

# COVER SHEET

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S.E.C. Registration Number

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(Company's Full Name)

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(Business Address: No., Street, City / Town / Province)

<b>Marcelo M. Verdillo</b>
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Contact Person

(632) 8580-0900
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Company Telephone Number

1	2
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Month

3	1
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Day

Fiscal Year

<b>Definitive 20-ISA</b>
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FORM TYPE

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Month

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Day

Annual Meeting

N / A
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Secondary License Type, If Applicable

C	G	F	D
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Dept. Requiring this Doc.

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Amended Articles / Section

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Total No. of Stockholders

Total Amount of Borrowings

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Domestic

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Foreign

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To be accomplished by SEC Personnel concerned

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File Number

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Document I.D.

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Cashier

S	T	A	M	P	S
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**SECURITIES AND EXCHANGE COMMISSION  
SEC FORM 20-IS  
INFORMATION STATEMENT PURSUANT TO SECTION 20  
OF THE SECURITIES REGULATION CODE**

1. Check the appropriate box:  
 Preliminary Information Statement  
 **Definitive Information Statement**
2. Name of Registrant as specified in its charter **Ekklesia Mutual Fund, Inc. ("Ekklesia" or the "Fund")**
3. **Philippines**  
Province, country or other jurisdiction of incorporation or organization
4. SEC Identification Number **CS2003-40269**
5. BIR Tax Identification Number **228-146-261-000**
6. **19/F BPI Buendia Center, Sen. Gill Puyat Ave., Makati City** **1209**  
Address of principal office Postal Code
7. Registrant's telephone number, including area code **(632) 8580-0900**
8. Date, time and place of the meeting of security holders  
**November 13, 2023 3:00 p.m. via Zoom**
9. Approximate date on which the Information Statement is first to be sent or given to security holders  
**October 19, 2023**
10. Proxy Solicitation  
Name of Person filing the Statement/Solicitor: **Tomas S. Chuidian**  
Address and Telephone No.: **19/F, BPI Buendia Center, Sen. Gil J. Puyat Ave., Makati City**  
**(632) 8580-0900**
11. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA  
(information on number of shares and amount of debt is applicable only to corporate registrants):
- | Title of Each Class  | Number of Shares of Common Stock<br>Outstanding or Amount of Debt Outstanding<br>(as of 15 September 2023) |
|----------------------|--|
| <u>Common Shares</u> | 88,242,213   |
12. Are any or all of registrant's securities listed in a Stock Exchange?  
Yes \_\_\_\_\_ No **X**
- If yes, disclose the name of such Stock Exchange and the class of securities listed therein:  
The fund is not listed with Philippine Stock Exchange

## NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

Please be informed that the Annual Meeting of the Stockholders of EKKLESIA MUTUAL FUND, INC. (the "Company" or the "Fund") will be conducted virtually via **Zoom** on **November 13, 2023 at**

[\[https://us02web.zoom.us/j/82937181843?pwd=c0l5TDFNVnUzMTZOdKNlY1lvN2R2dz09\]](https://us02web.zoom.us/j/82937181843?pwd=c0l5TDFNVnUzMTZOdKNlY1lvN2R2dz09)

The agenda for the Annual Stockholders' Meeting shall be as follows:

1. Call to Order
2. Certification of Notice
3. Determination and Declaration of Quorum
4. Reading and approval of the minutes of the Annual Stockholders Meeting held on 16 December 2022
5. Presentation and approval of the 2022 Annual Report and other reports of the Fund Manager
6. Approval and confirmation of all acts of the Board of Directors and the fund manager for 2022
7. Election of directors for 2023
8. Confirmation of BPI Wealth as Fund Manager (continuing term unless expressly terminated)
9. Confirmation of BPI Investment Management, Inc. as Principal Distributor and Transfer Agent (continuing term unless expressly terminated)
10. Re-appointment of Isla SGV & Co. as external auditor
11. Other Business Matters
12. Adjournment

The Board of Directors has fixed the **15 September 2023** (the "Record Date") as the record date for the determination of stockholders entitled to notice of and to vote at the Annual Meeting of the Stockholders. Only holders of shares of common stock as at the Record Date will be entitled to vote at the Annual Meeting of the Stockholders.


Given the restrictions posed by the community quarantine, stockholders may only attend the meeting through remote communication.

In order that your stock may be represented at the meeting, please accomplish the enclosed Proxy Form and return it via mail / email / fax on or before **03 November 2023** to the Office of the Corporate Secretary through the following:

Via Mail: 19/F BPI Buendia Center, Sen. Gil J. Puyat Ave., Makati City  
 Via Email: [bpi\\_investment@bpi.com.ph](mailto:bpi_investment@bpi.com.ph)  
 Via Fax: (02) 8580-4682

Stockholders who intend to participate in the meeting through remote communication shall notify the Corporate Secretary by sending an email to [bpi\\_investment@bpi.com.ph](mailto:bpi_investment@bpi.com.ph) before **03 November 2023**. Registered Stockholders will receive an email confirmation containing the details about joining the webinar. Stockholders may exercise the right to vote through remote communication or *in absentia*, subject to validation.

Very truly yours,



**ATTY. SABINO B. PADILLA IV**  
 Corporate Secretary

<b>PART I.</b>
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**INFORMATION REQUIRED IN INFORMATION STATEMENT**

**A. GENERAL INFORMATION**

**1. Date, time and place of meeting of security holders**

Date: **13 November 2023**

Time: **3:00PM**

Place: **Virtual meeting via Zoom**

Registration for voting in absentia: <https://bit.ly/2023ASMEkklesia>

Registrant's Mailing Address: **19/F, BPI Buendia Center, Sen. Gil J. Puyat Ave., Makati City**

The date on which the Information Statement is first to be sent or given to stockholders is **October 19, 2023.**

**2. Dissenters' Right of Appraisal**

As provided by Title X of the Revised Corporation Code of the Philippines (Republic Act No. 11232) ("Revised Corporation Code"), any stockholder of a corporation shall have the right to dissent and demand payment of the fair value of his shares in the following instances:

- 2.1 In case an amendment to the Articles of Incorporation has the effect of changing or restricting the rights of any stockholders or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence;
- 2.2 In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets as provided in the Revised Corporation Code;
- 2.3 In case of merger or consolidation; and
- 2.4 In case of investment of corporate funds for any purpose other than the primary purpose of the corporation.

In order for the stockholder to exercise the right, he or she must vote against any of the enumerated instances which the corporation will pursue. The procedures in the exercise of the right are the following:

- 2.5 Written demand on the corporation within 30 days after the date that the vote was taken.
- 2.6 Submission of the shares of the dissenting stockholder to the corporation for notation within 10 days from the written demand. The corporation has to pay the stockholder with the fair value of the shares within 30 days after demanding payment for his or her shares.
- 2.7 Failure to make the demand within 30 days after the date on which the vote was taken shall be deemed a waiver of the appraisal right.

There will be no matters that will be taken up at the meeting which may warrant the exercise of this right.

**3. Interest of Certain Persons in or Opposition to Matters to be Acted Upon**

There is no person who has been a director or officer of Ekklesia Mutual Fund, Inc. at any time since the beginning of the last calendar year, or who is a nominee for election as director, who has a substantial interest in any matter to be acted upon at the Annual Stockholders' Meeting. No member of the Board of Directors (the "Board") has informed Ekklesia Mutual Fund, Inc. that he intends to oppose any action to be taken by Ekklesia Mutual Fund, Inc. at the Annual Stockholders' Meeting.

**B. CONTROL AND COMPENSATION INFORMATION**

**4. Voting Securities and Principal Holders Thereof**

(a) The total number of outstanding shares as of September 15, 2023 is 88,242,213 all of which are common and voting. Each share shall be entitled to one vote with respect to all matters to be taken up during the Annual Stockholders' Meeting.

A stockholder entitled to vote at the Annual Stockholders' Meeting shall have the right to vote in person or by proxy the number of shares registered in his name in the stock and transfer book of Ekklesia Mutual Fund, Inc. as of the Record Date. With respect to the election of directors, said stockholder may vote such number of shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit, provided, that the total number of votes cast by him shall not exceed the number of shares owned by him multiplied by the whole number of directors to be elected.

