Recommendation 2.2		niips://psmbii.com.pn/dniiodi-repon-2017/	
Board oversees the development, and approval of the company's b objectives and strategy.	usiness	Provide information or link/reference to a document containing information on how the directors performed this function (can include board	Every year the company conducts Strategic Planning Sessions
Board oversees and monitors the implementation of the company's objectives and strategy.	COMPLIANT	resolutions, minutes of meeting) Indicate frequency of review of business objectives and strategy	
		BR No. 2012-123 – Adoption of the PSMBFI Strategic Roadmap for CY2013-2020 https://psmbfi.com.ph/wp-content/uploads/2019/06/8BR-2012-123-PSMBFI-	
		Strategic-Road-Map-2013-2020.pdf BR No. 2018-87 – 5 Year Development Plan 2019- 2023	
		https://psmbfi.com.ph/wp- content/uploads/2019/06/9BR-2018-87-5-Year- Development-Plan-2019-2023.pdf	
		BR No. 2019-85 - Medium Term Strategic Plan 2020- 2024 https://psmbfi.com.ph/wp- content/uploads/2021/06/14BR-2019-85-MEDIUM- TERM-STRATEGIC-PLAN-FOR-CY-2020-2024.pdf	
		BR No. 2020-99 – Recalibrated PSMBFI Medium Term Strategic Plan for CY2021-2024 https://psmbfi.com.ph/wp-content/uploads/2021/06/15BR-2020-99-RECALIBRATED-PSMBFI-MEDIUM-TERM-STRATEGIC-	
		PLAN-FOR-CY-2021-2024.pdf List of Strategic Planning Seminars of PSMBFI Board of Trustees and Management	
Recommendation 2.3		https://psmbfi.com.ph/wp- content/uploads/2021/05/23List-of-STRATEGIC- PLANNING-SEMINARS-as-of-2020.pdf	

Board is headed by a competent and qualified Chairperson.	COMPLIANT	Provide information or reference to a document containing information on the Chairperson, including his/her name and qualifications Chairman: Dir Archie Francisco F. Gamboa Qualifications: 2020 Annual Report covering CY2019 page 8 https://psmbfi.com.ph/annual-report-2019/	
Recommendation 2.4			
Board ensures and adopts an effective succession planning program for directors, key officers and management.	COMPLIANT	Disclose and provide information or link/reference to a document containing information on the company's succession planning policies and programs and its implementation	
Board adopts a policy on the retirement for directors and key officers.	COMPLIANT	ART IX, SEC. 13, 14, 16, Amended By-Laws https://psmbfi.com.ph/wp-content/uploads/2020/07/1AMENDED-BY-LAWS-2013.pdf	
		ART. IX, Section 13. There shall be fifteen (15) members of the Board of Trustees who shall be elected in the manner herein provided, their term of office shall be for two (2) years. They shall serve from the date of their qualification and until their successors have been elected and qualified;	
		ART. IX, Section 14. The members of the Board of Trustees shall be elected by the membership at the regular meeting. The Board of Trustees elected in the General Membership Meeting and Election of the Board of Trustees in 2007, the first seven (7) obtaining the highest number of votes shall serve for two (2) years and the remaining eight (8) for one (1) year. For the succeeding year, there shall be eight (8) members of the Board of Trustees who will be elected with two (2) years term of office. Alternately thereafter, the seven (7) or eight (8) members shall be elected in the succeeding years of election of the members of the Board of Trustees;	

		ART. IX, Section 16. No member of the Board of Trustees shall be employed in the PSMBFI during his/her tenure of office and until six (6) months has elapsed from the end of his/her term. The officers enumerated in Article XII of this By-Laws, namely the Chairman, Vice-Chairman, President, Vice-President and the Treasurer are not to be considered employees for purposes of this Article.	
Recommendation 2.5	Ī		
Board formulates and adopts a policy specifying the relationship between remuneration and performance of key officers and board members.	COMPLIANT	Provide information on or link/reference to a document containing information on the company's remuneration policy and its implementation, including the relationship between remuneration and performance.	
2. Board aligns the remuneration of key officers and board members with long-term interests of the company.	COMPLIANT	BR No. 2002-18 - Authorizing the Payment of Expense Allowance or Per Diem to Members of the PSMBFI Board of Directors	
Directors do not participate in discussions or deliberations involving his/her own remuneration.	COMPLIANT	https://psmbfi.com.ph/wp- content/uploads/2020/07/18BR-2002-18-Per-Diem- to-Members-of-the-Board-of-Directors.pdf BR No. 2015-44 – Increase in Honorarium for Board Committee Meeting https://psmbfi.com.ph/wp-	
		content/uploads/2020/07/26BR-2015-44-Increase-in-Honorarium-for-Board-Committee-Meeting.pdf	
Recommendation 2.6		in nonoranom-tor-board-comminice-meeting.pdr	
Board has a formal and transparent board nomination and election policy.	COMPLIANT	Provide information or reference to a document containing information on the company's	PSMBFI Annual General Membership Meeting and
Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	COMPLIANT	nomination and election policy and process and its implementation, including the criteria used in selecting new directors, how the shortlisted	Election conducted every 3 rd Saturday of April, however due to the Government mandated
3. Board nomination and election policy includes how the company accepted nominations from minority shareholders.	COMPLIANT	candidates and how it encourages nominations from shareholders. Provide proof if minority shareholders have a right to	quarantine, the Annual GMME was held on 14 August 2020 via Zoom conference and PSMBFI
4. Board nomination and election policy includes how the board shortlists candidates.	COMPLIANT	nominate candidates to the board Provide information if there was an assessment of	Facebook Live page.
5. Board nomination and election policy includes an assessment of the effectiveness	COMPLIANT	the effectiveness of the Board's processes in the nomination, election or replacement of a director.	

6.	of the Board's processes in the nomination, election or replacement of a director. Board has a process for identifying the quality of directors that is aligned with the strategic direction of the company.	COMPLIANT	ART X, SEC 17 TO 22, Amended By-Laws https://psmbfi.com.ph/wp- content/uploads/2020/07/1AMENDED-BY-LAWS- 2013.pdf Minutes of the GMME 2020 https://psmbfi.com.ph/advisories/	
	commendation 2.7	COMPLIANT	Dravida information on as safasanaa ta a dagumant	There are no significant DDTs
	Board has overall responsibility in ensuring that there is a group-wide policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions.	COMPLIANT	Provide information on or reference to a document containing the company's policy on related party transaction, including policy on review and approval of significant RPTs. Identify transactions that were approved pursuant to the policy.	There are no significant RPTs. There are no business affiliates, shareholder groups, and subsidiaries of PSMBFI.
2.	RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.	COMPLIANT		
	RPT policy encompasses all entities within the group, taking into account their size, structure, risk profile and complexity of operations.	COMPLIANT		
	commendation 2.8			
	Board is primarily responsible for approving the selection of Management led by the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).	COMPLIANT	Provide information on or reference to a document containing the Board's policy and responsibility for approving the selection of management. Identity the Management team appointed. CP-HRD-005 – Recruitment and Placement Policy	The Governance Committee is responsible for the selection of Management (President, Vice Presidents and Managers)
			https://psmbfi.com.ph/wp- content/uploads/2021/05/21CP-HRD-005- RECRUITMENT-AND-PLACEMENT-POLICY-2018.pdf	
			Notices Governance Committee Meetings https://psmbfi.com.ph/wp-content/uploads/2021/05/25Notices-of-GOVERNANCE-COMMITTEE-MEETINGS-2020.pdf	
	Board is primarily responsible for assessing the performance of Management led by the Chief Executive Officer (CEO) and the heads	COMPLIANT	Provide information on or reference to a document containing the Board's policy and responsibility for assessing the performance of management.	Every year the BOTs and the Executives conduct Strategic

