CERTIFICATION

The undersigned certify that the responses and explanations set forth in the above Solidaritas Fund, Inc. Integrated Annual Corporate Governance Report covering 2022 are true, complete and correct of our own personal knowledge and/or based on authentic records.

	Signed	in	the	City	of	MAXATI	_ on	the _	414	dav	of
_	JULY	2	0_23								
			in					1 1			

Rev. Fr. Autonio Cecilio T. Pascual Chairman of the Board

Airman of the Board President & CEO

Atty. Rene D.G. Bañez Independent Director Monica Mei C. Young Independent Director

Rev. Fr. Lamberto S. Ramos

Atty. Sabino B. Padilla IV Corporate Secretary Meriza R. De Guzman Compliance Officer

Name	Competent Evidence of Identity	Date/Place Issued
Rev. Fr. Antonio Cecilio T. Pascual	•	
Rev. Fr. Lamberto S. Ramos		
Atty. Rene D.G. Bañez		
Monica Mei C. Young		
Atty. Sabino B. Padilla IV	TIN 113 -255-561	
Meriza R. De Guzman	TIN 406 -979 -749	

 ATTY. HENRY D. ADASA

NOTARY BUBLIC CITY OF MANHA

APPOINTMENT 097/12/31/2023 MANHA

APPOINTMENT 097/12/31/2023 MANILA ISP NO. 181139 / 01/03/2023 PTR N. 0661145 / 01/03/2023 ROLL NO. 29679, TIN NO. 172-528-620

MCIE COMP. NO. VII-000016S VALID UNTIL APRIL 14, 2025

(i) 1411 TAYUWAN ST., STA CRUZ, MANILA

ANNUAL CORPORATE GOVERNANCE REPORT FOR PUBLIC COMPANIES AND REGISTERED ISSUERS

	RECOMMENDATION
THE BOARD'S GOVERNAN	COMPLIANT/ NON-COMPLIANT
NCE RESPONSIBILITIES	ADDITIONAL INFORMATION
	EXPLANATION

Principle 1. ESTABLISHING A COMPETENT BOARD

The company should be headed by a competent, working Board to foster the long-term success of the corporation, and to sustain its competitiveness and growth in a manner consistent with its corporate objectives and the long-term best interests of its shareholders/members and other stakeholders.

3	2	1
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.	The Board has an appropriate mix of competence and expertise.	The Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.
COMPLIANT	COMPLIANT	COMPLIANT
As of December 31, 2022, the Directors are the following: 1. Rev. Fr. Antonio Cecilio T. Pascual 2. Rev. Fr. Lamberto S. Ramos 3. Rev. Fr. Antonio E. Labiao Jr. 4. Most Rev. Mylo Hubert C. Vergara, D.D. 5. Rev. Fr. Orlando B. Cantillon 6. Atty. Rene D.G. Bañez 7. Ms. Monica Mei C. Young 8. Bishop Roberto Gaa 9. Rev. Fr. Herbel F. Torres Their qualifications showing their individual competence and appropriate mix of relevant expertise is detailed in: • Annex 1 - SEC 17-A, Page 10 • Annex 2 - Manual of Corporate Governance ("MOCG"), Page 4-6 These directors remained qualified during the 2022 term.	trainings of directors to facilitate	Provide information or link/reference to a document containing information on the following: 1. Academic qualifications, industry knowledge, professional experience, expertise and relevant
We are formally submitting the accomplished Annual Corporate Governance Report for your reference. However, we would like to seek clarification on whether this document is a mandatory requirement for the Company. If it is not, please kindly disregard it and inform us accordingly.		

ω	2	-	문				票			w	2		H	=			<u> </u>
The Corporate Secretary is not a member of the Board of Directors.	The Corporate Secretary is a separate individual from the Compliance Officer.	The Board is assisted by a Corporate Secretary.	ecommendation 1.5			The Board has a policy on board diversity.	ecommendation 1.4			The company has relevant annual continuing training for all directors.	The company has an orientation program for first-time directors.		The company provides a policy on training of directors.	ecommendation 1.3			The Board is headed by a competent and qualified Chairperson.
COMPLIANT	COMPLIANT	COMPLIANT		COMPLIANT				COMPLIANT			COMPLIANT	COMPLIANT			COMPLIANT		
unus and junctions.	t containing information of the Corpora y, including his/her name, qualificatio	Provide Information or link/reference to a		Please refer to: Annex 2 - MOCG, Page 4	Indicate gender, age and competence composition of the board.	Provide information or link/reference to a document containing the company's board diversity policy.		For the annual continuing training for the directors, please refer to: • Annex 2 – MOCG, Page 12	For the orientation program, please refer to: Annex 2 – MOCG, Page 5	year, including the number of hours attended and topics covered.	Provide information or link/reference to a document containing information of the orientation program and trainings of dispersors for the courses.	Please refer to: Annex 2 - MOCG, Page 12	Provide link or reference to the company's Board Charter and Manual on Corporate Governance relating to its policy on training of directors.		His qualification showing his competence is detailed in: • Annex 1 - SEC 17-A Page 10	The chairperson during the 2022 term was Rev. Fr. Antonio Cecilio T. Pascual.	Provide information or reference to a document containing information of the Chairperson, including his/her name, qualifications, and expertise.