(b) All stockholders of record as of September 15, 2023 are entitled to receive this Information Statement, and to receive notice of, and vote during the Annual Stockholders' Meeting. Stockholders are entitled to cumulative voting in the election of the members of the Board of Directors, as provided in the Revised Corporation

Code. More specifically, each stockholder shall be entitled to elect nine members to the Board of Ekklesia Mutual Fund, Inc. and he or she may vote the number of shares standing in his or her name in the books of Ekklesia Mutual Fund, Inc. for each of the nine persons whom he or she may choose from the list of nominees. Alternatively, he or she may cumulate said shares and give one candidate as many votes as the number of his or her shares multiplied by nine shall equal, or he or she may distribute these votes on the same principle among as many candidates as he shall see fit, provided that the total number of votes cast by him or her shall not exceed the number of shares owned by him or her multiplied by 9.

### Security Ownership of Certain Record and Beneficial Owners

On June 5, 2014, the SEC en banc approved the confidential treatment of the Fund's list of top 20 shareholders and/or beneficial owners of more than five percent (5%) of the Fund's outstanding securities, which is submitted separately to SEC. This is for the security of the shareholders and for the protection of their privacy.

#### (c)(i) Security Ownership of Management as of August 31, 2023

Name	Position	No. of Shares	Percentage
Fr. Boyd Sulpico O.P.	President	5,000 (beneficial)	0.00566%
Mr. Jose M. Diokno	Chairman	5,000 (beneficial)	0.00566%
Rev. Fr. Paul Lovell G. Javier, OP.	Director/Treasurer	5,000 (beneficial)	0.00566%
Rev. Fr. Gilbert B. Sales, CICM	Director	5,000 (beneficial)	0.00566%
Bro. Allan Q. Manzano, C.Ss.R	Director	5,000 (beneficial)	0.00566%
Rev. Fr. Antonio Cecilio T. Pascual	Director	5,000 (beneficial)	0.00566%
Sr. Maria Cora P. Sastre, I.C.M	Director	5,000 (beneficial)	0.00566%
Mr. Percival A. Evaristo	Independent Director	5,000 (beneficial)	0.00566%
Atty. Ma. Fides Balili	Independent Director	5,000 (beneficial)	0.00566%
Glenn Noel L. Laneta	Compliance and Risk Officer	0 (beneficial)	0.00000%
Atty. Sabino Padilla IV	Corporate Secretary	0 (beneficial)	0.00000%

#### (c)(iii) Voting Trust Holders of 5% or more

As of August 31, 2023, there is no voting trust or similar arrangement for 5% or more of Ekklesia Mutual Fund, Inc. shares. There are no arrangements which may result in a change of control in Ekklesia Mutual Fund, Inc.

#### (d) Change of Control

There was no change in control in Ekklesia Mutual Fund, Inc. that occurred since the beginning of the last calendar year.

## 5. Directors and Executive Officers

#### (a) The following are the current directors and officers of Ekklesia Mutual Fund, Inc.:

Name	Age	Citizenship	Position	Term
Bro. Allan Q. Manzano, C.Ss.R	47	Filipino	Director	1 year (2023-2024)
Fr. Boyd Sulpico O.P	55	Filipino	President	1 year (2023-2024)
Mr. Jose M. Diokno	69	Filipino	Chairman	1 year (2023-2024)
Mr. Percival A. Evaristo	77	Filipino	Independent Director	1 year (2023-2024)
Rev. Fr. Antonio Cecilio T. Pascual	64	Filipino	Director	1 year (2023-2024)
Rev. Fr. Gilbert B. Sales, CICM	61	Filipino	Director	1 year (2023-2024)

Atty. Ma. Fides Balili	67	Filipino	Independent Director	1 year (2023-2024)
Fr. Paul Lovell G. Javier, OP	42	Filipino	Director	1 year (2023-2024)
Sr. Maria Cora P. Sastre, I.C.M.	52	Filipino	Director	1 year (2023-2024)
Atty. Sabino Padilla IV	63	Filipino	Corporate Secretary	1 year (2023-2024)
Glenn Noel L. Laneta	42	Filipino	Compliance and Risk Officer	1 year (2023-2024)

(b) The following are the names of the persons who are nominees for election for year 2023-2024:

BOARD OF DIRECTORS	AGE	CREDENTIALS
<b>Jose M. Diokno</b> Chairman and Director	69	Mr. Jose M. Diokno was the Vice-President of Multinational Investment Bancorporation and has been servicing the finance related needs of the religious community for the past 20 years. He is currently the Chairman of the Board and President of Center for Small Entrepreneurs, a non-governmental organization funded by Belgium which provides financial assistance to micro and small entrepreneurs. He is also currently the Chairman of the Board and President of Social Action Foundation for Rural Development (SAFRUDI), a non-government organization. Mr. Diokno is also a member of the Rotary Club of Makati-North (1993 – present) and of the European Chamber of Commerce. He was a member of Canadian Chamber of Commerce. Mr. Diokno earned his Bachelor of Science degree in Business Administration from the Philippine School of Business Administration in 1980.
<b>Fr. Boyd R. Sulpico O.P.</b> President and Director	55	Fr. Boyd R. Sulpico, O.P. was ordained to the Order of Priesthood in the Dominican Order last May 14, 1995. Currently, he is a member / Chairman of the Phil Dominican Media Board, Phil Dominican Personnel Board, and Phil Dominican Economic Council; Chairman of Search Committee for the election of the President of Marikina Polytechnic Institute (delegated by CHED); Founding Director of Tourism Educators and Movers (TEAM Phils.); Spiritual Director of the League of Tourism Educators and Movers (TEAM Phils.); and member of SKAL Makati. He also became a member of Order of Preachers Economic Council (ROME) (2010-2013). He was the Chaplain and Treasurer of Santo Domingo Convent (1995-1998). He was the Asst. Syndic (Treasurer) of the Dominican Headquarters in Sta. Sabina Convent, Rome (1998-2000). He served the Dominican Province of the Philippines as Syndic (Treasurer) (2001-2004). He is the Chaplain of Colegio de San Juan de Letran, Manila (2004-present). He was a Faculty member of Colegio de San Juan de Letran, Bataan (2005-2007) and Treasurer of Colegio de San Juan de Letran, Manila and Bataan (2007-2015). Fr. Boyd is the EVP / VP Admin of Colegio de San Juan de Letran, Manila (2015-2017).
<b>Rev. Fr. Gilbert B. Sales, CICM</b> Director	61	Fr. Gilbert B. Sales is the seventh and current President of Saint Louis University, Baguio City, upon his formal installation on 15 August 2015. Fr. Sales is a missionary priest of the Congregation of the Immaculate Heart of Mary (popularly known in the Philippines as CICM missionaries). Fr. Sales joined the CICM in 1979, took his religious vows in 1984, and was ordained to the priesthood on 25 April 1992. Born in Tuguegarao City, Cagayan on 5 August 1962, Fr. Sales received Catholic formation for most of his formal education years, from Saint Paul College (Tuguegarao City) for his basic education, Saint Louis University (Baguio City) for his bachelor's degree, and Maryhill School of Theology (Quezon City) for a master's in theology. In 2013, Fr. Sales obtained a doctorate in educational management from Saint Louis University (Baguio City), with "Magna cum Laude" honors. In addition to his educational profile, Fr. Sales also had special studies and training from various universities and institutes in Hong Kong, Mongolia, Singapore, Israel, Thailand, New York, USA, and Chicago, USA, respectively. Fr. Sales' prominent work as a CICM priest includes his assignment in the year of his ordination when he was chosen by Pope John Paul II (now Saint John Paul II) to be a pioneer missionary to Mongolia in 1992. From 1992 until 2006, Fr. Sales took on a number of positions that made an impact on the Catholic Church and on the Mongolian society. In 2007, Fr. Sales received "Ghengis Khan Honor Medal of the Great Mongolia State", the highest award conferred by the Mongolian government on a foreigner, in recognition of his immense contribution to the development of the people of