of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).		Provide information on the assessment process and indicate frequency of assessment of performance. BR No. 2020-99 – Recalibrated PSMBFI Medium Term Strategic Plan for CY2021-2024 https://psmbfi.com.ph/wp- content/uploads/2021/06/15BR-2020-99- RECALIBRATED-PSMBFI-MEDIUM-TERM-STRATEGIC- PLAN-FOR-CY-2021-2024.pdf	Planning Sessions to assess the performance of the company.
Recommendation 2.9			
Board establishes an effective performance management framework that ensures that Management, including the Chief Executive Officer performance is at par with the standards set by the Board and Senior Management.	COMPLIANT	Provide information on or link/reference to a document containing the Board's performance management framework for management and personnel. PERFORMANCE APPRAISAL FORM for Managers	
2. Board establishes an effective performance management framework that ensures that personnel's performance is at par with the standards set by the Board and Senior Management.	COMPLIANT	https://psmbfi.com.ph/wp- content/uploads/2021/06/32Performance- Appraisal-Form-for-Managers.pdf	
Recommendation 2.10			
Board oversees that an appropriate internal control system is in place.	COMPLIANT	Provide information on or link/reference to a document showing the Board's responsibility for overseeing that an appropriate internal control system is in place and what is included in the	
The internal control system includes a mechanism for monitoring and managing potential conflict of interest of the Management, members and shareholders.	COMPLIANT	internal control system BR No. 2020-05 – Internal Audit Charter https://psmbfi.com.ph/wp- content/uploads/2021/05/17BR-2020-05-INTERNAL- AUDIT-CHARTER.pdf	
3. Board approves the Internal Audit Charter.	COMPLIANT	Provide reference or link to the company's Internal Audit Charter BR No. 2020-05 – Internal Audit Charter https://psmbfi.com.ph/wp-content/uploads/2021/05/17BR-2020-05-INTERNAL-	

Recommendation 2.11			
Board oversees that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business risks. The risk management framework guides the	COMPLIANT	Provide information on or link/reference to a document showing the Board's oversight responsibility on the establishment of a sound enterprise risk management framework and how the board was guided by the framework. Provide proof of effectiveness of risk management	
board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies.		strategies, if any. BR No. 2016-19 – Committees of the Board Risk and Audit Committee Charter https://psmbfi.com.ph/wp- content/uploads/2021/05/8BR-2016-19-BOARD- COMMITTEES-AND-CHARTERS.pdf BR No. 2016-34 – Underscoring the Realignment of the Functions, Duties and Responsibilities of the Board Committees https://psmbfi.com.ph/wp-	
		content/uploads/2020/07/28BR-2016-34- Underscoring-the-realignment-of-functions-duties- and-responsibilites-of-the-Board-Committees.pdf Report of the Risk Officer to the Risk and Audit Committee https://psmbfi.com.ph/wp- content/uploads/2021/06/16Report-of-Risk-Officer- to-Risk-and-Audit-Committee-March-18-2019.pdf	ļ
Recommendation 2.12			
Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary role.	COMPLIANT	Provide link to the company's website where the Board Charter is disclosed. BR No. 2016-19 – Committees of the Board	
Board Charter serves as a guide to the directors in the performance of their functions.	COMPLIANT	Risk and Audit Committee Charter https://psmbfi.com.ph/wp- content/uploads/2021/05/8BR-2016-19-BOARD-	
Board Charter is publicly available and posted on the company's website.	COMPLIANT	COMMITTEES-AND-CHARTERS.pdf ART XIV, SEC 32, Amended By-Laws https://psmbfi.com.ph/wp-	

		content/uploads/2020/07/1AMENDED-BY-LAWS-					
		2013.pdf					
respect to audit, risk management, related party	Principle 3: Board committees should be set up to the extent possible to support the effective performance of the Board's functions, particularly with respect to audit, risk management, related party transactions, and other key corporate governance concerns, such as nomination and remuneration. The composition, functions and responsibilities of all committees established should be contained in a publicly available Committee Charter.						
Board establishes board committees that focus on specific board functions to aid in the optimal performance of its roles and responsibilities.	COMPLIANT	Provide information or link/reference to a document containing information on all the board committees established by the company. Board Committee Functions: BR No. 2016-19 – Committees of the Board https://psmbfi.com.ph/wp- content/uploads/2021/05/8BR-2016-19-BOARD- COMMITTEES-AND-CHARTERS.pdf					
		2020 Annual Report covering CY2019 page 6 to 7 https://psmbfi.com.ph/annual-report-2019/					
Recommendation 3.2							
Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.	COMPLIANT	Provide information or link/reference to a document containing information on the Audit Committee, including its functions. Indicate if it is the Audit Committee's responsibility to recommend the appointment and removal of the company's external auditor. BR No. 2016-19 – Committees of the Board					
		https://psmbfi.com.ph/wp- content/uploads/2021/05/8BR-2016-19-BOARD- COMMITTEES-AND-CHARTERS.pdf BR No. 2016-34 - Underscoring the Realignment of					
		the Functions, Duties and Responsibilities of the Board Committees https://psmbfi.com.ph/wp-content/uploads/2020/07/28BR-2016-34-Underscoring-the-realignment-of-functions-duties-and-responsibilites-of-the-Board-Committees.pdf					

2.	Audit Committee is composed of at least three appropriately qualified non-executive directors, the majority of whom, including the Chairman is independent.	NON- COMPLIANT	Provide information or link/reference to a document containing information on the members of the Audit Committee, including their qualifications and type of directorship. BR No. 2019-40- Confirming the PSMBFI CY2019-2021 Board of Trustees and CY2019-2020 Corporate Officers https://psmbfi.com.ph/wp-content/uploads/2020/07/1AMENDED-BY-LAWS-2013.pdf BR No. 2020-45 – Confirming the PSMBFI CY2020-2022 Board of Trustees and CY2020-2021 Corporate Officers https://psmbfi.com.ph/wp-content/uploads/2021/05/15BR-2020-45-BOT-for-CY2020-2021.pdf Members of the Risk and Audit Committee: 2020 Annual Report covering CY2019 page 26	Chairman of Risk and Audit Committee is not an independent director. However, the Vice Chairman is an independent director.
3.	All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.	COMPLIANT	https://psmbfi.com.ph/annual-report-2019/ Provide information or link/reference to a document containing information on the background, knowledge, skills, and/or experience of the members of the Audit Committee. 2020 Annual Report covering CY2019 page 11,12,13,	
	The Chairman of the Audit Committee is not the Chairman of the Board or of any other committee.	COMPLIANT	& 15 https://psmbfi.com.ph/annual-report-2019/ Provide information or link/reference to a document containing information on the Chairman of the Audit Committee Members of the Risk and Audit Committee: 2020 Annual Report covering CY2019 page_26 https://psmbfi.com.ph/annual-report-2019/	Chairman of the BOT is Dir Archie Francis F. Gamboa, while Chairman of Risk and Audit Committee is Dir Juanito B. Vaño Jr.
	ecommendation 3.3			
1.	Board establishes a Corporate Governance Committee tasked to assist the Board in the performance of its corporate governance responsibilities, including the functions that	COMPLIANT	Provide information or reference to a document containing information on the Corporate Governance Committee, including its functions.	