		н	Re	pro	Pri				4		ω		2	н	Re	4	
acommendation 2.2		The Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company, shareholders and stakeholders.	commendation 2.1	The fiduciary roles, responsibilities, and accountabilities of the Board, as provided under the law, the company's articles of incorporation and bylaws, and other legal pronouncements and guidelines should be clearly made known to all directors as well as to shareholders/members and other stakeholders.	Principle 2. ESTABLISHING CLEAR ROLES AND RESPONSIBILITIES OF THE BOARD	作の大小はいるであれたのである		corporate governance.	The Compliance Officer attends annual training/s on		The Compliance Officer is not a member of the board.	stature and authority in the corporation.	The Compliance Officer has a rank of Senior Vice- President or an equivalent position with adequate	The Board is assisted by a Compliance Officer.	commendation 1.6	The Corporate Secretary attends annual training/s on corporate governance.	
	COMPLIANT			the Board, as provided on to all directors as we	IBILITIES OF THE BOA		COMPLIANT			COMPLIANT		COMPLIANT		COMPLIANT		NON-COMPLIANT	
- Amiex 4 - MOCOL rages Tand 4	This is one of the responsibilities, duties, and functions of the Board. Please refer to: Annoy? MOCC Description of the day.	Provide information or reference to a document containing information on how the directors performed their duties (this can include board resolutions and minutes of meetings).		under the law, the company's articles of inco all as to shareholders/members and other sta	RD		In 2022, the Compliance Officer attended the Ayala Group Corporate Governance training.		e information o	Annex 1 - SEC 17-A, Page 13	The Compliance Officer of 2022 was Meriza R. De Guzman. Considering the size and limited scope of operations of the company, the Manager/Senior Manager officer rank of the Compliance Officer gives him adequate stature and authority. Please		obcument containing information of the compliance Officer, including his/her name, position, audifications, duties and functions.	Provide information or link/reference to a		Provide information or link/reference to a document containing information of the corporate governance training/s attended, including the date of training, number of hours and topics covered.	The Board is assisted by Atty, Sabino B. Padilla IV, as Corporate Secretary, who is a separate individual from the Compliance Officer, and is not a member of the Board of Directors. Please refer to: • Annex 1 – SEC 17-A, Page 12
		14	· · · · · · · · · · · · · · · · · · ·	rporation and bylaws, and other legal keholders.											すると しちょうこうくのか	The training certificates retrieved by the Corporate Secretary covers attendance in relevant trainings in 2002 and 2013. Moving forward, we will request the latest training certifications of Corporate Secretary.	

. .

	Ü٦		A	ω	2	j	Re	ω	2	ы	Re	2	н	Rec		2	
in the nomination, election or replacement/removal of a director.	The Board nomination and election policy includes an assessment of the effectiveness of the Board's processes	the board reviews the qualifications of nominated candidates.	The Roard nomination and election policy includes how	The Board nomination and election policy includes how the company accepted nominations from shareholders/members.	The Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	The Board has a formal and transparent board nomination and election policy.	commendation 2.5	The Directors do not participate in discussions or deliberations involving his/her own remuneration.	The Board adopts a policy specifying the relationship between remuneration and performance.	The Board aligns the remuneration of key officers and board members with the long-term interests of the company.	commendation 2.4	The Board adopts a policy for the retirement of directors and key officers.	The Board ensures and adopts an effective succession planning program for directors, key officers and management	commendation 2.3		The Board oversees and monitors the implementation of the company's business objectives and strategy.	The Board oversees the development and approval of the company's business objectives and strategy.
COMPLIANT		COMPLIANT		COMPLIANT	COMPLIANT	COMPLIANT		COMPLIANT	COMPLIANT	COMPLIANT		NON-COMPLIANT	NON-COMPLIANT		COMPLIANT		COMPLIANT
For the Board nomination and election policy, please refer to:	nomination, election or replacement of a director.	Provide information if there was an assessment of	oride proof g minority statements have	shortlisted and how it encourages nominations from shareholders. Provide proof if minority chareholders have a right	nomination and election policy and process and its implementation, including the criteria used in selecting new directors, how the candidates are	Provide information or reference to a document containing information on the company's		Please refer to: • Annex 2 - MOCG, Page 13	performance.	Provide information or link/reference to a document containing the company's remuneration policy and its implementation, including the relationship between remuneration and		tation.	Disclose and provide information or link/reference to a document containing the company's succession planning policies and programs and its		This is one of the responsibilities, duties, and functions of the Board. Please refer to: • Annex 2 - MOCG, Pages 10	Indicate frequency of development of business objectives and strategy.	Provide information or link/reference to a document containing information on how the directors performed this function (this can include board resolutions and minutes of meetings).
												retirement of the directors will be included in the MOCG.	In line with the Company's continuous improvement efforts, the policies on succession planning and				