		Mongolia, especially the poor, through the many social projects he founded and managed. In 2007, Fr. Sales returned to the Philippines from Mongolia to assume new assignments, mostly covering schools, as president and member of the various CICM school boards, as well as national boards of school associations like the Catholic Educational Association of the Philippines (CEAP) and the Association of Catholic Universities of the Philippines (ACUP). At present, Fr. Sales is concurrently the president of Saint Louis College (San Fernando, La Union) and a member of the CICM Provincial Government, which is the highest policy-making body of the CICM Philippines.
<b>Sr. Maria Cora P. Sastre, ICM</b> Director	52	An educator by training, Sr. Maria Cora P. Sastre, ICM is the Area Directress of the Immaculate Heart of Mary (ICM) schools of Cebu, St. Theresa's College of Cebu and St. Francis Academy of Balamban since 2014 up to the present. She is a member of the Board of Trustees of the six (6) ICM schools in the Philippines. She is also the District Superior of Missionary Sisters of the Immaculate Heart of Mary (ICM) Philippines.
<b>Rev. Fr. Paul Lovell G. Javier, OP.</b> Treasurer and Director	42	Fr. Paul Lovell G. Javier, OP made his profession on May 15, 2004 and was ordained on November 7, 2012. He obtained degrees in Economics and Sacred Theology at the Royal and Pontifical Catholic University of Santo Tomas, Manila. He is also a licensed teacher. Fr. Javier is pursuing M.A. in Educational Management at UST. Currently, he is the Vice President for Religious Affairs of the Colegio de San Juan de Letran, Intramuros Manila. He is the former Treasurer of the Dominican Province of the Philippines and Chairman of the Provincial Economic Council. He is formerly a member of the Board of Trustees of UST, Colegio de San Juan de Letran in Manila and Calamba, Angelicum College Quezon City and Angelicum School Iloilo and Aquinas University Legazpi. He is a former school director of St. Bartholomew Academy, Babuyan Group of Island, Cagayan Valley.
<b>Rev. Fr. Antonio Cecilio T. Pascual</b> Director	64	Fr. Anton Pascual is currently the Executive Director of Caritas Manila, Inc. He is also the President of Radio Veritas, a minister of the Social Services Development Ministry of the Roman Catholic Archdiocese of Manila. He holds key positions in several cooperatives. He is the Founder and Chairman of Simbayanan ni Maria Development Cooperative, Chairman of the Solidaritas Credit Cooperative, Chairman of the Metro South Cooperative Bank, and Director of Caritas SALVE Microfinance Cooperative. He is also a member of the Board of Trustees of Alfonso Yuchengco Foundation, Inc., One Meralco Foundation, Inc., Philippine Council for NGO Certification, and Bayan Academy. He has also been a member of the Board of Trustees of Association of Foundations, Inc. (2015-2017). He has a degree in Philosophy from Our Lady of Angels Franciscan Seminary and in Theology from San Jose Major Seminary, Ateneo de Manila University. He earned a Master's degree in Development Management from the Asian Institute of Management.
<b>Bro. Allan Q. Manzano, C.Ss.R</b> Director	47	Bro. Allan is a Redemptorist Brother and currently the Vice Provincial Treasurer of the Congregation of the Most Holy Redeemer (Vice-Province of Manila). In year 2014-2015, he served Redemptorist Baclaran Community as Community Bursar/Administrator. From May 2015 to May 2019, he served the Redemptorist Legaspi Community in Legazpi, Albay as Community Bursar/Administrator, Youth Director and Vocation Director. Prior to joining the Congregation Bro. Allan worked as an Accounting Staff at Abbott Laboratories (1997-1998) and an Accountant at The Coca-Cola Export Corporation (1998-2006). He obtained his Bachelor's degree in Accountancy from Saint Theresa's College. He pursued further studies in Philosophy in Divine Word Mission Seminary (SVD). Bro. Allan earned his Master's degree in Theology Major in Pastoral Ministry from Saint Alphonsus Theological and Mission Institute, an affiliate of Ateneo De Davao University.
<b>Percival A. Evaristo</b> Independent Director	77	Mr. Percival Evaristo is currently a partner at the EV & Associates (2002 – present), and was a Director and Treasurer for Cagayan De Oro Plastic Innovation, Inc. (2004 - 2012). He has more than 39 years of experience in Finance and Treasury from corporations both local and abroad. He is a member of the Financial Executives Institute of the Philippines (FINEX) (1976 – present). He took his Executive Development Program in the University of Michigan in 1983. He earned his Masters in Business Administration (Corporate Finance and Investments) in New York University in 1976 and earned his bachelor's degree in Accounting in De La Salle University in 1966. He became a Certified Public Accountant in 1967.
<b>Atty Ma. Fides Balili</b> Independent Director	67	Atty Ma. Fides Balili is currently the chairman of the Board of Bank of Florida (A Rural Bank), Senior Tax Consultant in Esquerria & Blanco Law Firm, Associate Professor at De La Salle University – College of Law and Independent Consultant at Fellow Institute of Corporate Directors.

<b>Atty. Sabino B. Padilla IV,</b> Corporate Secretary	63	Atty. Sabino B. Padilla IV, born in 1960, 62 years old, is the Corporate Secretary of the Fund. Atty. Padilla graduated with a degree in Bachelor of Laws from the University of the Philippines in 1985. He then received his Master of Laws from the Harvard University, USA in 1988. He is currently a partner of the Padilla Law Office which is legal counsel to various religious orders, societies and congregations for men and women as well as educational institutions and hospitals operated by them, and to BPI and its subsidiaries. Atty. Padilla is also the Corporate Secretary of other mutual funds, namely, Solidaritas Fund, ALFM Money Market Fund, ALFM Peso Bond Fund, ALFM Euro Bond Fund, ALFM Dollar Bond Fund, ALFM Growth Fund, Philippine Stock Index Fund and ALFM Global Multi-Asset Income Fund, Inc.
<b>Glenn Noel L. Llaneta</b> Compliance and Risk Officer	42	Mr. Llaneta is the appointed Compliance Officer, AML & Data Protection Officer. He has a combined 19 years and running banking experience spanning stints in Accounting, Trust Services, Customer Due Diligence (CDD) specializing in Know Your Customer (KYC) and Customer Transaction Monitoring gained from Local and International banks. He joined BIMF last July 1, 2023, as a Compliance Officer, as such he would be responsible that the company has internal controls to adequately manage risk as well as ensures the entity as well as the Mutual Funds are in compliance with the regulatory requirements. He possesses International Advanced Certificate in Anti-Money Laundering accorded by International Compliance Association (ICA) and a Certified Know Your Customer Associate (CKYCA) afforded by Certified Anti-Money Laundering Specialist (CAMS). He also successfully passed AMLF/CTF Fundamentals Course administered by Anti-Money Laundering Council (AMLC).

The Nomination Committee is in charge of reviewing and evaluating the qualifications of all persons nominated to the Board as well as those nominated to other positions requiring appointment by the Board and provide assessment on the Board's effectiveness in directing the process of renewing and replacing Board members. The Head of the Committee is Mr. Jose M. Diokno, Chairman, with Rev. Fr. Gilbert B. Sales, C.I.C.M., Member, Rev. Fr. Boyd Sulpico, O.P., Member, and Rev. Fr. Paul Lovell G. Javier, OP., as members.

Nine Directors are to be nominated and elected at the annual general meeting of stockholders for a full one-year term. The following are the nominees for Directors for the coming year: Mr. Jose M. Diokno, Rev. Fr. Gilbert B. Sales, C.I.C.M., Sr. Maria Cora Sastre, ICM, Rev. Fr. Boyd Sulpico, O.P., Rev. Fr. Antonio Cecilio T. Pascual, Rev. Fr. Paul Lovell G. Javier, OP., Bro. Allan Q. Manzano C.Ss.R., Mr. Percival A. Evaristo and Atty. Ma. Fides L. Balili Independent Director.

There is no person who is not an officer and is expected by Ekklesia Mutual Fund, Inc. to make significant contribution to the Fund.

The Nomination Committee pre-screened candidates and came up with a shortlist of nominees to be presented to the shareholders. Candidates must have the following qualifications to become a member of the Board:

- Every director shall own at least one (1) share of the capital stock of Ekklesia Mutual Fund, Inc., which share shall stand in his or her name in the books of Ekklesia Mutual Fund, Inc.
- Be a college graduate;
- Have adequate competency and an understanding of the business of an open-end investment company;
- At least 21 years of age;
- Proven to possess integrity and probity; and
- Must be assiduous.

The Nomination Committee selected the independent directors in accordance with Rule 38 of the Securities Regulation Code ("SRC") and the SEC Memorandum Circular No. 24, Series of 2019 Code of Corporate Governance for Public companies and Registered Issuers.

The Chairman of the Board, Mr. Jose Diokno, nominated the following Independent Directors:

- a. Mr. Percival A. Evaristo
  - b. Atty. Ma. Fides L. Balili
- (c) Ekklesia Mutual Fund, Inc. does not maintain any employees nor does it maintain any payroll. Ekklesia Mutual Fund, Inc. does not expect in the foreseeable future to have any employees.
  - (d) The incumbent directors, officers, and nominees for director are not related to each other up to the fourth civil degree either by consanguinity or affinity.



- (e) None of the directors, officers and nominees for director has been involved in the following legal proceedings within the past 5 years:
- Any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time;
  - Any conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;
  - Being subject to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities or banking activities; and
  - Being found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign Exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation, and the judgment has not been reversed, suspended, or vacated.
- (f) There was no transaction or proposed transaction during the last 2 years to which Ekklesia Mutual Fund, Inc. was or is to be a party.