	were formerly assigned to a Nomination and Remuneration Committee.		Indicate if the Committee undertook the process of identifying the quality of directors aligned with the company's strategic direction, if applicable. 2020 Annual Report covering CY2019 page 6 https://psmbfi.com.ph/annual-report-2019/	
2.	Corporate Governance Committee is composed of at least three members, all of whom should be independent directors.	NON- COMPLIANT	Provide information or link/reference to a document containing information on the members of the Corporate Governance Committee, including their qualifications and type of directorship. Members of the Governance Committee: 2020 Annual Report covering CY2019 page 8-15, 26 https://psmbfi.com.ph/annual-report-2019/ BR No. 2019-44 – INDEPENDENT DIRECTORS OF PSMBFI https://psmbfi.com.ph/wp-content/uploads/2021/06/18BR-2019-44-INDEPENDENT-DIRECTORS-OF-PSMBFI.pdf BR No. 2020-45 – Confirming the PSMBFI CY2020-2022 Board of Trustees and CY2020-2021 Corporate Officers https://psmbfi.com.ph/wp-content/uploads/2021/05/15BR-2020-45-BOT-for-CY2020-2022-and-CORPORATE-OFFICERS-for-	From 1 July 2019 - 13 Aug 2020: 1. Dir Marquez as Chairman; 2. Dir Singian as Vice Chairman; and 3. Dir Tadeo as Member From 14 Aug 2020 to 31 Dec 2020: 1. Dir Marquez as Chairman; and 2. Dir Singian as Vice Chairman
	Chairman of the Corporate Governance Committee is an independent director.	COMPLIANT	CY2020-2021.pdf Provide information or link/reference to a document containing information on the Chairman of the Corporate Governance Committee. Members of the Governance Committee: 2020 Annual Report covering CY2019 page 8-15, 26 https://psmbfi.com.ph/annual-report-2019/ BR No. 2020-45 – Confirming the PSMBFI CY2020-2022 Board of Trustees and CY2020-2021 Corporate Officers https://psmbfi.com.ph/wp-content/uploads/2021/05/15BR-2020-45-BOT-for-CY2020-2022-and-CORPORATE-OFFICERS-for-CY2020-2021.pdf	Governance Committee Chairman Dir Ricardo C. Marquez is an independent director

1.	Board establishes a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a company's Enterprise Risk Management system to ensure its functionality and effectiveness.	COMPLIANT	Provide information or link/reference to a document containing information on the Board Risk Oversight Committee (BROC), including its functions BR No. 2016-19 – Committees of the Board Risk and Audit Committee Charter https://psmbfi.com.ph/wp-content/uploads/2021/05/8BR-2016-19-BOARD-COMMITTEES-AND-CHARTERS.pdf BR No. 2016-34 - Underscoring the Realignment of the Functions, Duties and Responsibilities of the Board Committees https://psmbfi.com.ph/wp-content/uploads/2020/07/28BR-2016-34-Underscoring-the-realignment-of-functions-duties-and-responsibilities-of-the-Board-Committees.pdf	Functions of the Risk Oversight Committee and Audit Committee are integrated as one committee, the Risk and Audit Committee
2.	BROC is composed of at least three members, the majority of whom should be independent directors, including the Chairman.	NON- COMPLIANT	Provide information or link/reference to a document containing information on the members of the BROC, including their qualifications and type of directorship Members of the Risk and Audit Committee: 2020 Annual Report covering CY2019 page 11,12,13, & 15 https://psmbfi.com.ph/annual-report-2019/ BR No. 2019-44 – INDEPENDENT DIRECTORS OF PSMBFI https://psmbfi.com.ph/wp-content/uploads/2021/06/18BR-2019-44-INDEPENDENT-DIRECTORS-OF-PSMBFI.pdf BR No. 2020-45 – Confirming the PSMBFI CY2020-2022 Board of Trustees and CY2020-2021 Corporate Officers https://psmbfi.com.ph/wp-content/uploads/2021/05/15BR-2020-45-BOT-for-CY2020-2022-and-CORPORATE-OFFICERS-for-CY2020-2021.pdf	From 1 July 2019 - 13 Aug 2020: 1. Dir Lynette M Tadeo as Vice Chairman; 2. Dir Singian as Member; and 3. Dir Marquez as Member From 14 Aug 2020 to 31 Dec 2020: 1. Dir Marquez as Member; and 2. Dir Singian as Member
3.	The Chairman of the BROC is not the Chairman of the Board or of any other committee.	COMPLIANT	Provide information or link/reference to a document containing information on the Chairman of the BROC	Chairman of the BOT is Dir Archie Francis F. Gamboa, while Chairman of Risk and

		Members of the Risk and Audit Committee: 2020 Annual Report covering CY2019 page 26 https://psmbfi.com.ph/annual-report-2019/ BR No. 2020-45 – Confirming the PSMBFI CY2020-2022 Board of Trustees and CY2020-2021 Corporate Officers https://psmbfi.com.ph/wp- content/uploads/2021/05/15BR-2020-45-BOT-for- CY2020-2022-and-CORPORATE-OFFICERS-for- CY2020-2021.pdf	Audit Committee is Dir Juanito B. Vaño Jr.
4. At least one member of the BROC has relevant thorough knowledge and experience on risk and risk management. Output Description:	COMPLIANT	Provide information or link/reference to a document containing information on the background, skills, and/or experience of the members of the BROC. Members of the Risk and Audit Committee: 2020 Annual Report covering CY2019 page 11,12,13, & 15 https://psmbfi.com.ph/annual-report-2019/	
Recommendation 3.5			
Board establishes a Related Party Transactions (RPT) Committee, which is tasked with reviewing all material related party transactions of the company.	NON- COMPLIANT	Provide information or link/reference to a document containing information on the Related Party Transactions (RPT) Committee, including its functions.	No specific committee. There are no significant RPTs. There are no business affiliates, shareholder groups, and
2. RPT Committee is composed of at least three non-executive directors, two of whom should be independent, including the Chairman.	NON- COMPLIANT	Provide information or link/reference to a document containing information on the members of the RPT Committee, including their qualifications and type of directorship.	subsidiaries of PSMBFI.
Recommendation 3.6			
All established committees have a Committee Charter stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.	COMPLIANT	Provide information on or link/reference to the company's committee charters, containing all the required information, particularly the functions of the Committee that is necessary for performance evaluation purposes.	
Committee Charters provide standards for evaluating the performance of the Committees.	COMPLIANT	2020 Annual Report covering CY2019 page 6-7 https://psmbfi.com.ph/annual-report-2019/	
Committee Charters were fully disclosed on the company's website.	COMPLIANT	Provide link to company's website where the Committee Charters are disclosed.	
		2020 Annual Report covering CY2019 page 6-7 https://psmbfi.com.ph/annual-report-2019/	

Principle 4: To show full commitment to the company, the directors should devote the time and attention necessary to properly and effectively perform their duties and responsibilities, including sufficient time to be familiar with the corporation's business. **Recommendation 4.1** Provide information or link/reference to a document 1. The Directors attend and actively participate COMPLIANT containing information on the process and in all meetings of the Board, Committees and shareholders in person or through teleprocedure for tele/videoconferencing board and/or /videoconferencing conducted in committee meetings. accordance with the rules and regulations of Provide information or link/reference to a document the Commission. containing information on the attendance and participation of directors to Board, Committee and shareholders' meetings. GMME Minutes https://psmbfi.com.ph/advisories/ 2020 Annual Report covering CY2019 page 27 https://psmbfi.com.ph/annual-report-2019/ COMPLIANT 2. The directors review meeting materials for all BOT were given the notices of Board and Committee meetings. committee meetings 5 days before the scheduled meeting, and the reference materials via e-mail, 2 days before the scheduled meetings. 3. The directors ask the necessary questions or COMPLIANT Provide information or link/reference to a document seek clarifications and explanations during containing information on any questions raised or the Board and Committee meetings. clarification/explanation sought by the directors GMME Minutes https://psmbfi.com.ph/advisories/ Recommendation 4.2 1. Non-executive directors concurrently serve in COMPLIANT Disclose if the company has a policy setting the limit Based on the personal data sheets/aualifications of BOT. a maximum of five publicly-listed companies of board seats that a non-executive director can to ensure that they have sufficient time to some of the directors sit as hold simultaneously. fully prepare for minutes, challenge member of the board of Management's proposals/views, and Provide information or reference to a document publicly listed companies. containing information on the directorships of the oversee the long-term strategy of the company's directors in both listed and non-listed company. companies