	9.9			7.75		_				_	1		
-	Rec		Salton a seast that the	12		La interes	—	Re	1	2	-	70	6
The Board establishes an effective performance evaluation framework that includes a standard or criteria for assessment and ensures that Management's	ommendation 2.8		equivalent and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive, as may be applicable).	The Board is primarily responsible for assessing the	applicable).	other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive, as may be	The Board is primarily responsible for approving the selection of Management, led by the Chief Executive Officer (CEO) or his/her equivalent, and the heads of the	commendation 2.7	u ansparency of the transactions.	The RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and	The Board has overall responsibility in ensuring that there is a policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions.	commendation 2.6	The Board has a process for identifying the quality of directors/trustees that is aligned with the strategic direction of the company.
NON		COMP			COM				сом		COM		
NON-COMPLIANT		COMPLIANT			COMPLIANT				COMPLIANT		COMPLIANT		COMPLIANT
Provide information or link/reference to a document containing the Board's performance		The Board's responsibility to assess the performance of the management is found in the following: • Annex 2 - MOCG, Page 11		Provide information or reference to a document containing the Board's policy on assessing the	The Board's responsibility to approve the selection of the management is found in the following: • Annex 2 - MOCG, Page 11	identify the Management team appointed.	Provide information or reference to a document containing the Board's policy on approving the selection of management.		The policy on Related Policy Transactions (RPT) can be found on: Annex 2, MOCG, Page 20	Identify transactions that were approved pursuant to the policy.	Provide information or reference to a document containing the company's policy on related party transaction, including policy on review and approval of significant RPTs.		 Annex 2 – MOCG, Pages 9, 26, 27 and 28 The above policy outlines the process for accepting nominations from shareholders and conducting a board review of the qualifications of nominees. Additionally, the policy includes an assessment of the effectiveness of relevant Board processes, with a focus on ensuring the quality of directors aligns with the company's strategic direction.
Moving forward, the company will implement a system for regularly assessing the performance of the		14.0	4, 1,	19.0			. 19 %			7.	2 d		on Fig. 20 Bits

	2	-	Re		tu:	٥	2	1	7	2	
management strategies.	The risk management framework guides the Board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk	The Board ensures that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business risks.	commendation 2.10		The Board adopts an Internal Audit Charter.	The part of the second	The internal control system includes a mechanism for monitoring and managing potential/actual conflicts of interest of the board members/trustees, management and shareholders/members.	The Board ensures that an appropriate internal control system is in place.	commendation 2.9	The Board establishes an effective performance evaluation framework that includes a standard or criteria for assessment and ensures that personnel's performance is on par with the standards set by the Board and Senior Management	performance is on par with the standards set by the Board and Senior Management
COMPLIANT		COMPLIANT		COMPLIANT		COM BUILD	COMPLIANT	COMPLIANT		NON-COMPLIANT	
The MOCG specifies that the Board is responsible for implementing an Enterprise Risk Management (ERM) framework that enables the identification of risk exposures at both the unit and enterprise level, as well as the evaluation of risk management strategies for their effectiveness. Please refer to:		Provide information 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.		 Annex 2 - MOCG, Page 15 	Audit Charter. The Audit Committee is responsible to ensure a reliable and strong internal Audit Control system with the duly-appointed/registered investment managers own internal corporate set up. Please refer to:	• Annex 4 - MUCU, rage 14	in place, and stem. onsibility o control syste m for monit m for the Bo cholders is ir	Provide information or link/reference to a document showing the Board's responsibility in ensuring that an appropriate internal control			evaluation framework for management and personnel.
				Charter is not applicable.	Due to the size and limited scope of internal audit function at the fund, adoption of the Internal Audit				THE RESERVE OF THE PARTY OF THE	this system will be developed and communicated to all relevant stakeholders as part of the ongoing review and improvement of our corporate governance framework.	Board, in accordance with best practices and applicable laws and regulations. The specific details of

ω	2	-	Re
The Board Charter is publicly available.	The Board Charter serves as a guide to the directors/trustees in the performance of their functions. COMPLIANT	The Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary duties.	commendation 2.11
NON-COMPLIANT	COMPLIANT	COMPLIANT	
Annex 2 - MOCG, Page 10	The responsibilities, duties, and functions of the Directors are set out in the MOCG. Please refer to:	Provide link to the company's website where the Board Charter is disclosed and/or other proof that it is publicly available.	Annex 2 – MOCG, Page 19
Moving forward, the copy of MOCG will be posted on our website.			