## 6. Compensation of Directors and Executive Officers

There is no existing Compensation Committee. Ekklesia Mutual Fund, Inc. does not maintain any employees nor does it maintain any payroll. Ekklesia Mutual Fund, Inc. does not expect in the foreseeable future to have any employees. Additionally, none of the directors or officers is given any compensation. However, the directors receive per diems and other reimbursements for their attendance at board meetings. There are no other arrangements, standard or otherwise, being paid to the directors. Directors are not compensated in any manner for committee participation, special assignments, or any other arrangements.

There are no compensatory plans or arrangements for any officer that will result in or will result from the resignation, retirement or any other termination of such officer in any amount.

For every board meeting attended by each director, he or she will receive an amount of Php3,000.00 in every regular meeting and Php1,200.00 for every special meeting. The directors received the following amounts:

### EXECUTIVE COMPENSATION

Payment Period	Aggregate Amount Received (in Php)
2021	75,240
2022	84,000
2023 (estimate)	120,000

## 7. Independent Public Accountants

The Board of Directors has appointed SGV & Co.'s, as independent public accountant of the company with respect to its operations for the year 2023. Representatives of the firm will be present at the Annual Meeting to make a statement of the desire to do so and to answer appropriate questions that may be asked by stockholders.

A proposal will be presented at the Annual Meeting for the appointment of an external auditor which the Board of Directors believe is advisable and in the best interests of the stockholders. If the appointment of the external auditor is not ratified, the matter of the appointment of the independent public accountants will be considered by the Board of Directors.

A change in signing partner was enacted in 2012, 2017 and 2018. For the Funds Financial Statement as of December 31, 2022 the signing partner is Mr. Redgienald G. Radam. The corporation is compliant with Revised SRC Rule 68, Part 1(3) (B) (ix) re: rotation of external auditors. Which provides that the independent auditors shall comply with the provisions on long association of personnel (including partner rotation) with an audit client as prescribed in the Code of Ethics for Professional Accountants in the Philippines. In taking this action, the members of the Board of Directors considered carefully SGV & Co.'s performance, its independence with respect to the services to be performed and its general reputation for adherence to professional auditing standards.

There is no disagreement with the accountant on accounting matters from the time the services of the external auditor were engaged up to the fiscal year indicated.

The Audit Committee which oversees the corporation's external audits is headed by Mr. Percival A. Evaristo, Independent Director, Chairman, and Rev. Bro. Allan Q. Manzano, C.Ss.R., Mr. Jose M. Diokno and Atty. Ma. Fides Balili as members

**8. Compensation Plans**

No action is to be taken with respect to Item 8 during the Annual Stockholders' Meeting.

**C. ISSUANCE AND EXCHANGE OF SECURITIES****9. Authorization or Issuance of Securities Other than for Exchange**

No action is to be taken with respect to Item 9 during the Annual Stockholders' Meeting.

**10. Modification or Exchange of Securities**

Ekklesia Mutual Fund, Inc. does not intend to modify any class of its securities, or issue or authorize the issuance of one class of securities in exchange for outstanding securities of another class.

**11. Financial and Other Information**

Ekklesia Mutual Fund, Inc. has incorporated by reference the following as contained in the Management Report (attached as Annex A), SEC Form 17-A (Annual Report) (attached as Annex B), and SEC Form 17-Q (Quarterly Report) for the period ended September 30, 2023 (Quarterly Report) (attached as Annex C).

**12. Mergers, Consolidations, Acquisitions and Similar Matters**

Ekklesia Mutual Fund, Inc. has no plans to merge or consolidate with any entity and plans to acquire the securities form other entity.

**13. Acquisition or Disposition of Property**

Ekklesia Mutual Fund, Inc. does not own any real property and does not intend to acquire any real property.

**14. Restatement of Accounts**

Ekklesia Mutual Fund, Inc. does not intend to restate any of its asset, capital or surplus accounts.

**D. OTHER MATTERS****15. Action with Respect to Reports**

The minutes of the previous Annual General Meeting of Stockholders held last 16 December 2022 shall be submitted to the stockholders for approval. Also, to be submitted for approval and/or ratification is the Annual Report and the Audited Financial Statements for the year ended 31 December 2022, and confirmation of all acts of the Board of Directors and Fund Manager.

**16. Matters Not Required to be Submitted**

All matters or actions to be taken up in the Annual Stockholders' Meeting require the vote of the stockholders.

**17. Amendment of Charter, Articles of Incorporation, By-laws or Other Documents**

The stockholders shall also vote to amend Article III of the Fund's Articles of Incorporation to change the principal office address of the Fund to "7/F, BPI Buendia Center, Sen. Gil J. Puyat Ave., Makati City, Metro Manila, Philippines" in order to indicate the Fund's new location.

The Fund will submit below amendment of the funds' other pertinent documents related to the changes of the fund's address.

	<b>Current</b>	<b>Proposed</b>
<b>Name</b>	Ekklesia Mutual Fund, Inc.	Ekklesia Mutual Fund, Inc.
<b>Address</b>	19/F, BPI Buendia Center, Sen. Gil J. Puyat Ave., Makati City, Metro Manila, Philippines	7/F, BPI Buendia Center, Sen. Gil J. Puyat Ave., Makati City, Metro Manila, Philippines

- b. The stockholders shall vote to amend the Fund's By-Laws to reflect the following changes/provisions:

Majority of the amendments in By-Laws is just to align with the provisions of the Revised Corporation Code. The other amendments (e.g Inclusion of investment objectives) is to comply with SEC mandate that the investments objectives should be part of the By- Laws.

- a. Revision of notice period for Meeting of the Stockholders
- b. Participation of stockholders in the Stockholders' Meeting through remote communication
- c. Right to vote of stockholders through remote communication or in absentia
- d. Establishment of various committees to promote corporate governance
- e. Inclusion of Compliance Officer
- f. Inclusion of investment objectives
- g. Alignment of definition of assets and liabilities

#### **18. Other Proposed Action**

On February 9, 2023, the Board of Directors of the Fund appointed BPI Wealth - A Trust Corp. as Fund Manager, following the resignation of BPI Investment Management Inc. effective April 1, 2023. Prior to the designation of BPI Wealth as Fund Manager, BPI Investment Management Inc. is the Fund Manager, Principal Distributor, and Transfer Agent of the fund. The resignation of BPI Investment Management Inc. on February 9, 2023 pertains to their role as Fund Manager only. Therefore, BPI Investment Management Inc. remains to be the Principal Distributor and Transfer Agent of the fund.

#### **19. Voting Procedures**

Unless otherwise provided by law, each stockholder shall, at every meeting of the stockholders, be entitled to one vote, in person or by proxy, for each share with voting rights held by such stockholder. Stockholders may also exercise the right to vote through remote communication or *in absentia* as authorized by resolution of the majority of the Board of Directors of the Fund.

All elections and all questions, except as otherwise provided by law, shall be decided, either by majority or 2/3 votes in accordance with the Revised Corporation Code, of the stockholders present in person or by proxy entitled to vote thereat, a quorum (majority of the issued and outstanding capital stock having voting powers) being present.

Unless required by law or demanded by a stockholder present in person or by proxy at any meeting and entitled to vote thereat, the vote on any question will not be by ballot. In case of a vote by ballot, each ballot shall be signed by the stockholder voting in his name or by his proxy if there be such proxy and shall state the number of shares voted by him. The Corporate Secretary of Ekklesia Mutual Fund, Inc. will count and tabulate the votes.

#### **UNDERTAKING**

**UPON WRITTEN REQUEST OF A STOCKHOLDER, THE COMPANY WILL PROVIDE, WITHOUT CHARGE, A COPY OF THE COMPANY'S ANNUAL REPORT ON SEC FORM 17-A DULY FILED WITH THE SECURITIES AND EXCHANGE COMMISSION. SUCH WRITTEN REQUEST SHOULD BE ADDRESSED TO:**

**BPI Wealth-A Trust Corporation**  
 19/F, BPI Buendia Center, Sen. Gil J. Puyat Ave.  
 Makati City, Philippines

<b>PART II.</b>
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**INFORMATION REQUIRED IN A PROXY FORM**

1. Identification

The proxy solicitation is made by EKKLESIA MUTUAL FUND, INC. (the "Company"), represented by Tomas S. Chuidian, the President of BPI Investment Management Inc. ("BIMI"), the Company's investment adviser. The proxy solicitation is in favor of Tomas S. Chuidian or in case of his non-attendance, the Chairman of the Annual Stockholders' Meeting chosen in accordance with the Company's By-Laws.