	2020 Annual Report covering CY2019 page 8-15 https://psmbfi.com.ph/annual-report-2019/	
COMPLIANT	Provide copy of written notification to the board or minutes of board meeting wherein the matter was discussed.	Some members of the board accepted directorship with other companies.
endeavor to exer	cise an objective and independent judgment on all cor	porate affairs
COMPLIANT	Provide information or link/reference to a document containing information on the number of independent directors in the board BR No. 2019-44 – INDEPENDENT DIRECTORS OF PSMBFI https://psmbfi.com.ph/wp-content/uploads/2021/06/18BR-2019-44-INDEPENDENT-DIRECTORS-OF-PSMBFI.pdf BR No. 2020-45 – Confirming the PSMBFI CY2020-2022 Board of Trustees and CY2020-2021 Corporate Officers https://psmbfi.com.ph/wp-content/uploads/2021/05/15BR-2020-45-BOT-for-CY2020-2022-and-CORPORATE-OFFICERS-for-CY2020-2021.pdf	PSMBFI BOT is composed of 3 (20%) independent directors namely: 1. Dir Ricardo C. Marquez 2. Dir Lynette M. Tadeo succeeded by Dir Catherine E. Tamayo 3. Dir Keith Ernald L. Singian
COMPLIANT	Provide information or link/reference to a document containing information on the qualifications of the independent directors. 2020 Annual Report covering CY2019 pages 12,13,15 https://psmbfi.com.ph/annual-report-2019/	
	endeavor to exerc	https://psmbfi.com.ph/annual-report-2019/ COMPLIANT Provide copy of written notification to the board or minutes of board meeting wherein the matter was discussed. Provide information or link/reference to a document containing information on the number of independent directors in the board BR No. 2019-44 – INDEPENDENT DIRECTORS OF PSMBFI https://psmbfi.com.ph/wp-content/uploads/2021/06/18BR-2019-44-INDEPENDENT-DIRECTORS-OF-PSMBFI.pdf BR No. 2020-45 – Confirming the PSMBFI CY2020-2022 Board of Trustees and CY2020-2021 Corporate Officers https://psmbfi.com.ph/wp-content/uploads/2021/05/15BR-2020-45-BOT-for-CY2020-2022-and-CORPORATE-OFFICERS-for-CY2020-2021.pdf COMPLIANT Provide information or link/reference to a document containing information on the qualifications of the independent directors. 2020 Annual Report covering CY2019 pages 12,13,15

The independent directors serve for a cumulative term of nine years (reckoned from 2012). The independent directors serve for a cumulative term of nine years (reckoned from 2012). The independent directors serve for a cumulative term of nine years (reckoned from 2012).	COMPLIANT	Provide information or link/reference to a document showing the years IDs have served as such. BR No. 2019-44 – Independent Director https://psmbfi.com.ph/wp-content/uploads/2021/06/18BR-2019-44-INDEPENDENT-DIRECTORS-OF-PSMBFI.pdf BR No. 2019-40- Confirming the PSMBFI CY2019-2021 Board of Trustees and CY2019-2020 Corporate Officers https://psmbfi.com.ph/wp-content/uploads/2021/06/17BR-2019-40-BOT-for-CY-2019%E2%80%932021-and-CORPORATE-OFFICERS-for-CY-2019%E2%80%932020.pdf BR No. 2020-45 – Confirming the PSMBFI CY2020-2022 Board of Trustees and CY2020-2021 Corporate Officers https://psmbfi.com.ph/wp-content/uploads/2021/05/15BR-2020-45-BOT-for-CY2020-2022-and-CORPORATE-OFFICERS-for-CY2020-2021.pdf	INDEPENDENT DIRECTORS: 1) Dir Ricardo C. Marquez (from 1 July 2019 to present) 2) Dir Keith Ernald L. Singian (from 1 July 2019 to present) 3) Dir Lynette M. Tadeo (from 1 July 2019 to 13 Aug 2020) succeeded by Dir Catherine Tamayo (from 14 Aug 2020 to present)
2. The company bars an independent director from serving in such capacity after the term limit of nine years.	COMPLIANT	Provide information or link/reference to a document containing information on the company's policy on term limits for its independent director.	
3. In the instance that the company retains an independent director in the same capacity after nine years, the board provides meritorious justification and seeks shareholders' approval during the annual shareholders' meeting.	COMPLIANT	Provide reference to the meritorious justification and proof of shareholders' approval during the annual shareholders' meeting. GMME Minutes https://psmbfi.com.ph/advisories/	
Recommendation 5.4	T		
 The positions of Chairman of the Board and Chief Executive Officer are held by separate individuals. 	COMPLIANT	Identify the company's Chairman of the Board and Chief Executive Officer	
		Chairman of the Board: Dir Archie Francisco F. Gamboa	
		Chief Executive Officer: Dir Mario A. Avenido	

man of the Board of es is <u>not</u> an independent or.
ion of Service ers/Suppliers were nmended by the gement thru the Bids and Is Committee for val of the BOT.
ers, nme gen Is C

1.	The non-executive directors (NEDs) have	COMPLIANT	Provide proof and details of said meeting, if any.	
	separate periodic meetings with the external		Provide information on the frequency and	
	auditor and heads of the internal audit,		attendees of meetings.	
	compliance and risk functions, without any			
	executive present.		Notices of Risk and Audit Committee Meetings	
2.	The meetings are chaired by the lead	NON-	https://psmbfi.com.ph/wp-	Chairman is not an
	independent director.	COMPLIANT	content/uploads/2021/05/26Notices-of-RISK-AND-	independent director
	·		AUDIT-COMMITTEE-MEETINGS-2020.pdf	-

Principle 6: The best measure of the Board's effectiveness is through an assessment process. The Board should regularly carry out evaluations to appraise its performance as a body, and assess whether it possesses the right mix of backgrounds and competencies.

performance as a body, and assess whether it possesses the light this of backgrounds and competencies.				
Recommendation 6.1				
Board conducts an annual self-assessment of its performance as a whole.	COMPLIANT	Provide proof of self-assessments conducted for the whole board, the individual members, the Chairman	The members of the Board of Trustees report to the general	
2. The Chairman conducts a self-assessment of his performance.	COMPLIANT	and the Committees GMME Minutes https://psmbfi.com.ph/advisories/	membership during the GMME and present to them all the Board Resolutions for their	
The individual members conduct a self- assessment of their performance.	COMPLIANT	2020 Annual Report covering CY2019	ratification/approval. During the GMME, the	
Each committee conducts a self-assessment of its performance.	COMPLIANT	https://psmbfi.com.ph/annual-report-2019/	members are informed of the approved Board Resolutions, the process of ratification, and the act of ratification/ approval. All Board Resolutions approved by the BOT are presented and explained to the members. The members exercise their right to ratify/approve or not to ratify/not approve the said Board Resolutions.	
5. Every three years, the assessments are supported by an external facilitator.	NON- COMPLIANT	Identify the external facilitator and provide proof of use of an external facilitator.	No appointed external facilitator because the Annual GMME is conducted where all actions of BOT are presented to the general membership.	
Recommendation 6.2				

