

Onboarding Program for First Time Directors

The Company establishes an onboarding program for first time directors to foster familiarity with business operations, governance processes, and forge connections with other directors and employees of the Company.

Once the first time director has been elected by the shareholders or by the Board of Directors, as the case may be, he/she will undergo an onboarding program which will be facilitated by the Chief Compliance Officer.

Requirements after election or appointment of the First Time Director

The following are required information or documents that the First Time Director must submit to the Corporate Governance Committee (CGC):

1. Disclosure of his/her direct and indirect beneficial ownership of the Company shares, which will be filed to the SEC and PSE under SEC Form 23-A.
2. Disclosure of any conflict of interest or any appearance of conflict of interest in accordance with Conflict of Interest Policy of the Company. The details of the conflict of interest must be submitted in writing addressed to the Board of Directors.
3. For first time Independent Directors, one must submit the Certification on Qualifications of Independent Directors required for filing to the SEC and PSE.

Director Orientation

In compliance with SEC Code of Corporate Governance and the Company's Manual on Corporate Governance, first time directors are mandated to undergo an eight-hour orientation. This will help the new director obtain a complete understanding of the company and its operations. The CCO is tasked to facilitate the schedule and orientation process.

As part of the orientation process, the following documents and information should be provided to the new director:

1. Articles of Incorporation and By-Laws
2. Company profile
3. Company Vision, Mission, Values and Corporate Strategy
4. Company group structure
5. Shareholdings Structure
6. Corporate Governance materials
 - a. Manual on Corporate Governance

- b. Code of Business Conduct and Ethics
 - c. Board Charter
 - d. Company Policies
 - e. Board Committees and Charters
7. Relevant SEC and PSE Filings (for the last three years)
- a. SEC Form 17-A
 - b. SEC Form 17-Q
 - c. Annual Stockholders Meeting
 - d. Press releases

Orientation Program

The Orientation Program for First Time directors shall include the following activities:

- A. Company Orientation Session – understanding the company business, direction, structure, mission, vision and strategy.
- B. Fellowships with co-directors
- C. Meeting with Key Officers of the Company’s subsidiaries to discuss details of each business performance and operations.
- D. Guided site visits to business operations of the Company.
- E. Board Committee Familiarization – initially attend committee meetings to understand how each committee works. This will give the new director an idea on which committee he/she can participate and contribute the most.
- F. Corporate Governance Session – the Chief Compliance Officer will be responsible to orient the new director of the Company’s programs, policies and practices of Corporate Governance, specifically the roles and responsibilities of directors, board committees and charter, and required disclosures from directors. The new director is likewise encouraged to undergo a corporate governance orientation program conducted by training providers accredited by the SEC. This will equip the new director of the basic principles, importance and benefits of Corporate Governance in general.
- G. Continuing Education – aside from internal sessions, new directors are encouraged to undergo continuing professional trainings to keep them abreast of the latest development in corporate governance and in their respective field of expertise.