All costs and expenses incidental to the proxy solicitation will be borne, directly or indirectly, by the Company.

2. Instructions

- (a) The security holder is instructed to complete and affix their signature on the attached form.
  - (i) If the securities are owned by two or more joint owners, the proxy form must be signed by all of the joint owners.
  - (ii) If the securities are owned in an "and/or" capacity, the proxy form must be signed by either one of the owners.
  - (iii) If the securities are owned by a corporation, association, partnership or unincorporated entity, the proxy form must be accompanied by a certification, signed by a duly authorized officer, partner or representative of such corporation, association, partnership or unincorporated entity, that designates and empowers an authorized signatory to sign the proxy form pursuant to the constitutive documents or duly approved policies of such corporation, association, partnership or unincorporated entity for this particular purpose.
- (b) The security holder appoints Tomas S. Chuidian, or in case of his non-attendance, the Chairman of the Annual Stockholders' Meeting, to represent and vote all shares registered in his or her name as proxy of the undersigned security holder.
- (c) The security holder shall clearly indicate the date of execution of the proxy form. A proxy form which is undated, post-dated, or which provides that it shall be deemed to be dated as of any date subsequent to the date on which it is signed by the security holder, shall not be valid.
- (d) The security holder shall sign the proxy form or have the form signed by a duly authorized representative and file the same with the Corporate Secretary not later than 5:00 p.m. on November 03, 2023.
- (e) Retrieval and validation of all the proxy forms shall be administered by the Corporate Secretary and persons designated by the Corporate Secretary who shall be under his supervision and control from November 03, 2023.

3. Revocability and Validity of Proxy

The proxy form in favor of the Company shall be irrevocable and shall be effective and valid for a period of five (5) years from the date of its execution. There is no formal procedure or limitation for the right of revocation of a proxy before it is exercised.

4. Persons Making the Solicitation

Mr. Tomas S. Chuidian is not soliciting any votes. Neither is Ekklesia Mutual Fund, Inc. aware of any director who intends to oppose any action intended to be taken by Ekklesia Mutual Fund, Inc.

5. Interest of Certain Persons in Matters to be Acted Upon

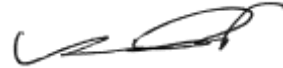
There is no person who has been a director, independent director, or nominee for election as director, or independent director, or officer of the Company and, to the best knowledge of the Company, no associate of a director or independent director, or officer, or nominee for election as a director or independent director, or officer of the Company, at any time since the beginning of the last calendar year, has any substantial interest in any matter to be acted upon at the Annual Stockholders' Meeting.

**PART III.**

**SIGNATURE PAGE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete, and correct. This report is signed in the City of Makati on \_\_\_\_\_ 2023.

EKKLESIA MUTUAL FUND, INC.



**By: Sabino B. Padilla IV**  
Corporate Secretary

**\*PLEASE FILL UP AND SIGN THIS PROXY FORM AND RETURN OR FAX IMMEDIATELY TO:**  
**BPI WEALTH – A TRUST CORPORATION.**  
**19/F, BPI Buendia Center, Sen. Gil J. Puyat Ave., Makati City**  
**(02) 8580-0900**  
**Email: bpi\_investment@bpi.com.ph**  
**Fax: (02) 8580-4682**

**STOCKHOLDER PROXY**

The undersigned stockholder (the "Stockholder") of EKKLESIA MUTUAL FUND, INC. the ("Company"), hereby appoints Tomas S. Chuidian, with full power of substitution and delegation, or, in case of his non-attendance, the Chairman of the Annual Stockholders' Meeting of the Company, chosen in accordance with the Company's By-Laws, as the Stockholder's proxy to represent the Stockholder and vote all shares registered in the Stockholder's name in the books of the Company, at the Annual Meeting of the Stockholders to be conducted virtually via Zoom on 13 November 2023 at 3:00 pm, and any adjournments and postponements thereof, as fully to all intents and purposes as the stockholder might or could do if present in person, hereby ratifying and confirming any and all actions to be taken during any said meetings and adjournments thereof for the purpose of acting on the following matters:

1. Approval of minutes of previous Annual Stockholders' Meeting held on December 16, 2022

- For
- Against
- Abstain

2. Presentation and approval of 2022 Annual Report of the Fund Manager

- For
- Against
- Abstain

3. Ratification and approval of the acts of the Board of Directors and Management since the last Annual Stockholders' Meeting

- For
- Against
- Abstain

4. Election of Directors

The security holder may withhold authority to vote for any nominee by striking out the name of the nominee. Please only check the box opposite the nominee you wish to elect.

- Boyd R. Sulpico, O.P.
- Mr. Jose M. Diokno
- Rev. Fr. Paul Lovell G. Javier, OP.
- Rev. Fr. Gilbert B. Sales, CICM
- Bro. Allan Q. Manzano, CSsR
- Rev. Fr. Antonio Cecilio T. Pascual
- Sr. Maria Cora P. Sastre, ICM
- Mr. Percival A. Evaristo \*
- Atty Ma. Fides Balili \*

\*Independent Director

5. Confirmation of BPI Wealth as Fund Manager (continuing term unless expressly terminated)

- For
- Against
- Abstain

6. Confirmation of BPI Investment Management as principal distribution and transfer agent (continuing term unless expressly terminated)

- For
- Against
- Abstain

7. Re-appointment of SGV & Co. external auditor for 2023

- For
- Against
- Abstain

9. Amendments of Articles of incorporation to change the principal office address of the Fund to "7/F, BPI Buendia Center, Sen. Gil J. Puyat Ave., Makati City, Metro Manila, Philippines".

- For
- Against
- Abstain

- a. For
- b. Against
- c. Abstain

This proxy revokes and supersedes any previously executed proxy or proxies. This proxy shall be valid for a period of five (5) years from the date of its execution.

This proxy, when properly executed, will be voted in the manner as directed herein by the stockholder. If no direction is made, this proxy will be voted "For" the approval of the matter stated above and for such other matters as may properly come before the meeting, including matters which the solicitors do not know a reasonable time before the solicitation are to be presented at the meeting, and those incidental to the conduct of the meeting, in the manner described in the information statement and/or as recommended by management or the board of directors.

Signed on this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_ in \_\_\_\_\_.

## Annex A. MANAGEMENT REPORT

### Financial and Other Information

#### Market Information

Ekklesia Mutual Fund, Inc. is not listed in the Philippine Stock Exchange. The shares are being sold by SEC Certified Investment Solicitors (CISols) thru the fund's authorized distributors.

#### Holders

As of 15 August 2023, there were a total of 198 holders of redeemable common stock (one class of shares only)