 Board has in place a system that provides, at the minimum, criteria and process to determine the performance of the Board, individual directors and committees. The system allows for a feedback mechanism from the shareholders. Principle 7: Members of the Board are determined.	COMPLIANT COMPLIANT	Provide information or link/reference to a document containing information on the system of the company to evaluate the performance of the board, individual directors and committees, including a feedback mechanism from shareholders ply high ethical standards, taking into account the interesting the standards of the system	The members of the Board of Trustees report to the general membership during the GMME and present to them all the Board Resolutions for their ratification/approval. During the GMME, the members are informed of the approved Board Resolutions, the process of ratification, and the act of ratification/approval. All Board Resolutions approved by the BOT are presented and explained to the members. The members exercise their right to ratify/approve or not to ratify/not approve the said Board Resolutions.
Recommendation 7.1	OO A IBILAN IT		
Board adopts a Code of Business Conduct and Ethics, which provide standards for professional and ethical behavior, as well as articulate acceptable and unacceptable conduct and practices in internal and external dealings of the company.	COMPLIANT	Provide information on or link/reference to the company's Code of Business Conduct and Ethics. BR No. 2020-39 - Amendment to the PSMBFI Code of Discipline (CP-HRD-001) https://psmbfi.com.ph/wp-content/uploads/2021/05/10BR-2020-39-CP-HRD-001-CODE-OF-DISCIPLINE-2020.pdf	
The Code is properly disseminated to the Board, senior management and employees.	COMPLIANT	Provide information on or discuss how the company disseminated the Code to its Board, senior management and employees.	Each employee and members of the BOT were given a copy of the Code of Discipline booklet by the HR Dept.
3. The Code is disclosed and made available to the public through the company website.	COMPLIANT	Provide a link to the company's website where the Code of Business Conduct and Ethics is posted/disclosed.	
		BR No. 2020-39 - Amendment to the PSMBFI Code of Discipline (CP-HRD-001)	

			https://psmbfi.com.ph/wp- content/uploads/2021/05/10BR-2020-39-CP-HRD-	
			001-CODE-OF-DISCIPLINE-2020.pdf	
Re	commendation 7.2			
2.	Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics. Board ensures the proper and efficient implementation and monitoring of compliance with company internal policies.	COMPLIANT	Provide proof of implementation and monitoring of compliance with the Code of Business Conduct and Ethics and internal policies. Indicate who are required to comply with the Code of Business Conduct and Ethics and any findings on noncompliance. Notices of Governance Committee Meetings	The Governance Committee monitors the compliance of the Code of Business Conduct and Ethics and internal policies of all the employees. All employees and BOT are required to comply.
			https://psmbfi.com.ph/wp- content/uploads/2021/05/25Notices-of- GOVERNANCE-COMMITTEE-MEETINGS-2020.pdf	
		Disc	losure and Transparency	
	Principle 8: The company should establish corpo		olicies and procedures that are practical and in accord gulatory expectations.	dance with best practices and
Re	commendation 8.1			
1.	Board establishes corporate disclosure policies and procedures to ensure a comprehensive, accurate, reliable and timely report to shareholders and other stakeholders that gives a fair and complete picture of a company's financial condition,	COMPLIANT	Provide information on or link/reference to the company's disclosure policies and procedures including reports distributed/made available to shareholders and other stockholders Audited Financial Reports	
	results and business operations.		https://psmbfi.com.ph/financial-report-2019-2020/	
Re	commendation 8.3			
1.	Board fully discloses all relevant and material information on individual board members to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.	COMPLIANT	Provide link or reference to the directors' academic qualifications, share ownership in the company, membership in other boards, other executive positions, professional experiences, expertise and relevant trainings attended.	
			2020 Annual Report covering CY2019 pages 8-15 https://psmbfi.com.ph/annual-report-2019/	
2.	Board fully discloses all relevant and material information on key executives to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.	COMPLIANT	Provide link or reference to the key officers' academic qualifications, share ownership in the company, membership in other boards, other executive positions, professional experiences, expertise and relevant trainings attended.	

Re	commendation 8.4		2020 Annual Report covering CY2019 pages 8-15 https://psmbfi.com.ph/annual-report-2019/	
1.	Company provides a clear disclosure of its policies and procedure for setting Board remuneration, including the level and mix of the same.	COMPLIANT	Disclose or provide link/reference to the company policy and practice for setting board remuneration BR No. 2002-28 – Authorizing the Payment of Expense Allowance or Per Diem to Members of the Board of Directors https://psmbfi.com.ph/wp-content/uploads/2020/07/18BR-2002-18-Per-Diem-to-Members-of-the-Board-of-Directors.pdf BR No. 2015-44 – Approval of the Increase in the Honorarium of Board Committee Meetings https://psmbfi.com.ph/wp-content/uploads/2020/07/26BR-2015-44-Increase-in-Honorarium-for-Board-Committee-Meeting.pdf	
2.	Company provides a clear disclosure of its policies and procedure for setting executive remuneration, including the level and mix of the same.	NON- COMPLIANT	Disclose or provide link/reference to the company policy and practice for determining executive remuneration	For Key Executives who are part of Management, the HR Dept. implements the non-disclosure policy of salaries and wages. Data Privacy Act also requires the consent of Key Executives to disclose personal information.
3.	Company discloses the remuneration on an individual basis, including termination and retirement provisions.	NON- COMPLIANT	Provide breakdown of director remuneration and executive compensation, particularly the remuneration of the CEO.	
Re	commendation 8.5			
1.	Company discloses its policies governing Related Party Transactions (RPTs) and other unusual or infrequently occurring transactions in their Manual on Corporate Governance.	COMPLIANT	Disclose or provide reference/link to company's RPT policies. Indicate if the director with conflict of interest abstained from the board discussion on that particular transaction.	There are no significant RPTs. There are no business affiliates, shareholder groups, and subsidiaries of PSMBFI.
2.	Company discloses material or significant RPTs reviewed and approved during the year.	COMPLIANT	Provide information on all RPTs for the previous year or reference to a document containing the following information on all RPTs: 1. name of the related counterparty; 2. relationship with the party; 3. transaction date; 4. type/nature of transaction; 5. amount or contract price;	

Recommendation 8.7		 6. terms of the transaction; 7. rationale for entering into the transaction; 8. the required approval (i.e., names of the board of directors approving, names and percentage of shareholders who approved) based on the company's policy; and 9. other terms and conditions 				
 Company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG). Company's MCG is posted on its company website. 	COMPLIANT	Provide link to the company's website where the Manual on Corporate Governance is posted. Amended By-Laws Articles XI, XII, XIII, and XIV https://psmbfi.com.ph/wp-content/uploads/2020/07/1AMENDED-BY-LAWS-2013.pdf BR No. 2016-19 – Committees of the Board Governance Committee Charter https://psmbfi.com.ph/wp-content/uploads/2021/05/8BR-2016-19-BOARD-COMMITTEES-AND-CHARTERS.pdf				
strengthen	Principle 9: The company should establish standards for the appropriate selection of an external auditor, and exercise effective oversight of the same to strengthen the external auditor's independence and enhance audit quality.					
1. Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of the external auditors. Recommendation 9.1 1.	COMPLIANT	Provide information or link/reference to a document containing information on the process for approving and recommending the appointment, reappointment, removal and fees of the company's external auditor. BR No. 2019-77 – Engagement of Isla Lipana & Company (PwC) as External Auditor of PSMBFI for CY2019 Financial Statements BR No. 2020-75 – Engagement of Isla Lipana & Company (PwC) as External Auditor of PSMBFI for CY2020 Financial Statements				

	COMPLIANT	https://psmbfi.com.ph/wp- content/uploads/2021/05/18BR-2019-77-BR-2020- 75-ENGAGEMENT-OF-ISLA-LIPANA-COMPANY-PwC- AS-EXTERNAL-AUDITOR-OF-PSMBFI-FOR-CY-2019- 2020-FINANCIAL-STATEMENTS.pdf Engagement Agreement with Isla Lipana 2019 https://psmbfi.com.ph/wp- content/uploads/2021/06/25Engagement- Agreement-with-Isla-Lipana-2019.pdf Engagement Agreement with Isla Lipana 2020 https://psmbfi.com.ph/wp- content/uploads/2021/06/26Engagement- Agreement-with-Isla-Lipana-2020.pdf	
2. The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit Committee, approved by the Board and ratified by the shareholders.	COMPLIANT	Indicate the percentage of shareholders that ratified the appointment, reappointment, removal and fees of the external auditor. Ratified by 192,189 members during the Annual GMME 2020 2020 GMME Minutes Page 2 ratified during "Others" https://psmbfi.com.ph/advisories/ 2020 GMME Agenda https://psmbfi.com.ph/wp-content/uploads/2021/06/4GMME-Agenda-and-Proxy-Form.pdf	
3. For removal of the external auditor, the reasons for removal or change are disclosed to the regulators and the public through the company website and required disclosures.	COMPLIANT	Provide information on or link/reference to a document containing the company's reason for removal or change of external auditor. See page 7 of Engagement Agreement with Isla Lipana Engagement Agreement with Isla Lipana 2019 https://psmbfi.com.ph/wp-content/uploads/2021/06/25Engagement-Agreement-with-Isla-Lipana-2019.pdf	External Auditor was not removed nor replaced during the covered period, thus no need to disclose to the members thru company website.

