

CORPORATE GOVERNANCE ASSESSEMENT SEAL

BOARD OF DIRECTORS

Requirement	Compliance																
1. Does the Board appoint a Nomination Compensation/Remuneration committee?	<p>✓ The PHILGUARANTEE Board has a Corporate Governance Committee which functions as the Nomination and Compensation/Remuneration Committee. The members of the Committee are</p> <ul style="list-style-type: none"> - Director Stephen A. Antig - Director Cyd Tuano-Amador - Director Tomasa H. Lipana <p>✓ See page 12 PHILGUARANTEE (PhilEXIM) Manual of Corporate Governance and Board-level Committee for CY 2020 for the members of the Committee.</p>																
2. Did the Nomination Compensation/Remuneration Committee meet at least twice during the year?	<p>✓ Yes. The Corporate Governance Committee had four (4) meetings for CY 2020, viz:</p> <ul style="list-style-type: none"> - February 24, 2020 - May 25, 2020 - September 15, 2020 - December 4, 2020 <p>✓ See Item 4 of the Corporate Governance Committee Accomplishment Report for CY 2020</p> <p>✓ The Corporate Governance Committee had the following number of meetings per year:</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th>CY</th><th>No. of Meetings</th></tr> </thead> <tbody> <tr><td>2014</td><td>4</td></tr> <tr><td>2015</td><td>3</td></tr> <tr><td>2016</td><td>3</td></tr> <tr><td>2017</td><td>8</td></tr> <tr><td>2018</td><td>4</td></tr> <tr><td>2019</td><td>5</td></tr> <tr><td>2020</td><td>4</td></tr> </tbody> </table>	CY	No. of Meetings	2014	4	2015	3	2016	3	2017	8	2018	4	2019	5	2020	4
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3. If yes, is the report of the Nomination Compensation/Remuneration Committee publicly disclosed?	<p>✓ Yes. See Item 5 of the Corporate Governance Committee Accomplishment Report for CYs 2014, 2015, 2016, 2017, 2018, 2019 & 2020</p>																
4. Does the Board appoint an Audit Committee?	<p>✓ Yes. The PHILGUARANTEE Board has an Audit Committee. The members are</p> <ul style="list-style-type: none"> - Director Tomasa H. Lipana - Director Blesila A. Lantayona <p>✓ See Members of the Board-level Committees as of CY 2020 and Audit Committee Accomplishment Report for CYs 2014, 2015, 2016, 2017, 2018, 2019 & 2020 and page 16 of</p>																

	the PHILGUARANTEE (PhilEXIM) Corporate Governance Manual.																
5. If yes, is the report of the Audit Committee publicly disclosed?	<ul style="list-style-type: none"> ✓ Yes. See Item 5 of the Audit Committee Accomplishment Report for CYs 2014, 2015, 2016, 2017, 2018, 2019 & 2020. 																
6. Does at least one member of the Audit Committee have an audit accounting or finance background (qualification or experience)?	<ul style="list-style-type: none"> ✓ Yes. The members of the Audit Committee have audit, accounting or financial background. ✓ The Chairperson Lipana is a Certified Public Accountant, while Director Lantayona is an economics major and holds an MBA degree. ✓ See Item 1 of the Audit Committee Accomplishment Report for CYs 2014, 2015, 2016, 2017, 2018, 2019 & 2020 for the qualification and experience of the members and Individual Brief Profile of Directors Lipana and Lantayona. 																
7. Did the Audit Committee meet at least four times during the year?	<ul style="list-style-type: none"> ✓ Yes. The Audit Committee had seven (7) meetings, viz: <ul style="list-style-type: none"> - January 27, 2020 - February 24, 2020 - May 20, 2020 - August 20, 2020 - September 16, 2020 - September 28, 2020 - December 11, 2020 ✓ See Item 4 of the Audit Committee Accomplishment Report for CYs 2014, 2015, 2016, 2017, 2018, 2019 & 2020 for the number of meetings convened for each year. <table border="1"> <thead> <tr> <th>CY</th><th>No. of Audit Com. Meeting</th></tr> </thead> <tbody> <tr> <td>2014</td><td>9</td></tr> <tr> <td>2015</td><td>4</td></tr> <tr> <td>2016</td><td>6</td></tr> <tr> <td>2017</td><td>7</td></tr> <tr> <td>2018</td><td>6</td></tr> <tr> <td>2019</td><td>6</td></tr> <tr> <td>2020</td><td>7</td></tr> </tbody> </table>	CY	No. of Audit Com. Meeting	2014	9	2015	4	2016	6	2017	7	2018	6	2019	6	2020	7
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8. Does the Board appoint a Risk Management Committee?	<ul style="list-style-type: none"> ✓ Yes. The PHILGUARANTEE Board has a Risk Oversight Committee. The members of the Committee are <ul style="list-style-type: none"> - Director Stephen A. Antig - Director Alberto E. Pascual - Director Michael Roberto Reyes - Director Tomasa H. Lipana ✓ See Member of the Board-level Committees for CY 2020, Item 1 of the Risk Oversight Committee 																