Ekklesia Mutual Fund Inc.						
Top 20 Shareholders As of August 31, 2023						
NO	Titles of class	Shareholders Name	Address	Number of Shares Held	Citizenship	Percentage of class
1	Common	CONGREGATION OF THE MOST HOLY REDEEMER	REDEMPTORIST RD BACLARAN Paranaque City 1702 Philippines	24,710,986	FILIPINO	27.99%
2	Common	ST LOUIS UNIV INC	BONIFACIO STREET BAGUIO CITY 2600 BAGUIO CITY Benguet 2600 Philippines	24,685,001	FILIPINO	27.96%
3	Common	ST LOUIS UNIV INC	BONIFACIO STREET BAGUIO CITY 2600 BAGUIO CITY Benguet 2600 Philippines	4,363,104	FILIPINO	4.94%
4	Common	MERCEDARIAN MISSIONARIES OF BERRIZ	BLK 89 LOT 5 29-30 LAGRO NOVALICHES CPO Quezon City 1100 Philippines	3,410,448	FILIPINO	3.86%
5	Common	DOMINICAN PROVINCE OF THE PHILS INC	8 BIAK NA BATO ST STA MESA HEIGHTS CPO Quezon City 1100 Philippines	2,915,001	FILIPINO	3.30%
6	Common	EKKLESIA MUTUAL FUND INC	18/F BPI HO BLDG AYALA AVE COR PASEO DE ROXAS ST CPO Makati City 1200 Philippines	2,374,685	FILIPINO	2.69%
7	Common	BAHAY PARI CREDIT COOPERATIVE	BAHAY PARI SAN CARLOS PASTORAL FORMATION COMPLEX EDSA GUADALUPE MAKATI CITY CPO Makati City 1200 Philippines	2,164,201	FILIPINO	2.45%
8	Common	PARISH OF ST JOSEPH HOUSING	DIEGO CERA AVE DANIEL FAJARDO LAS PINAS CITY LAS PINAS CPO Las Pinas City 1740 Philippines	1,972,016	FILIPINO	2.23%
9	Common	PARISH OF ST JOSEPH CATHOLIC CEMETERY	PADRE DIEGO CERA AVE DANIEL FAJARDO CPO Las Pinas City 1740 Philippines	1,408,584	FILIPINO	1.60%
10	Common	MISSION SOCIETY OF THE PHILIPPINES INC	BLESSED SACRAMENT NORTH RECLAMATION AREA CEBU CITY Cebu 6000 Philippines	1,242,320	FILIPINO	1.41%
11	Common	PHILIPPINE JESUIT PRISON SERVICE	INA NG AWA PARISH COMPOUND NEW BILIBID PRISON RESERVATION POBLACION MUNTINLUPA CITY 1776 POBLACION	1,206,010	FILIPINO	1.37%
12	Common	MENSA DOMINI SISTERS	BANTAYAN, SAN JOSE, ANTIQUE 5700 SAN JOSE Antique 5700 Philippines	1,002,556	FILIPINO	1.14%
13	Common	CATHOLIC FOREIGN MISSION SOCIETY CFMSPFI	379 CUENCA ST PALANAN Makati City 1235 Philippines	971,675	FILIPINO	1.10%
14	Common	SISTER-SERVANTS OF THE HOLY SPIRIT	ADORATION OF PEACE CONVENT AS FORTUNA ST BANILAD MANDAUE CITY Cebu 6014 Philippines	952,335	FILIPINO	1.08%
15	Common	ST LOUIS COLLEGE INC	CARLATAN SAN FERNANDO CITY 2500 SAN FERNANDO La Union 2500 Philippines	942,589	FILIPINO	1.07%
16	Common	SOCIETY OF THE DIVINE WORD SERVICE CTR	1916 OROQUIETA ST STA CRUZ STA. CRUZ SOUTH Manila 1003 Philippines	923,063	FILIPINO	1.05%
17	Common	SALVATORIAN SCHOOL INC	ARNULDUS DRIVE (JANSSEN SITE) BASAK SAN NICOLAS CEBU CITY CEBU CITY Cebu 6000 Philippines	746,602	FILIPINO	0.85%
18	Common	EKKLESIA MUTUAL FUND INC	18/F BPI HO BLDG AYALA AVE COR PASEO DE ROXAS ST CPO Makati City 1200 Philippines	646,256	FILIPINO	0.73%
19	Common	HOLY INFANT ACADEMY OF CALAPAN	BONIFACIO ST BRGY ILAYA CALAPAN Oriental Mindoro 5200 Philippines	540,262	FILIPINO	0.61%
20	Common	ST JOSEPHS ACADEMY INC	6 3RD SR NEW MANILA QUEZON CITY CPO Quezon City 1100 Philippines	540,162	FILIPINO	0.61%

Ekklesia Fund, Inc.						
Security Owners of more than 5%, As of August 31, 2023						
NO	Titles of class	Shareholders Name	Address	Number of Shares Held	Citizenship	Percentage of class
1	Common	CONGREGATION OF THE MOST HOLY REDEEMER	REDEMPTORIST RD BACLARAN Paranaque City 1702 Philippines	24,710,986	FILIPINO	27.99%
2	Common	ST LOUIS UNIV INC	BONIFACIO STREET BAGUIO CITY 2600 BAGUIO CITY Benguet 2600 Philippines	24,685,001	FILIPINO	27.96%

#### Dividends

Ekklesia Mutual Fund, Inc. has not declared any cash dividends for the last three (3) years. The Board Ekklesia Mutual Fund, Inc. may decide to declare dividends, whether in the form of cash, property or stock, from the



unrestricted retained earnings of the Fund at a time and percentage as the Board may deem proper and in accordance with the pertinent laws.

Under the Investment Company Act, the Fund shall not pay any dividend, or make any distribution in the nature of a dividend payment, wholly or partly from any source other than: (i) from the Fund's accumulated undistributed net income, determined in accordance with good accounting practices and including profits or losses realized upon the sale of securities or properties; or (ii) from the Fund's earned surplus so determined for the current or preceding fiscal year, unless such payment is accompanied by a written statement which adequately discloses the source or sources of such payment. The SEC may prescribe the form of such statement by rules or regulations or by order in the public interest and for the protection of investors. The Fund shall also not advertise such dividends in terms of centavos or pesos per share without also stating the percentage they bear to the par value per share.

## MANAGEMENT DISCUSSION AND ANALYSIS OR PLAN OF OPERATIONS

### AS OF JUNE 30, 2023

Inflation averaged at 6.8% YoY for the second quarter of 2023, slower than the 8.3% average posted in the first quarter. The improvement was largely on the back of slower price increases in food, transport and utilities. Consequently, the BSP did not hike rates during its policy meetings held May and June. They nonetheless reiterated that upside risks to inflation remained and any policy actions moving forward would remain data dependent. Towards quarter-end, higher auction awards drove bond yields to go up. Investors also took the chance to consolidate gains following hawkish rhetoric from the US Federal Reserve. Meanwhile, the BTr announced that it would increase its weekly FXTN auction size to Php30bn from Php25bn in the prior months. As of June 30, 2023, PH BVAL rates were mostly lower on the long-end, while rates on the short-end were higher. The 1-year yield increased by about 100 basis points to 6.22%, while the 10-year yield declined by 68 basis points to 6.30%.

Philippine economic growth slowed to 6.4%% in the first quarter of 2023, coming from the robust 7.6% year-on-year growth posted in 2022. Post-pandemic reopening activities continued to drive consumer and business spending. Despite the slowdown from previous quarters, the country is still set to meet its 6.0%-7.0% growth target for the year.

For 2023, expect the Ekklesia Mutual Fund to stay true to its investment objective. The Fund will continue to be underweight in terms of duration vs. its benchmark. This underweight positioning will be done due to the continued high inflationary environment. Since the fund is positioned as a long-term bond fund, shareholders will get the full reward of investing for the long term and should be prepared to withstand some expected volatility.

### Top 5 Performance Indicators

- 1.) Performance vis-à-vis the Benchmark – Ekklesia Mutual fund is an actively managed bond fund whose objective is growth through investments in a diversified portfolio composed mainly of medium to long term fixed income instruments denominated in Philippine Peso or any major foreign currency. The fund returned 2.70% versus the benchmark return of 3.03%.
- 2.) Market Share in the MF Industry – Ekklesia Mutual Fund is one of the smallest peso-denominated bond funds in the Philippines. As such, it's market share stands at 0.4% as of end-June 2023.
- 3.) NAV Growth vis-à-vis Industry Growth - The Fund's average daily NAV for 2023 was at PHP 2.24 million. In the first half of 2023, Ekklesia's net asset value increased by PHP 5.52M or by 2.8% due to a combination of both an increase in market value of the funds' assets and from net subscriptions from investors. In the meantime, the Philippine Peso Bond Fund industry declined by PHP 170M or by -0.33%.
- 4.) Portfolio Quality - The fund's portfolio should at all times adhere to the investment parameters indicated in the Fund's prospectus. As of June 30, 2023, with 45.5% of the Fund's portfolio invested in government securities, 47.4% in corporate securities, 2.4% in preferreds and 4.7% in cash and cash equivalents, such as time deposits.
- 5.) Performance vis-à-vis Competition - As of the end of the 2nd Quarter of 2023, the Ekklesia Mutual Fund ranked in first place out of ten (10) funds in the bond segment in terms of year-to-date return.

Discussion and analysis of material events and/or uncertainties known to the management that would address the past and would have an impact on future operations.

Any known trends, demands, commitments, events or uncertainties that will have material impact on the issuer's liquidity:

Liquidity of the fund may be affected by the market's depth or the existence of readily available buyers and sellers in the market.

Any events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation:

None

All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period:

None

Any material commitments for capital expenditures, general purpose of such commitments, expected sources of funds for such expenditures:

None

Any known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations:

None

Any significant elements of income or loss that did not arise from the issuer's continuing operations:

The Fund Manager is not aware of any significant element of income or loss that did not arise from the Fund's continuing operations.

BPI Investment Management, Inc. (BIMI) has registered under the Foreign Account Tax Compliance Act (FATCA) as a sponsoring entity for the Funds it manages. These Funds include the ALFM Mutual Funds, Ekklesia Mutual Fund, and Solidaritas Fund. As a sponsoring entity, BIMI will perform the due diligence, withholding, and reporting obligations of the sponsored entities.