		Engagement Agreement with Isla Lipana 2020 https://psmbfi.com.ph/wp- content/uploads/2021/06/26Engagement-	
		Agreement-with-Isla-Lipana-2020.pdf	
Recommendation 9.2			
Audit Committee Charter includes the Audit Committee's responsibility on:	COMPLIANT	Provide link/reference to the company's Audit Committee Charter	Functions of Risk Oversight Committee and Audit Committee are integrated as
 i. assessing the integrity and independence of external auditors; ii. exercising effective oversight to review and monitor the external auditor's 		BR No. 2016-19 – Committees of the Board Risk and Audit Committee Charter https://psmbfi.com.ph/wp-content/uploads/2021/05/8BR-2016-19-BOARD-COMMITTEES.	one committee, the Risk and Audit Committee
independence and objectivity; and iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration		BR No. 2016-34 - Underscoring the Realignment of the Functions, Duties and Responsibilities of the	
relevant Philippine professional and regulatory requirements.		Board Committees https://psmbfi.com.ph/wp- content/uploads/2020/07/28BR-2016-34- Underscoring-the-realignment-of-functions-duties- and-responsibilites-of-the-Board-Committees.pdf	
Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability	COMPLIANT	Provide link/reference to the company's Audit Committee Charter	
and effectiveness on an annual basis.		BR No. 2016-19 – Committees of the Board Risk and Audit Committee Charter	
		https://psmbfi.com.ph/wp- content/uploads/2021/05/8BR-2016-19-BOARD-	
		COMMITTEES-AND-CHARTERS.pdf	
		BR No. 2016-34 - Underscoring the Realignment of the Functions, Duties and Responsibilities of the Board Committees	
		https://psmbfi.com.ph/wp- content/uploads/2020/07/28BR-2016-34-	
		<u>Underscoring-the-realignment-of-functions-duties-and-responsibilites-of-the-Board-Committees.pdf</u>	
Recommendation 9.3	COMPUNIT	Bireless the graduate faces (2)	
Company discloses the nature of non-audit services performed by its external auditor in	COMPLIANT	Disclose the nature of non-audit services performed by the external auditor, if any.	

the Annual Report to deal with the potential conflict of interest. 2. Audit Committee stays alert for any potential conflict of interest situations, given the guidelines or policies on non-audit services, which could be viewed as impairing the external auditor's objectivity.	COMPLIANT	Provide link or reference to guidelines or policies on non-audit services Engagement Agreement with Isla Lipana 2019 https://psmbfi.com.ph/wp- content/uploads/2021/06/25Engagement- Agreement-with-Isla-Lipana-2019.pdf Engagement Agreement with Isla Lipana 2020 https://psmbfi.com.ph/wp- content/uploads/2021/06/26Engagement- Agreement-with-Isla-Lipana-2020.pdf	
Principle 10. The company should a	nsure that the ma	aterial and reportable non-financial and sustainability issues are disclosed.	
Recommendation 10.1	risore marine me	arenar and reportable non-intaricial and sostalitability issues are disclosed.	
1. Board has a clear and focused policy on the disclosure of non-financial information, with emphasis on the management of economic, environmental, social and governance (EESG) issues of its business, which underpin sustainability.	COMPLIANT	Disclose or provide link on the company's policies and practices on the disclosure of non-financial information, including EESG issues. BR No. 2012-123 – Adoption of the PSMBFI Strategic Roadmap for CY2013-2020 https://psmbfi.com.ph/wp-content/uploads/2019/06/8BR-2012-123-PSMBFI-Strategic-Road-Map-2013-2020.pdf BR No. 2018-87 – 5 Year Development Plan 2019-2023 https://psmbfi.com.ph/wp-content/uploads/2019/06/9BR-2018-87-5-Year-Development-Plan-2019-2023.pdf BR No. 2019-85 - Medium Term Strategic Plan 2020-2024 https://psmbfi.com.ph/wp-content/uploads/2021/06/14BR-2019-85-MEDIUM-TERM-STRATEGIC-PLAN-FOR-CY-2020-2024.pdf BR No. 2020-99 - Recalibrated PSMBFI Medium Term Strategic Plan for CY2021-2024	

		https://psmbfi.com.ph/wp- content/uploads/2021/06/15BR-2020-99-
		RECALIBRATED-PSMBFI-MEDIUM-TERM-STRATEGIC-
2 Company adopts a globally to comit ad	COMPLIANT	PLAN-FOR-CY-2021-2024.pdf Provide link to System ability Persont if any Displace
Company adopts a globally recognized standard/framework in reporting sustainability and non-financial issues.	COMPLIANT	Provide link to Sustainability Report, if any. Disclose the standards used.
3031diridbiiiry drid Hori-iiridricidi issocs.		BR No. 2012-123 – Adoption of the PSMBFI Strategic
		Roadmap for CY2013-2020
		https://psmbfi.com.ph/wp-
		content/uploads/2019/06/8BR-2012-123-PSMBFI-
		Strategic-Road-Map-2013-2020.pdf
		BR No. 2018-87 – 5 Year Development Plan 2019-
		2023 https://psmbfi.com.ph/wp-
		<u>content/uploads/2019/06/9BR-2018-87-5-Year-</u>
		Development-Plan-2019-2023.pdf
		BR No. 2019-85 - Medium Term Strategic Plan 2020-
		2024 https://psmbfi.com.ph/wp-
		content/uploads/2021/06/14BR-2019-85-MEDIUM-
		TERM-STRATEGIC-PLAN-FOR-CY-2020-2024.pdf
		BR No. 2020-99 – Recalibrated PSMBFI Medium Term
		Strategic Plan for CY2021-2024
		https://psmbfi.com.ph/wp-
		content/uploads/2021/06/15BR-2020-99-
		RECALIBRATED-PSMBFI-MEDIUM-TERM-STRATEGIC- PLAN-FOR-CY-2021-2024.pdf
		LANT-1 OR-O1-2021-2024.pul
	•	and cost-efficient communication channel for disseminating relevant information. This
	ntormed decision	-making by investors, stakeholders and other interested users.
Recommendation 11.1	COMPLIANT	Displace and identify the access wie when the second
1. The Company should have a website to ensure a comprehensive, cost efficient,	COMPLIANT	Disclose and identify the communication channels used by the company (i.e., website, Analyst's
transparent, and timely manner of		briefing, Media briefings /press conferences,
disseminating relevant information to the		Quarterly reporting, Current reporting, etc.). Provide
public		links, if any.
		Company website: https://psmbfi.com.ph/

PSMBFI Facebook Page: https://www.facebook.com/psmbfi	
Kabalikat Newsletter: https://psmbfi.com.ph/wp-content/uploads/2020/07/44KABALIKAT-2019.pdf	
2020 Annual GMME Report covering CY2019: https://psmbfi.com.ph/annual-report-2019/	

Internal Control System and Risk Management Framework

Principle 12: To ensure the integrity, transparency and proper governance in the conduct of its affairs, the company should have a strong and effective internal control system and enterprise risk management framework.

internal cornial system and emorphic list management manner work.				
Recommendation 12.1				
 Company has an adequate and effective internal control system in the conduct of its business. 	COMPLIANT	List quality service programs for the internal audit functions. Indicate frequency of review of the internal control system BR No. 2020-05 - Internal Audit Charter		
		https://psmbfi.com.ph/wp- content/uploads/2021/05/17BR-2020-05-INTERNAL- AUDIT-CHARTER.pdf		
 Company has an adequate and effective enterprise risk management framework in the conduct of its business. 	COMPLIANT	Identify international framework used for Enterprise Risk Management Provide information or reference to a document containing information on: 1. Company's risk management procedures and		
		processes 2. Key risks the company is currently facing 3. How the company manages the key risks		
		Indicate frequency of review of the enterprise risk management framework. Report of the Risk Officer to the Risk and Audit Committee https://psmbfi.com.ph/wp-		
Recommendation 12.2		content/uploads/2021/06/16Report-of-Risk-Officer- to-Risk-and-Audit-Committee-March-18-2019.pdf		