Principle 3. ESTABLISHING BOARD COMMITTEES

The 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, compliance and other key corporate governance concerns, such as nomination and remuneration. The composition, functions and responsibilities of all the board committees should be contained in their respective board committee charters.

Rec	ommendation 3.1		
H	The Board establishes board committees that focus on specific board functions to aid in the optimal performance of its roles and responsibilities.		Provide information or link/reference to a document containing information of all board committees established by the company.
	2	COMPLIANT	Please refer to: Annex 2 – MOCG, Page 14
Rec	ommendation 3.2	THE RESIDENCE OF THE PERSON NAMED IN COLUMN TWO IS NOT THE PERSON NAME	
1 0 7	The Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal control system, internal and external		Provide information or link/reference to a document containing information of the Audit Committee, including its functions.
\$1 83	audit processes, and compliance with applicable laws and regulations.		Indicate if it is the Audit Committee's responsibility to recommend the appointment and removal of the company's external auditor.
		COMPLIANT	The responsibilities, duties, and functions of the Audit Committee are set out in the following: • Annex 2 – MOCG, Page 15
2	The Audit Committee is composed of at least three [3] qualified non-executive directors, the majority of whom, including the Chairperson, are independent directors.	COMPLIANT	Provide information or link/reference to a document containing information of the members of the Audit Committee, including their qualifications and type of directorship.

н	Re	ω	2	1	Re	2		н	Re		4	L.
All established committees have a Committee Charter stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.	commendation 3.5	At least one member of the BROC has relevant thorough knowledge and experience on risk and risk management.	The BROC is composed of at least three (3) members, the majority of whom should be independent directors, including the Chairperson.	The 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.	ecommendation 3.4	The Corporate Governance Committee is composed of at least three [3] members, majority of whom, including the Chairperson, should be independent directors.	the functions that were formerly assigned to a Nomination and Remuneration Committee.	The Board establishes a Corporate Governance Committee tasked to assist the Board in the performance of its corporate governance responsibilities including	ecommendation 3.3		The Chairperson of the Audit Committee is not the Chairperson of the Board or of any other committee.	background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.
COMPLIANT		NON-COMPLIANT	NON-COMPLIANT	NON-COMPLIANT		NON-COMPLIANT	NON-COMPLIANT			COMPLIANT		COMPLIANT
Provide information 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.		Provide information or link/reference to a document containing information on the background, skills, and/or experience of the members of the BROC.	Provide information or link/reference to a document containing information of the members of the BROC, including their qualifications and type of directorship.	Provide information or link/reference to a document containing information of the Board Risk Oversight Committee (BROC), including its functions		Provide information or link/reference to a document containing information of the members of the Corporate Governance Committee, including their qualifications and type of directorship.	Indicate if the Committee undertook the process of identifying the quality of directors aligned with the company's strategic direction, if applicable.	Provide information or reference to a document containing information of the Corporate Governance Committee, including its functions.		Please refer to: Annex 1 – SEC 17-A, Page 10	Provide information or link/reference to a document containing information of the Chairperson of the Audit Committee.	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.
		scope function of the company.	(page 19), the establishment of the Board Risk Oversight Committee is currently under evaluation, considering the size and limited	While this is provided in the MOCG		currently under evaluation, considering the size and limited scope function of the company.	While this is provided in the MOCG (page 17), the establishment of the Corporate Governance Committee is					

Pr	2
Principle 4. FOSTERING COMMITMENT	2 The Committee Charters provide standards for evaluating the performance of a committee and its members.
	COMPLIANT
	The duties and responsibilities of the Audit Committee is in the MOCG. Picase refer to: • Annex 2 - MOCG, Page 15

Non-executive directors are compliant with the maximum concurrent directorships in public
Provide information or reference to a document containing information on the directorships of the company's directors in listed companies, registered issuers and public companies.
Disclose if the company has a policy setting the limit of board seats that a non-executive director canhold simultaneously.
fer to: Annex 2 - MOCG, Page 13
Provide information or link/reference to a document containing information on any questions raised or clarification/explanation sought by the directors
For 2022, meetings were conducted online and all directors attended the aforementioned meetings.
The process and procedure of Board, Committee and shareholder meetings are set out in the MOCG. Please refer to: • Annex 2 - MOCG, Pages 13 and 28
document containing the attendance and participation of directors to Board, Committee and shareholders' meetings.
or link/reference to a
Provide information or link/reference to a document containing the process and procedure for tele/videoconferencing board and/or committee
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.
The duties and responsibilities of the Audit Committee is in the MOCG. Please refer to: • Annex 2 - MOCG, Page 15