	Accomplishment Report for CYs 2014, 2015, 2016, 2017, 2018, 2019 & 2020 and page 14 of the PHILGUARANTEE (PhilEXIM) Corporate Governance Manual.																
9. If yes, is the report on Risk Management Committee publicly disclosed?	✓ Yes. See Item 5 of the Risk Oversight Committee Accomplishment Report for CYs 2014, 2015, 2016, 2017, 2018, 2019 & 2020.																
10. Does at least one member of the Risk Management Committee have a background in finance and investments?	✓ Yes. The members of the Risk Oversight Committee have a background on business, finance and investments. ✓ See Item 1 of the Risk Oversight Committee Accomplishment Report for CYs 2014, 2015, 2016, 2017, 2018, 2019 & 2020 for the background of the members and Individual Brief Profile of Directors Anitg, Pascual, Reyes and Lipana.																
11. Are the Board of Directors meetings scheduled at the beginning of the year?	✓ Yes. The Annual Board and Board-level Committees Schedule are submitted for notation to the Board every end of the year. <table border="1"> <thead> <tr> <th>CY</th><th>Noted by the Board</th></tr> </thead> <tbody> <tr> <td>2014</td><td>November 27, 2013</td></tr> <tr> <td>2015</td><td>December 12, 2014</td></tr> <tr> <td>2016</td><td>December 18, 2015</td></tr> <tr> <td>2017</td><td>December 16, 2016</td></tr> <tr> <td>2018</td><td>December 18, 2017</td></tr> <tr> <td>2019</td><td>December 14, 2018</td></tr> <tr> <td>2020</td><td>December 17, 2019</td></tr> </tbody> </table> ✓ For CY 2020, it was noted and approved on December 17, 2019 as contained in the Item 4 of the Board accomplishment for CY 2020 and 2020 Schedule of Board & Board-level Committee Meetings	CY	Noted by the Board	2014	November 27, 2013	2015	December 12, 2014	2016	December 18, 2015	2017	December 16, 2016	2018	December 18, 2017	2019	December 14, 2018	2020	December 17, 2019
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12. Does the Board of Directors meet at least monthly?	✓ Yes. The Board meets at least once a month. ✓ See Summary of Meetings for CY attached to the Board Accomplishment Report for CYs 2014, 2015, 2016, 2017, 2018, 2019 & 2020.																
13. Did the Board of Directors meet on at least 75% on their scheduled meetings?	✓ No. The Board was not able to meet on the exact scheduled date of the meetings because of valid reasons as indicated in the Summary of Meeting for CY 2020 attached to the Board Accomplishment Report for CY 2020.																
14. Has each of the directors/commissioners attended at least 90% of all the Board meeting	✓ No. The members have attended less than 90% of the board meetings held in year 2020.																

held during the year?	✓ See Attendance Record of the Directors for CY 2020.
15. Did the Board of Directors meet separately at least once during the year without the President/CEO present?	<p>✓ During the March 2020 meeting of the Board of Directors, the President and CEO Pascual stepped out of the meeting room when the Board was discussing the nomination and election for the position of the President and CEO.</p> <p>✓ See Item 5 Board Accomplishment Report for CY 2020 showing one of the items discussed is the nomination and election of President and CEO. Board minutes are available for validation.</p>
16. Does the GOCC have a policy that stipulates Board papers for Board Directors/Commissioners meetings be provided to the Board at least three (3) working days in advance of the board meeting?	✓ Yes. It is stipulated in Board Resolution No. 2006, Series of 2008. See Item 2 of the Board Accomplishment Report for CY 2020.
17. Is the Board Secretary trained in legal, accountancy or company secretarial practices?	<p>✓ Yes. PHILGUARANTEE's Corporate Secretary is a lawyer and has background, experience and trainings as Corporate Secretary.</p> <p>✓ See Item 1 of the CYs 2014, 2015, 2016, 2017, 2018, 2019 & 2020 Board Accomplishment Report.</p>
18. Does the company have a separate internal audit function?	<p>✓ Yes. PHILGUARANTEE has an established independent Internal Audit Office as shown in the PHILGUARANTEE (PhilEXIM) Corporate Governance Manual and organizational structure of the Corporation.</p> <p>✓ See page 19 of the PHILGUARANTEE (PhilEXIM) Corporate Governance Manual and organizational structure of the Corporation.</p>
19. Does the appointment and removal of the internal auditor require the approval of the Audit Committee?	<p>✓ Yes. It is provided on page 2 of the Internal Audit Charter and Item 7.3.7 of the Audit Committee Charter both approved on March 3, 2020.</p> <p>✓ See page 2 of the Internal Audit Charter and Item 7.3.7 of the Audit Committee Charter both approved on March 3, 2020.</p>
20. Do different persons assume the roles of Chairman and CEO	<p>✓ Yes. The roles of the Chairperson and President/CEO are held by different person.</p> <p>✓ For CY 2020, the Chairperson is Finance Secretary Carlos Dominguez with his First Alternate, National Treasurer Rosalia De Leon and Second Alternate USEC Soledad Emilia J. Cruz.</p>