 Company has in place an independent internal audit function that provides an independent and objective assurance, and consulting services designed to add value and improve the company's operations. 	COMPLIANT	Disclose if the internal audit is in-house or outsourced. If outsourced, identify external firm.	Office of the Internal Auditor is in-house and reporting directly to the BOT.
Recommendation 12.3			
 Company has a qualified Chief Audit Executive (CAE) appointed by the Board. CAE oversees and is responsible for the 	COMPLIANT COMPLIANT	Identify the company's Chief Audit Executive (CAE) and provide information on or reference to a document containing his/her responsibilities.	PSMBFI Amended By-Laws – ART. XIII, SEC. 31. The Auditor, shall have the following
internal audit activity of the organization, including that portion that is outsourced to a third party service provider.	COM LIAM	Corporate Auditor: Dir Napoleon C Taas 2020 Annual GMME Report covering CY2019 page 11 https://psmbfi.com.ph/annual-report-2019/	functions: a. To audit the books and transactions of the PSMBFI; b. To examine the
		https://psmbfi.com.ph/wp- content/uploads/2021/06/29Certification-of- Employment-Internal-Auditor.pdf	operation of the PSMBFI with the end in view of increasing efficiency, reducing operational costs, optimizing the
		Amended By-Laws ART. XIII, SEC. 31 https://psmbfi.com.ph/wp- content/uploads/2020/07/1AMENDED-BY-LAWS- 2013.pdf	utilization of capital and profits; and To perform other functions as the board may prescribe.
3. In case of a fully outsourced internal audit activity, a qualified independent executive or senior management personnel is assigned the responsibility for managing the fully outsourced internal audit activity.	COMPLIANT	Identify qualified independent executive or senior management personnel, if applicable.	The Internal Audit is in-house and not outsourced.
Recommendation 12.4			
 Company has a separate risk management function to identify, assess and monitor key risk exposures. 	COMPLIANT	Provide information on company's risk management function.	
		BR No. 2020-05 – Internal Audit Charter https://psmbfi.com.ph/wp-content/uploads/2021/05/17BR-2020-05-INTERNAL-AUDIT-CHARTER.pdf	
Recommendation 12.5			
In managing the company's Risk Management System, the company has a Chief Risk Officer (CRO), who is the ultimate	COMPLIANT	Identify the company's Chief Risk Officer (CRO) and provide information on or reference to a document	

champion of Enterprise Risk Management (ERM). 2. CRO has adequate authority, stature, resources and support to fulfill his/her responsibilities.	COMPLIANT	containing his/her responsibilities and qualifications/background. VP Armando E. Ramolete is the Risk Officer until 14 August 2020 and succeeded by VP Eugene Emilio U. Balcos IV on 29 October 2020 BR No. 2020-69 – The Hiring of Mr. Eugene Balcos as Vice President for Finance https://psmbfi.com.ph/wp-content/uploads/2021/05/19BR-2020-69-Hiring-of-Mr-EUGENE-EMILIO-UBALCOS-as-Vice-President-for-Finance.pdf VP for Finance Job Description https://psmbfi.com.ph/wp-content/uploads/2021/06/31Job-Description-of-VP-for-Finance-Risk-Officer.pdf
		2020 Annual GMME Report covering CY2019 page 9 https://psmbfi.com.ph/annual-report-2019/
		nergic Relationship with Shareholders
	areholders fairly o	and equitably, and also recognize, protect and facilitate the exercise of their rights.
Recommendation 13.1 1. Board ensures that basic shareholder rights	COMPLIANT	Provide link or reference to the company's Manual
are disclosed in the Manual on Corporate	COMILIMINI	on Corporate Governance where shareholders'
Governance.		rights are disclosed.
		ART V, SEC 7, Amended By-Laws https://psmbfi.com.ph/wp- content/uploads/2020/07/1AMENDED-BY-LAWS- 2013.pdf
Board ensures that basic shareholder rights	COMPLIANT	Provide link to company's website
are disclosed on the company's website.		
		https://psmbfi.com.ph/
		https://psmbfi.com.ph/our-members/
		https://psmbfi.com.ph/benefits/

		https://psmbfi.com.ph/claims/	
		ART V, SEC 7, Amended By-Laws	
		https://psmbfi.com.ph/wp-	
		content/uploads/2020/07/1AMENDED-BY-LAWS-	
		2013.pdf	
December and whom 12.0		<u>2013.pdi</u>	
Recommendation 13.2	0.01.401.41.45		
Board encourages active shareholder	COMPLIANT	Indicate the number of days before the annual	
participation by sending the Notice of		stockholders' meeting or special stockholders'	
Annual and Special Shareholders' Meeting		meeting when the notice and agenda were sent	
with sufficient and relevant information at		out.	
least 28 days before the meeting.			
,		Indicate whether shareholders' approval of	
		remuneration or any changes therein were included	
		in the agenda of the meeting.	
		in the agenda of the theeling.	
		Dura data Bata ka Hara Asasas ata Sarah sala at Sar Hara	
		Provide link to the Agenda included in the	
		company's Information Statement	
		Printed notices and proxy forms were sent to	
		members from January – March 2020, however due	
		to the Government mandated quarantine, the	
		Annual GMME was moved to 14 August 2020	
		https://www.facebook.com/psmbfi/posts/619894885	
		287802 from its original date of 18 April 2020	
		https://www.facebook.com/psmbfi/photos/a.11887	
		3165389979/547445265866098/	
		31033077/7/34/443203000070/	
		DD 0000 07 0 1 1 1 1 1 1 0 1 1 1 1 1 1 1 1	
		BR 2020-27 - Schedule of the GMME from April 18,	
		2020 to August 14, 2020 https://psmbfi.com.ph/wp-	
		<u>content/uploads/2021/05/27BR-2020-27-</u>	
		SCHEDULE-OF-THE-GMME-FROM-APRIL-18-2020-TO-	
		AUGUST-14-2020.pdf	
		It was also posted in different newspapers:	
		People's Journal – July 20, 2020	
		Philippine Daily Inquirer – July 27, 2020	
		The Philippine Star – August 3, 2020	

Recommendation 13.3		https://psmbfi.com.ph/wp- content/uploads/2021/06/5GMME-Notices-in- newspapers-facebook-page-and-posters.pdf GMME Agenda https://psmbfi.com.ph/wp- content/uploads/2021/06/4GMME-Agenda-and- Proxy-Form.pdf	
Board encourages active shareholder participation by making the result of the votes taken during the most recent Annual or Special Shareholders' Meeting publicly available the next working day.	COMPLIANT	Provide information or reference to a document containing information on all relevant questions raised and answers during the ASM and special meeting and the results of the vote taken during the most recent ASM/SSM. The newly elected Board of Trustees was posted in the PSMBFI website and Facebook page. Website: https://psmbfi.com.ph/advisories/ Facebook page: https://www.facebook.com/psmbfi/photos/a.535946340349324/658419934768630/	
2. Minutes of the Annual and Special Shareholders' Meetings were available on the company website within five business days from the end of the meeting. Recommendation 13.4	NON- COMPLIANT	Provide link to minutes of meeting in the company website. Indicate voting results for all agenda items, including the approving, dissenting and abstaining votes. Indicate also if the voting on resolutions was by poll. Include whether there was opportunity to ask question and the answers given, if any. GMME Minutes https://psmbfi.com.ph/advisories/	Minutes of the GMME 2020 needs to be ratified by members during the GMME 2021 before being posted.
Board makes available, at the option of a shareholder, an alternative dispute	COMPLIANT	Provide details of the alternative dispute resolution made available to resolve intra-corporate disputes.	During the GMME, the general membership is encouraged to
mechanism to resolve intra-corporate			ask questions from the BOT on