The company prohibits independent directors and fresh perspectives are the term limit of nine (9) years, ensuring that there is a rotation of director in the same capacity after nine (9) years, the Board provides meritorious justification and seeks shareholders'/members' approval during the annual regular meeting. COMPLIANT CO	The company perpetually bars an independent director from serving in such capacity after the term limit of nine limits for its independent director. Provide information or link/reference to a document containing the company's policy on term limits for its independent director.	COMPLIANT Please refer to: • Annex 1 - SEC 17-A, Page 10	The independent directors possess all the qualifications and none of the disqualifications to hold the position. Provide information or link/reference to a document containing the qualifications of independent directors.
--	--	---	--

2 T	1 p	Reco	The l	Prin	Y.	2 d H	-	1 P T	Reco	a d.h	1 T	Reco	1 5 5 7
The Chairperson conducts an annual self-assessment of	The Board conducts an annual self-assessment of its performance as a whole.	mmendation 6.1	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.	Principle 6. ASSESSING BOARD PERFORMANCE	飲めのからなっているのではない	The meetings are chaired by the lead independent director, if applicable.	without any executive directors present	The non-executive directors (NEDs) have separate periodic meetings with the external auditor and heads of the internal audit, compliance, and risk functions,	mmendation 5.8	his/her adverse interest, abstain from taking part in the deliberations for the same, and recuse from voting on the approval of transaction.	The Directors/Trustees with material interest in a transaction affecting the comporation fully disclose	immendation 5.7	The Board designates a lead director among the independent directors if the Chairperson of the Board is not an independent director.
	NON-COMPLIANT		ssessment process. The s and competencies.			COMPLIANT	COMPLIANT			COMPLIANT			NON- COMPLIANT
			Board should regularly carry out evaluations			The appointment of the lead independent director is not applicable to the company.	Please refer to:	Provide proof and details of said meeting, if any. Provide information on the frequency and attendees of meetings.		The Directors are required to abstain from transactions in which he has adverse interest. Please refer to: Annex 2 - MOCG, Page 12	Provide proof of full disclosure and abstention, if any, of the interested director/trustee.		Provide information or link/reference to a document containing information on a lead independent director and his roles and responsibilities, if any. Indicate if Chairperson is an independent director.
assessing the performance of the	Moving forward, the company will implement a system for regularly		s to appraise its performance as a body,					A-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1					Under the MOCG, a Lead Independent Director is appointed only if the Chair and the CEO are the same person. Please refer to: • Annex 2 - MOCG, Page 5

ω

his performance.

their performance.

Each committee conducts a self-assessment of its

NON-COMPLIANT

Provide proof of self-assessments conducted by the practices and applicable laws and whole board, the individual members, the regulations. The specific details of this system will be developed and communicated to all relevant stakeholders as part of the ongoing

NON-COMPLIANT

corporate governance framework. review and improvement of our performance.

The individual members conduct a self-assessment of

NON-COMPLIANT

The Code is disclosed and ma through the company website.		The Cox Board.	which probable behavior, unaccepta external d	comme	e Boan	inciple		The share	mini perfo
The Code is disclosed and made available to the public through the company website.		The Code is properly disseminated to the members of Board.	which provide standards for professional and ethical behavior, as well as articulate acceptable and unacceptable conduct and practices in internal and external dealings of board members.	endation 7.1	The Board directors are duty-bound to apply high ethical standards, taking into account the interests of all	Principle 7. STRENGTHENING BOARD ETHICS		The system allows for a feedback mechanism from the shareholders/members.	The Board has in place a system that provides, at the minimum, criteria and process to determine the performance of the Board, individual directors/trustees and committees.
NON-COMPLIANT	COMPLIANT		COMPLIANT		indards, taking into acco		COMPLIANT		COMPLIANT
Provide a link to the company's website where the Code of Business Conduct and Ethics is posted/disclosed.	By adhering to the principles and standards set forth in the Code, the Fund Manager/Distributor is able to ensure that the Company's business is conducted with the highest level of integrity and in accordance with the best interests of the Company and its stakeholders. This not only helps to establish trust and confidence among shareholders, clients, and other stakeholders, but also helps to foster a culture of ethical behavior within the organization.	The Code of Business Conduct and Ethics of the Fund Manager/Distributor covers the standards and practices in maintaining the professional and ethical management of the Company.	Company's Code of Business Conduct and Ethics. Provide information or discuss how the company disseminated the Code to the members of the Board.		ount the interests of all stakeholders.		 Annex 2 - MOCG, Page 11 	rs/members. r to:	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
swebsite where the Ethics is posted/	principles and Code, the Fund able to ensure ess is conducted integrity and in interests of the olders. This not is trust and holders, clients, out also helps to behavior within	nduct and Ethics stributor covers practices in onal and ethical any.	duct and Ethics. show the company smbers of the Board.		holders.		e11 e11		performance of the and committees, mechanism from