In accordance with this, investors who make initial subscriptions to the Fund from July 1, 2014 onwards have been asked to submit the necessary documents if they are identified as US citizens, or if they fall under any of the US indicia categories.

Net Asset Value Per Share ("NAVPS") for the 1<sup>st</sup> and 2<sup>nd</sup> Quarter of 2023:

QUARTER	DATE	NAVPS	
1st	5-Jan-23	2.17	<b>LOW</b>
	31-Mar-23	2.22	<b>HIGH</b>
2nd	04-Apr-23	2.22	<b>LOW</b>
	06-Jun-23	2.26	<b>HIGH</b>

**AS OF MARCH 31, 2023**

In the first quarter of 2023, the average inflation rate in the Philippines was 8.3%, which was higher than the 7.9% average recorded in the fourth quarter of 2022. Although the average was higher, the March CPI print of 7.6% was the second month in a row that we saw a slowdown in inflation. The deceleration of inflation during the period was mostly due to lower food prices and fuel expenses. To address the surging inflation, the Bangko Sentral ng Pilipinas (BSP) increased interest rates to 6.25% in March, the highest rate since November 2008. However, the BSP has noted that its next policy decision will largely depend on how consumer prices behave in the coming months. As of March 31, 2022, Philippine BVAL rates ended mostly lower, except for the 1-year yield, which increased by about 82 basis points to 6.03%. Meanwhile, the 2- to 7-year yields averaged about 40 basis points lower, while the 10-year yields declined by 77 basis points to 6.22%.

The Philippine economy posted a robust 7.6% year-on-year growth in 2022 as post-pandemic reopening activities continued to drive consumer and business spending. The figure was higher than the government's target range of 6.5%-7.5% for the year. In 2022, the BSP raised rates by a total of 350 basis points.

For 2023, expect the Ekklesia Mutual Fund to stay true to its investment objective. The Fund will continue to be underweight in terms of duration vs. its benchmark. This underweight positioning will be done due to the continued high inflationary environment. Since the fund is positioned as a long-term bond fund, shareholders will get the full reward of investing for the long term and should be prepared to withstand some expected volatility.

**Top 5 Performance Indicators**

- 1.) **Performance vis-à-vis the Benchmark** – Ekklesia Mutual fund is an actively managed bond fund whose objective is growth through investments in a diversified portfolio composed mainly of medium to long term fixed income instruments denominated in Philippine Peso or any major foreign currency. The fund returned 2.11% versus the benchmark return of 2.23%.
- 2.) **Market Share in the MF Industry** – Ekklesia Mutual Fund is one of the smallest peso-denominated bond funds in the Philippines. As such, it's market share stands at 0.4% as of end-March 2023.

- 3.) **NAV Growth vis-à-vis Industry Growth** - The Fund's average daily NAV for 2022 was at PHP \_\_\_\_\_ Million. In the first quarter of 2023, Ekklesia's net asset value increased by PHP 2.96M or by 1.5% due to net redemptions from investors. In the meantime, the Philippine Peso Bond Fund industry declined by PHP 444M or by -0.8%.
- 4.) **Portfolio Quality** - The fund's portfolio should at all times adhere to the investment parameters indicated in the Fund's prospectus. As of March 31, 2023, with 44.5% of the Fund's portfolio invested in government securities, 48.0% in corporate securities, 2.4% in preferreds and 5.0% in cash and cash equivalents, such as time deposits.
- 5.) **Performance vis-à-vis Competition** - As of the end of the 1<sup>st</sup> Quarter of 2023, the Ekklesia Mutual Fund ranked in first place out of ten (10) funds in the bond segment in terms of year-to-date return.

Net Asset Value Per Share ("NAVPS") for the 1<sup>st</sup> Quarter of 2023:

QUARTER	DATE	NAVPS	
1st	5-Jan-23	2.17	<b>LOW</b>
	31-Mar-23	2.22	<b>HIGH</b>

**AS OF DECEMBER 31, 2022**

The Philippine economy posted a robust 7.6% year-on-year growth in 2022 as post-pandemic reopening activities continued to drive consumer and business spending. The figure was higher than the government's target range of 6.5%-7.5% for the year. On the other hand, local inflation continued to accelerate, clocking in as high as 8.1% year-on-year in December as supply-side pressures persisted. Elevated prices, along with various global monetary policy tightening actions, drove the Bangko Sentral ng Pilipinas (BSP) to announce an off-cycle 75-basis point hike mid-year. In 2022, the BSP raised rates by a total of 350 basis points.

The prospect of a prolonged high-inflation environment drove yields higher across the curve in 2022, particularly on the short-end. Year-on-year, the yield on the 1-year rose by about 355 basis points to 5.21%, the 5-year yield rose by about 227 basis points to 6.47%, while the yields on 6-10-year securities rose by about 208 basis points on average. 2022 was thus another challenging year for fixed income markets.

For 2023, we expect Philippine economic growth to moderate slightly as prolonged elevated price levels limit spending. The BSP will likely consider economic data, particularly inflation, and will continue to monitor for signs of over-heating. They have continuously reiterated that they are prepared to step in and utilize their monetary policy tools as needed.

Thus, for 2023, expect the Ekklesia Mutual Fund to stay true to its investment objective. The Fund will continue to be underweight in terms of duration vs. its benchmark. This underweight positioning will be done in light of higher inflation expectations and increasing market yields. Since the fund is positioned as a long-term bond fund, shareholders will get the full reward of investing for the long term and should be prepared to withstand some expected volatility.

**Top 5 Performance Indicators**

- 3.) **Performance vis-à-vis the Benchmark** – Ekklesia Mutual fund is an actively managed bond fund whose objective is growth through investments in a diversified portfolio composed mainly of medium to long term fixed income instruments denominated in Philippine Peso or any major foreign currency. The fund returned -3.23% versus the benchmark return of -1.37%.
- 4.) **Market Share in the MF Industry** – Ekklesia Mutual Fund is one of the smallest peso-denominated bond funds in the Philippines. As such, its market share stands at 0.4% as of end-December 2022.
- 3.) **NAV Growth vis-à-vis Industry Growth** - The Fund's average daily NAV for 2022 was at PHP 195.960 Million. In 2022, Ekklesia's net asset value declined by 5.1% due to a combination of withdrawals from investors and a decline in market value of the fund's assets. In the meantime, the Philippine Peso Bond Fund industry also declined but by a much larger percentage at 16.10%.
- 4.) **Portfolio Quality** - The fund's portfolio should at all times adhere to the investment parameters indicated in the Fund's prospectus. As of December 31, 2022, with 42.8% of the Fund's portfolio invested in government securities, 48.7% in corporate securities, 2.5% in preferreds and 6.0% in cash and cash equivalents, such as time deposits.

- 5.) Performance vis-à-vis Competition - As of year-end 2022, the Ekklesia Mutual Fund placed in 10th place out of eleven (11) funds in its segment in terms of full year ROI.

**NAVPS per quarter for the year 2022:**

QUARTER	DATE	NAVPS	
1st	30-Mar-22	2.2179	LOW
	10-Jan-22	2.2533	HIGH
2nd	21-Jun-22	2.1654	LOW
	01-Apr-22	2.2160	HIGH
3rd	29-Sep-22	2.1623	LOW
	17-Aug-22	2.2060	HIGH
4th	09-Nov-22	2.1439	LOW
	19-Dec-22	2.1793	HIGH

**AS OF DECEMBER 31, 2021**

The U.S. economy grew by 5.7% in 2021, capping the strongest year of growth in nearly four decades as the country rebounded quickly from the pandemic-induced recession due to the burst of government spending along with the loose monetary policy. The Federal Reserve has kept policy rates at historic lows since the pandemic broke out, facilitating the economic recovery of the country. With strong consumer demand and low interest rates, U.S. consumer prices soared in 2021 and by the most in nearly four decades. Inflation climbed 7% in 2021 driven by higher prices for shelter and used vehicles, food, and energy, significantly higher than the 1.4% inflation rate recorded in 2020. For the year, the yield on the 10-year U.S. Treasury rose by about 60 basis points, closing at 1.51% as of December 31, 2021.

In the Eurozone, economic activity also rebounded as the region grew 5.2% in 2021, a reversal from the 6.7% contraction seen in 2020 as activity restrictions were lifted along with near-zero policy rates. Meanwhile, inflation has risen steadily in 2021, ending at 5.0% for the year as the economy rebounded from the shock of the pandemic, activity restrictions have been lifted and supply struggles to keep pace with demand, driving up energy costs and creating shortages of many materials. For the year, the yield on the 10-year Bund rose by about 39 basis points to -0.18%.