disputes in an amicable and effective manner.		Amended By-Laws Art. V, Sec. 7 (b) – To participate in all of the general membership https://psmbfi.com.ph/wp-content/uploads/2020/07/1AMENDED-BY-LAWS-2013.pdf GMME Agenda https://psmbfi.com.ph/wp-content/uploads/2021/06/4GMME-Agenda-and-Proxy-Form.pdf GMME Minutes https://psmbfi.com.ph/advisories/	all matters involving the association.
The alternative dispute mechanism is included in the company's Manual on Corporate Governance.	COMPLIANT	Provide link/reference to where it is found in the Manual on Corporate Governance Amended By-Laws https://psmbfi.com.ph/wp-content/uploads/2020/07/1AMENDED-BY-LAWS-2013.pdf	
		Outies to Stakeholders	
stakeholders' rights and/or interests are at stake, st Recommendation 14.1	takeholders shoul	ontractual relations and through voluntary commitment d have the opportunity to obtain prompt effective redre	ess for the violation of their rights.
 Board identifies the company's various stakeholders and promotes cooperation between them and the company in creating wealth, growth and sustainability. 	COMPLIANT	Identify the company's shareholder and provide information or reference to a document containing information on the company's policies and programs for its stakeholders. PSMBFI Members: https://psmbfi.com.ph/our-	PSMBFI insures uniformed and civilian personnel from the following sectors: • Philippine National Police • National Police
		PSMBFI Members: https://psmbfi.com.ph/our-members/ Amended By-Laws: ART. III, SEC. 4-5 - Membership ART. IV, SEC. 6 - Obligation of Members ART. V, SEC. 7 - Benefits, Rights and Privileges of Members ART. VI, SEC. 8 - Termination of Members https://psmbfi.com.ph/wp-content/uploads/2020/07/1AMENDED-BY-LAWS-2013.pdf	 National Police Commission Bureau of Fire Protection DOTr- Office of Transportation Security Philippine National Police Academy Philippine Coast Guard National Mapping and Resource Information Authority Metropolitan Manila Development Authority

Recommendation 14.2			 Philippine Public Safety College Department of Environment and Natural Resources Bureau of Immigration
Board establishes clear policies and programs to provide a mechanism on the fair treatment and protection of stakeholders.	COMPLIANT	Identify policies and programs for the protection and fair treatment of company's stakeholders. Amended By-Laws: ART. III, SEC. 4-5 - Membership ART. IV, SEC. 6 - Obligation of Members ART. V, SEC. 7 - Benefits, Rights and Privileges of Members ART. VI, SEC. 8 - Termination of Members https://psmbfi.com.ph/wp-content/uploads/2020/07/1AMENDED-BY-LAWS-2013.pdf	
Board adopts a transparent framework and process that allow stakeholders to communicate with the company and to obtain redress for the violation of their rights.	COMPLIANT	Provide the contact details (i.e., name of contact person, dedicated phone number or e-mail address, etc.) which stakeholders can use to voice their concerns and/or complaints for possible violation of their rights. Provide information on whistleblowing policy, practices and procedures for stakeholders CP-HRD-0011.1 – Whistleblower Policy https://psmbfi.com.ph/wp- content/uploads/2020/07/38CP-HRD-0011.1- Whistleblower-Policy.pdf	
Principle 15: A mechanism for employee part Recommendation 15.1 Board establishes policies, programs and procedures that encourage employees to		be developed to create a symbiotic environment, realized to corporate governance processes. Provide information on or link/reference to company policies, programs and procedures that encourage employee participation.	e the company's goals and

	actively participate in the realization of the company's goals and in its governance.		BR No. 2020-99 – Recalibrated PSMBFI Medium Term Strategic Plan for CY2021-2024 https://psmbfi.com.ph/wp- content/uploads/2021/06/15BR-2020-99- RECALIBRATED-PSMBFI-MEDIUM-TERM-STRATEGIC- PLAN-FOR-CY-2021-2024.pdf	
1.	Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program in its Code of Conduct.	COMPLIANT	Identify or provide link/reference to the company's policies, programs and practices on anti-corruption PSMBFI Code of Discipline: Art II. Against Company Property (page 16-17) Art II. Against Company Interest (page 17 - 21) BR No. 2020-39 - Amendment to the PSMBFI Code of Discipline (CP-HRD-001) https://psmbfi.com.ph/wp-content/uploads/2021/05/10BR-2020-39-CP-HRD-001-CODE-OF-DISCIPLINE-2020.pdf	
2.	Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.	COMPLIANT	Identify how the board disseminated the policy and program to employees across the organization. List of Seminars Attended by PSMBFI Employees https://psmbfi.com.ph/wp-content/uploads/2021/05/24List-of-TRAININGS-and-SEMINARS-Facilitated-Coordinated-by-HR-2020.pdf	The BOT, thru the HR Department, conducted webinar on Code of Discipline to employees on 28 August 2020.
Red	commendation 15.3			
1.	Board establishes a suitable framework for whistleblowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation	COMPLIANT	Disclose or provide link/reference to the company whistle-blowing policy and procedure for employees. Indicate if the framework includes procedures to protect the employees from retaliation. Provide contact details to report any illegal or unethical behavior. CP-HRD-0011.1 – Whistleblower Policy https://psmbfi.com.ph/wp-	

	content/uploads/2020/07/38CP-HRD-0011.1- Whistleblower-Policy.pdf Human Resource Dept.: Ms. Milan Rochelle Bernardo (HR Manager) Contact No.: (02) 8656-5999/ (02) 8570-2429	
COMPLIANT	CP-HRD-0011.1 – Whistleblower Policy https://psmbfi.com.ph/wp-content/uploads/2020/07/38CP-HRD-0011.1-Whistleblower-Policy.pdf	
COMPLIANT	Provide information on how the board supervised and ensured enforcement of the whistleblowing framework, including any incident of whistleblowing. CP-HRD-0011.1 – Whistleblower Policy https://psmbfi.com.ph/wp-content/uploads/2020/07/38CP-HRD-0011.1- Whistleblower-Policy.pdf	Human Resource Dept. reports to the BOT all related incidents.
ما العربية ما العربية		annument hart its interrestions conve
	ealings with the communities where it operates. It should	
-		Whistleblower-Policy.pdf Human Resource Dept.: Ms. Milan Rochelle Bernardo (HR Manager) Contact No.: (02) 8656-5999/ (02) 8570-2429 CP-HRD-0011.1 – Whistleblower Policy https://psmbfi.com.ph/wp- content/uploads/2020/07/38CP-HRD-0011.1- Whistleblower-Policy.pdf Provide information on how the board supervised and ensured enforcement of the whistleblowing framework, including any incident of whistleblowing. CP-HRD-0011.1 – Whistleblower Policy https://psmbfi.com.ph/wp- content/uploads/2020/07/38CP-HRD-0011.1-

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Pantawid-Covid Program https://www.facebook.com/psmbfi/photos/a.11887 3165389979/575150589762232/

Provided assistance to members who were victims of natural calamities such as the Taal volcanic eruption https://www.facebook.com/psmbfi/posts/535946380

BR 2020-21 - Pantawid Covid Program to PSMBFI Members Through the Tulong Handog Sa Mga Miyembro Covid19 Crisis	
BR 2020-74 - Grant of Financial Assistance to Typhoon Rolly, Quinta and Ulysses Victims https://psmbfi.com.ph/wp- content/uploads/2021/05/31BR-2020-21- PANTAWID-COVID-PROGRAM-TO-PSMBFI-MEMBERS- THROUGH-THE-TULONG-HANDOG-SA-MGA- MIYEMBRO-COVID19-CRISIS-and-BR-2020-74- GRANT-OF-FIN.pdf	