oper	1 The prox relia othe	Recom	expectations	The Boa	Princip	1			1 The impl
of a company's financial condition, results and business operations.	The Board establishes corporate disclosure policies and procedures to ensure a comprehensive, accurate, reliable and timely report to shareholders/members and other stakeholders that gives a fair and complete picture	mendation 8.1	tions.	The Board should establish corporate disclosure policies and procedures that are practical and in accordance with generally accepted best practices and regulatory	Principle 8. ENHANCING COMPANY DISCLOSURE POLICIES AND PROCEDURES				The Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.
COMPLIANT				nd procedures that are	S AND PROCEDURES	DISCLOSURE AND	COMPLIANT	COMPLIANT	
Please refer to: Annex 2 – MOCG, Page 25	Provide information or link/reference to the company's disclosure policies and procedures including reports distributed/made available to shareholders/members and other stockholders.	一日の 日本		practical and in accordance with generally a		TRANSPARENCY	the organization.	Indicate who are required to comply with the Code of Business Conduct and Ethics on non-compliance. The Code of Business Conduct and Ethics of the Fund Manager/Distributor covers the standards and practices in maintaining the professional and ethical management of the Company. By adhering to the principles and standards set forth in the Code, the Fund Manager/Distributor is able to ensure that the Company's business is conducted with the highest level of integrity and in accordance with the best interests of the Company and its stakeholders. This not only helps to establish trust and confidence among shareholders, clients, and other stakeholders, but also helps to foster a culture of ethical behavior within	Provide proof of implementation and monitoring of compliance with the Code of Business Conduct and Ethics.
				cepted best practices and regulatory					

2

The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit Committee, approved by the Board and the

COMPLIANT

Please refer to:

shareholders/members.

COMPLIANT

Please refer to:

Indicate the percentage of shareholders that ratified the appointment, reappointment, removal and fees of the external auditor.

Annex 1 - SEC 17-A, Page 10
 Annex 2 - MOCG, Page 22

 The Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of external auditors.

Provide information or link/reference to a document containing the process for approving and recommending the appointment, reappointment, removal and fees of the company's external auditor.

	ار	-	N.		-		81					610	
Recommendation 10.1	The Board should ensure that the company discloses material and reportable non-financial and sustainabil	Principle 10. INCREASING FOCUS ON NON-FINANCIAL AND SUSTAINABILITY REPORTING	2 The 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.	_	performed by its external auditor in the Annual Report to manage potential conflict of interest cases.	119	2 The Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability and effectiveness on an annual basis.	the external auditor's independence and objectivity; and iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements.	responsibility the integrity and independence of ext g effective oversight to review and mo	Recommendation 9.2	company website and required disclosures.	3 For the removal of external auditor, the reasons for such removal or change are disclosed to the SEC, the shareholders/members, and the public through the	
	al and reportable non-finan	D SUSTAINABILITY REPO	COMPLIANT	COMPLIANT	7. F. 7.		COMPLIANT	COMPLIANT	"		COMPLIANT	7 0 7	
THE RESERVE THE PERSON NAMED IN COLUMN TWO IS NOT THE PERSON NAMED IN COLUMN TWO IS NAMED IN COLUMN TWIND TWO IS NAMED IN COLUMN TWO IS NAMED IN COLUMN TWO IS NAMED IN	cial and sustainability issues.	RTING	Provide link or reference to guidelines or policies on non-audit services. Please refer to: Annex 2, MOCG, Page 22	Please refer to: Annex 1, SEC 17-A, Page 10	by the external auditor, if any. The Company did not engage the external auditor for other services.			(3 - 7 - 0	Provide link/reference to the company's Audit		Please refer to: Annex 2 – MOCG, Page 16	Provide information or link/reference to a document containing the company's reason for removal or change of external auditor.	 Annex 1 – SEC 17-A, Page 10
						一 一 日本							

The company discloses to all shareholders/members and other stakeholders the company's strategic and operational objectives with emphasis on the management of environmental, economic, social and governance (EESG) issues of its business which underpin sustainability.	The Board has a clear and focused strategy on the disclosure of non-financial information.
NON-COMPLIANT	NON-COMPLIANT
Provide link or reference to the company's disclosure of strategic and operational objectives, with emphasis on EESG matters.	Disclose or provide link to the company's policies At present, we do not have any and practices on the disclosure of non-financial disclosure regarding the information, including EESG issues.
However, the Company acknowledges its importance and potential impact on our stakeholders. Moving forward, the Company is committed to assessing the relevance/applicability of a framework for the management of EESG issues and to provide transparent disclosure in our future reports and communications.	At present, we do not have any disclosure regarding the

N

•

Principle 11. PROMOTING A COMPREHENSIVE AND COST-EFFICIENT ACCESS TO RELEVANT INFORMATION

decision-making by investors, stakeholders and other interested users. The company should maintain a comprehensive and cost-efficient communication channel for disseminating relevant information. This channel is crucial for an informed

The company has a website to ensure a comprehensive, disseminating relevant information to the public.