Philippine GDP grew 5.6% in 2021 after posting a 7.7% growth in the fourth quarter as loosened pandemic-related restrictions lifted business activity. The annual performance slightly beat the adjusted target range of 5% to 5.5% and reversed a record 9.6% contraction in 2020, when the country imposed prolonged lockdowns to contain the spread of COVID-19. The Philippine economy also benefited from the loose monetary policy set by the Bangko Sentral ng Pilipinas, which kept policy rates at 2.0% since November 2020. Meanwhile, inflation in the country accelerated from 2.6% in 2020 to 3.6% in 2021, rising to as high as 4.9% in August due to higher fuel and food prices arising from supply-side shocks.

Consequently, the elevated inflation rate pushed yields of government securities higher across the board in 2021. For the year, the yield on the 1-year rose by about 44 basis points to 2.0%, the 5-year yield rose by about 169 points to 4.20%, while the yields on 6-10-year securities rose by about 184 basis points on average. As a result, 2021 was a challenging year for the bond markets.

**TOP FIVE KEY PERFORMANCE INDICATORS**

1. **Performance vis-à-vis the Benchmark** – As of December 2021, the Fund posted a full year return of 1.19%, net of fees and taxes, outperforming its benchmark of 3-month US Treasury bill plus 1% by 16 basis points.
2. **Market Share in the Industry** – There are two major players in the local US Dollar fixed income mutual bond fund industry. These are namely, ALFM Dollar Bond Fund, and the PhilAm Dollar Bond Fund. ALFM Dollar Bond Fund maintained its dominant market share by the end of 2021 at 78.6%.
3. **NAV Growth vis-à-vis Industry Growth** - The Fund's average daily NAV for 2021 was at USD 290,692 Million. The US Dollar fixed income mutual bond fund industry registered an increase in net asset value by USD 56.2 Million or by 14.7% for the year 2021. The NAV of the Fund increased by 26.5% through a combination of subscriptions to the fund and through an increase in market value. The entire industry stood at USD 437.8 Million while ALFM Dollar Bond Fund is at USD USD 344.0 Million.
4. **Portfolio Quality** – As of December 2021, the fund's portfolio was invested in 20.3% in sovereign bonds, 55.3% in corporate bonds and 24.3% in short-term investments, fixed income funds, cash, deposits and other receivables – net of liabilities. The duration of the Fund was decreased from 4.6 in December 2020 to 3.90 by December 2021.
5. **Performance vis-à-vis Competition** – ALFM Dollar Bond Fund ranked 1st out of seven mutual funds in the same category based on its full year ROI in 2020.

**NAVPS per quarter for the year 2021:**

QUARTER	DATE	NAVPS	
1st	Mar-2021	2.24	LOW
	Mar-2021	2.3	HIGH
2nd	Jun-2021	2.24	LOW
	Jun-2021	2.26	HIGH
3rd	Sep-2021	2.26	LOW
	Sep-2021	2.27	HIGH
4th	Dec-2021	2.23	LOW
	Dec-2021	2.25	HIGH

**NAVPS per quarter for the year 2020:**

QUARTER	DATE	NAVPS	
1st	Mar-2020	2.2166	LOW
	Mar-2020	2.2526	HIGH
2nd	Jun-2020	2.2358	LOW
	Jun-2020	2.3047	HIGH
3rd	Sep-2020	2.2866	LOW
	Sep-2020	2.3160	HIGH
4th	Dec-2020	2.2870	LOW
	Dec-2020	2.2972	HIGH

**Discussion and analysis of material events and/or uncertainties known to the management that would address the past and would have an impact on future operations.*****Any known trends, demands, commitments, events or uncertainties that will have material impact on the issuer's liquidity:***

*Liquidity of the fund may be affected by the market's depth or the existence of readily available buyers and sellers in the market.*

***Any events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation:***

None

***All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period:***

None

***Any material commitments for capital expenditures, general purpose of such commitments, expected sources of funds for such expenditures:***

None

***Any known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations:***

None

***Any significant elements of income or loss that did not arise from the issuer's continuing operations:***

*The Fund Manager is not aware of any significant element of income or loss that did not arise from the Fund's continuing operations.*

*BPI Investment Management, Inc. (BIMI) has registered under the Foreign Account Tax Compliance Act (FATCA) as a sponsoring entity for the Funds it manages. These Funds include the ALFM Mutual Funds, Ekklesia Mutual Fund, and Solidaritas Fund. As a sponsoring entity, BIMI will perform the due diligence, withholding, and reporting obligations of the sponsored entities.*

*In accordance with this, investors who make initial subscriptions to the Fund from July 1, 2014 onwards have been asked to submit the necessary documents if they are identified as US citizens, or if they fall under any of the US indicia categories.*

#### **External Audit Fees**

The following are the aggregate fees billed by the external auditors for each of the last two calendar years (in Php):

<b>Year</b>	<b>Total</b>
2021	PhP 253,422.40
2022	PhP 278,764.64
2023 (estimate)	PhP 266,093.52

Note:

No tax fees were paid since there were no professional services rendered by Isla Lipana for tax accounting compliance, advice, planning and any other form of tax service.

Similarly, no other fees were paid for products and services provided by Isla Lipana other than the regular annual audit report.

The following are the Ekklesia Mutual Fund, Inc. Committee's approval policies & procedures for the external auditor:

- Recommend to the Board the selection of the external auditor, who will be accountable to the Board and to the Audit Committee as representatives of the shareholders. The Board and the Audit Committee will consider the external auditor's independence, effectiveness, and the approval of the fees and other compensation to be paid to the external auditor. The Audit Committee should review and discuss with the accountants on an annual basis all significant relationships the accountants have with Ekklesia Mutual Fund, Inc. to determine the accountants' independence.
- Review the performance of the external auditor and approve any proposed discharge of the external auditor when circumstances warrant.
- Periodically consult with the external auditor regarding internal controls and the fullness and accuracy of Ekklesia Mutual Fund, Inc. financial statements.
- The Audit Committee will actively engage the external auditor in dialogues regarding independence.
- Adhere to the following procedures for the approval of services by the external auditor:
  - The Audit Committee will annually approve the scope of, and fees payable for, the year-end audit to be performed by Ekklesia Mutual Fund, Inc. external auditor for the next calendar year.
  - Ekklesia Mutual Fund, Inc. may not engage the external auditor for any services unless they are approved by the Audit Committee in advance of the engagement.
  - If Ekklesia Mutual Fund, Inc. wishes to engage the external auditor for any services, Ekklesia Mutual Fund, Inc. will define and present to the Audit Committee specific projects and categories of the services to be provided, and fee estimates, for which the advance approval of the Audit Committee is required. The Audit Committee will review these requests and determine whether to pre-approve the engagement of the external auditor for the specific projects and categories of service.
  - Ekklesia Mutual Fund, Inc. will report to the Audit Committee regarding the actual spending for these projects and services, compared to the approved amounts on a quarterly basis.
  - The Audit Committee Chairperson will report to the Audit Committee at each regularly scheduled meeting the nature and amount of any non-audit services that he has approved.

#### **Corporate Governance**

The evaluation system adopted by Ekklesia Mutual Fund, Inc. to determine the level of compliance of the Board and top level management with its Manual of Corporate Governance is based primarily on the SEC Corporate Governance Self-Rating Form (CG-SRF).

Ekklesia Mutual Fund, Inc. has undertaken the following measures to fully comply with the adopted leading practices on good corporate governance:

- Consider changes, improvements, or additions to current corporate disclosure procedures
- Implement processes for identifying items where timely corporate disclosure is necessary

Except for the required changes mandated by SEC, Ekklesia Mutual Fund, Inc. has no material deviations from its Manual of Corporate Governance since it filed its CG-SRF with the SEC.

Apart from the foregoing changes or improvements being considered for corporate disclosures, there are no plans to improve the current corporate governance of Ekklesia Mutual Fund, Inc.

#### **Other Disclosures**

- There were no disagreements with the former accountant, on any matter of accounting any financial disclosure.
- There were no known trends, events or uncertainties with material impact on liquidity and sales. Neither were there events that would trigger direct or contingent financial obligations that are material to the Fund, including any default or acceleration of an obligation.
- There were no material off-balance sheet transactions, arrangements or obligations (including contingent obligations) and other relationships of the Fund with unconsolidated entities or other persons created during the reporting period.
- There were no material commitments for capital expenditures. The realized and unrealized gains on stock and fixed income investments brought by market appreciation represent the significant element of income from continuing operations.