

6) Alternative Dispute Resolution

Describe the alternative dispute resolution system adopted by the company for the last three (3) years in amicably settling conflicts or differences between the corporation and its stockholders, and the corporation and third parties, including regulatory authorities.

Alternative Dispute Resolution System	
Corporation & Stockholders	The Bank has adopted various communication systems to allow its stockholders and third parties, including regulatory authorities, to exercise their rights and communicate their concerns/queries to the Bank. The contact details of the Office of the Corporate Secretary and the stock transfer agent of the Bank are posted in the Bank's website for the easy reference of shareholders and other stakeholders. For regulatory issues, the Bank follows the procedure set forth by the concerned regulators.
Corporation & Third Parties	
Corporation & Regulatory Authorities	

C. **BOARD MEETINGS & ATTENDANCE**

1) **Are Board of Directors' meetings scheduled before or at the beginning of the year?**

**Yes. The meetings of the Board of Directors are scheduled at the beginning of the year.**

**The Corporate Secretary, through a Memorandum dated December 15, 2016, notified the Board of Directors and Senior Management of the schedule of meetings for the year 2017.**

2) Attendance of Directors

Board	Name	Date of Election	No. of Meetings Held during the year	No. of Meetings Attended
Chairman/Independent Director	Florencia G. Tarriela	May 31, 2016	15	15
Vice Chair/Independent Director	Felix Enrico R. Alfiler	May 31, 2016	15	15
Member	Florido P. Casuela	May 31, 2016	15	15
Member	Leonilo G. Coronel	May 31, 2016	15	15
Independent Director	Edgar A. Cua*	May 31, 2016	8	8
Member	Reynaldo A. Maclang	May 31, 2016	15	15
Member	Estelito P. Mendoza	May 31, 2016	15	14
Member	Christopher J. Nelson	May 31, 2016	15	15
Independent Director	Federico C. Pascual	May 31, 2016	15	15
Independent Director	Cecilio K. Pedro	May 31, 2016	15	14
Member	Washington Z. Sycip	May 31, 2016	15	11
Member	Carmen K. Tan*	May 31, 2016	8	7
Member	Lucio C. Tan	May 31, 2016	15	12
Member	Lucio K. Tan, Jr.	May 31, 2016	15	11
Member	Michael G. Tan	May 31, 2016	15	15

\* Elected on May 31, 2016 during the Annual Stockholders' Meeting of the Bank

3) Do non-executive directors have a separate meeting during the year without the presence of any executive? If yes, how many times?

Non-executive directors may call a separate meeting, without the presence of any executive, every quarter, or as the need arises.

4) Is the minimum quorum requirement for Board decisions set at two-thirds of board members? Please explain.

Per Bank policy, Board decisions are made upon a quorum of two-thirds of the Board members present.

5) Access to Information

(a) How many days in advance are board papers<sup>5</sup> for board of directors meetings provided to the board?

The board papers for Board of Directors' meetings are provided to the Board five (5) working days in advance, whenever possible and appropriate. Should there be additional items taken up/endorsed after the initial delivery, materials referring to such additional items are promptly provided the Board of Directors at least one (1) day before the meeting.

(b) Do board members have independent access to Management and the Corporate Secretary?

Yes. The Board members have independent access to Management and the Corporate Secretary to enable them to have complete information about the matters to be taken up during the meeting, or any action to be taken thereafter.

<sup>5</sup> Board papers consist of complete and adequate information about the matters to be taken in the board meeting. Information includes the background or explanation on matters brought before the Board, disclosures, budgets, forecasts and internal financial documents.