COMPLIANT

Provide link to the company's website.

Please refer to:

https://www.alfmmutualfunds.com/

INTERNAL CONTROL AND RISK MANAGEMENT FRAMEWORKS

Principle 12. STRENGTHENING INTERNAL CONTROL AND RISK MANAGEMENT SYSTEMS

enterprise risk management system. 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

1 The company has an adequate and effective internal control system in the conduct of its business. COMPLIANT control systems of the Fund Manager (BIMI), The business of the Company is conducted mainly by the Fund Manager/Distributor, who have adequate internal control systems. For the internal please refer to: Indicate frequency of review of the internal control List quality service programs for the internal audit

https://www.alfmmutualfunds.com/file-library

Berna	-0.11	1	Red	The	Pri			н	Red				2
commendation 13.9	Governance.	The Board ensures that basic shareholder/member rights are disclosed in the Manual on Corporate	commendation 13.1	The company should treat all shareholders/members fairly and equitably, and also recognize, protect and	Principle 13. PROMOTING SHAREHOLDER/MEMBER RIGHTS	CULTIVATING A SY	and improve the company's operations.	The company has in place an independent internal audit function that provides an independent and objective assurance, and consulting services designed to add value	commendation 12.2			Dusiness.	The company has an adequate and effective enterprise risk management framework in the conduct of its
COMP. PIGM.	COMPLIANT			and equitably, and also r	HTS	CULTIVATING A SYNERGIC RELATIONSHIP	COMPLIANT			COMPLIANT			
• Annex 2 - Moule, Page 26	Please refer to:	Provide link or reference to the company's Manual on Corporate Governance where		recognize, protect and facilitate the exercise of their rights.		HIP WITH SHAREHOLDERS/MEMBERS	The Company has engaged an external auditor which has issued an unqualified audit opinion for 2022. Please refer to: • Annex 1, SEC 17-A	Disclose if the internal audit is in-house or outsourced. If outsourced, identify external firm hired.		The business of the Company is conducted mainly by the Fund Manager/Distributor, who have adequate Enterprise Risk Management Framework. For the internal control systems of the Fund Manager (BIMI), please refer to: • https://www.alfmmutualfunds.com/file-library	Indicate frequency of review of the enterprise risk management framework.	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.	Identify international framework used for Enterprise Risk Management
				their rights.									

	Manual on Carporate Governance Please refer to: Annex 2 - MOCG, Page 28	COMPLIANT	amicable and encouve mailler.	
	Provide link/reference to where it is found in the		intra-corporate dispute	
	Provide details of the alternative dispute resolution made available to resolve intra-corporate disputes.		1 The Board makes available, at the option of a shareholder/member, an alternative dispute	
			Recommendation 13.4	
The preliminary results of the voting tickets were validated and presented during the Annual Stockholders Meeting. The final results were reflected in the minutes of the meeting.	Indicate also if the voting on resolutions was by poll. Include whether there was opportunity to ask question and the answers given, if any.	NON-COMPLIANT		
To facilitate an organized and efficient Question and Answer portion, attendees were requested to submit their questions, comments, clarifications, and suggestions via email. All questions submitted were addressed during the Q&A portion of the meeting.	Provide link to minutes of meeting in the company website. Indicate voting results for all agenda items, including the approving, dissenting and abstaining votes.		Shareholders'/Members' Meetings were made available on the company website within five (5) business days from the date of the meeting.	
Moving forward, the Company will publish the minutes of the meeting on the Company website.	Provide information or reference to a document containing 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.	NON-COMPLIANT	The Board encourages active shareholder/n participation by making the result of the vote during the most recent Annual or Shareholders'/Members' Meeting publicly availanext working day.	
THE REAL PROPERTY AND PROPERTY	· · · · · · · · · · · · · · · · · · ·		Recommendation 13.3	
	Please refer to: Annex 2 - MOCG, Page 29	COMPLIANT		01
	The Annual Stockholders Meeting was held on Dec 19, 2022 via Zoom. The notice and agenda for the Annual Stockholders Meeting are indicated in the Notice to the stockholders.		Q	
	Indicate the number of days before the annual or special stockholders'/members' meeting when the notice and agenda were sent out. Provide link to the Agenda included in the company's Information Statement (SEC Form 20-IS).		1 The Board encourages active shareholder participation by sending the Notice of Annual and Special Shareholders'/Members' Meeting with sufficient and relevant information at least twenty-one (21) days before the meeting.	

72	ecommendation 13.5			一年 日本
ъ.	The Board establishes an Investor Relations Office (IRO) or Customer Relations Office (CRO) or its equivalent to		Disclose the contact details of the officer/office responsible for investor relations, such as:	
	ensure constant engagement with its shareholders/members.		The Client Servicing Team for the fund was Marcelo M. Verdillo with the following	
		COMPLIANT	639208618055 mmverdillo@bpi.com.ph	
2	The IRO or CRO or its equivalent is present at every shareholders'/members' meeting.		Indicate if the IRO or CRO or its equivalent was present during the ASM.	
		COMPLIANT	Mr. Verdillo attended the Annual Stockholder Meeting for this Fund on December 10, 2022	
		DUTIES TO STAKEHOLDERS		
P	Principle 14. RESPECTING RIGHTS OF STAKEHOLDERS AND EFFECTIVE REDRESS FOR VIOLATION	ND EFFECTIVE REDRES	SS FOR VIOLATION OF STAKEHOLDER'S RIGHTS	
5 1	The rights of stakeholders established by law, by contractual relations and through voluntary commitments must be respected. Interests are at stake, stakeholders should have the opportunity to obtain prompt effective redress for the violation of their rights.	al relations and through		Where stakeholders' rights and/or
=	ecommendation 14.1			
1	The Board identifies the company's various stakeholders and promotes cooperation between them and the company in creating wealth, growth and sustainability.		Identify the company's stakeholders and provide information or reference to a document containing the company's policies and programs for its stakeholders.	
		COMPLIANT	 Please refer to: Annex 2 – MOCG, Page 29 	
7	ecommendation 14.2			
	The Board establishes clear policies and programs to provide a mechanism on the fair treatment, protection and enforcement of the rights of stakeholders.		identify policies and programs for the protection, fair treatment and enforcement of the rights of the company's stakeholders.	
		COMPLIANT	Please refer to: Annex 2 - MOCG, Page 29	
P	Principle 15, ENCOURAGING EMPLOYEES' PARTICIPATION	N		
a A	A mechanism for employee participation should be developed to create a symblotic working environment consistent with the realization of the company's objectives and good corporate governance goals.	ed to create a symbiotic	working environment consistent with the realization	of the company's objectives
=	ecommendation 15.1			
-	The Board establishes policies, programs and procedures that encourage employees to actively		Provide information or link/reference to company policies, programs and procedures that encourage employee participation.	
	in its governance.	COMPLIANT	Due to the investment Fund's structure, where the Fund does not employ any personnel and all daily	

the company to grow its business, while contributing to the advancement of the society where it operates.	The company recognizes and places importance on the interdependence between business and society, and promotes a mutually beneficial relationship that allows	ommendation 16.1	The company should be socially responsible in all its dealings with the communities in which it operates. It should ensure that its interactions serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development.	Principle 16. ENCOURAGING SUSTAINABILITY AND SOCIAL RESPONSIBILITY		The Board supervises and ensures the enforcement of the whistleblowing framework. NON-COMPLIANT	The Board establishes a suitable framework for whistleblowing that allows employees to have direct access to an independent member of the Board or a unit created to handle whistleblowing concerns. NON-COMPLIANT	The Board establishes a suitable framework for whistleblowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation. NON-COMPLIANT	ommendation 15.3	-	The Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program in its Code of Business Conduct and Ethics. COMPLIANT	ommendation 15.2	
Please refer to: Annex 2 - MOCG, Page 4	Provide information or reference to a document containing the company's community involvement and environment-related programs.		in which it operates. It should ensure that its prehensive and balanced development.			Provide information on how the board supervised and ensured enforcement of the whistleblowing framework, including any incident of whistleblowing.	protect the employees from retaliation. Provide contact details to report any illegal or unethical behavior.	Disclose or provide link/reference to the company whistleblowing policy and procedure for employees. Indicate if the framework includes procedures to		program to the employees across the organization. Due to the Investment Fund's structure, where the Fund does not employ any personnel and all daily transactions are handled by the Fund Manager/Distributor, the Code of Business Conduct and Ethics of the Fund Manager/Distributor encompasses the necessary policies. These policies are regularly communicated to their employees.	identify or provide link/reference to the company's policies, programs and practices against corruption.		Manager/Distributor, the policies on employee participation in goals of the Fund Manager/Distributor encompasses the necessary policies.
		The state of the s	interactions serve its environment and		THE RESERVE TO SERVE	encompasses th		Due to the Investment Fund's structure, where the Fund does not				· · · · · · · · · · · · · · · · · · ·	

e V