	<p>✓ See List of Governing Board for CY 2020</p> <table> <tr> <td>CY 2014</td><td>Alternate Chairperson- Soledad Emilia J. Cruz Pres./CEO- Ermilando D. Napa</td></tr> <tr> <td>CY 2015</td><td>Alternate Chairperson- Gil S. Beltran Pres./CEO- OIC Florencio P. Gabriel Jr.</td></tr> <tr> <td>CY 2016</td><td>Alternate Chairperson- Roberto B. Tan Pres./CEO- OIC Florencio P. Gabriel, Jr.</td></tr> <tr> <td>CY 2017</td><td>Alternate Chairperson- TOP Rosalia V. De Leon Pres./CEO- OIC Florencio P. Gabriel, Jr.</td></tr> <tr> <td>CY 2018</td><td>Alternate Chairperson- TOP Rosalia V. De Leon Pres./CEO- Emmanuel G. Herbosa</td></tr> <tr> <td>CY 2019</td><td>Alternate Chairperson- TOP Rosalia V. De Leon Pres./CEO- Alberto E. Pascual</td></tr> <tr> <td>CY 2020</td><td>First Alternate Chairperson- TOP Rosalia V. De Leon Second Alternate Chairperson – USec. Soledad Emilia J. Cruz Pres./CEO- Alberto E. Pascual</td></tr> </table>	CY 2014	Alternate Chairperson- Soledad Emilia J. Cruz Pres./CEO- Ermilando D. Napa	CY 2015	Alternate Chairperson- Gil S. Beltran Pres./CEO- OIC Florencio P. Gabriel Jr.	CY 2016	Alternate Chairperson- Roberto B. Tan Pres./CEO- OIC Florencio P. Gabriel, Jr.	CY 2017	Alternate Chairperson- TOP Rosalia V. De Leon Pres./CEO- OIC Florencio P. Gabriel, Jr.	CY 2018	Alternate Chairperson- TOP Rosalia V. De Leon Pres./CEO- Emmanuel G. Herbosa	CY 2019	Alternate Chairperson- TOP Rosalia V. De Leon Pres./CEO- Alberto E. Pascual	CY 2020	First Alternate Chairperson- TOP Rosalia V. De Leon Second Alternate Chairperson – USec. Soledad Emilia J. Cruz Pres./CEO- Alberto E. Pascual
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21. Does the GOCC have orientation programs for new Directors?	<p>✓ Yes. All newly designated and appointed Board members are given Board orientation (on-boarding) and provided with an on-boarding kit.</p> <p>✓ For CY 2020, there is no new Director appointed. Nonetheless, the Board members were oriented on the protocols, conduct, and participation to video conferencing meetings as provided in GCG and SEC guidelines.</p> <p>✓ See Item 8 of the Board Accomplishment Report for CY 2020</p>														
22. Does the GOCC have a policy that encourages Directors/Commissioners to attend on-going or continuous professional education?	<p>✓ Yes. See page 34 “VIII. Training Process” of the PHILGUARANTEE (PhilEXIM) Manual of Corporate Governance.</p>														
23. Did all Appointive Directors attend at least 1 training for the calendar year?	<p>✓ Yes. All Appointive Directors have attended at least one training for CY 2020.</p> <p>✓ See 2014, 2015, 2016, 2017, 2018, 2019 & 2020 Trainings/Seminars Attended</p>														
24. Is annual performance assessment conducted of the Board of Directors?	<p>✓ Yes. The Board member/s accomplishes the following:</p> <p>a. BSP required - Corporate Governance Assessment on an annual basis to assess the Board's performance and effectiveness as a body, performance of</p>														

	<p>the Corporation, various Committees and President & CEO; and</p> <p>b. GCG required internet-based Director Performance Review</p> <p>✓ See V. Other Reports – Board Appraisal System – Criteria, Procedures and Corporate Assessment Forms</p>
25. Does the GOCC disclose the process followed in conducting the Board assessment?	<p>✓ Yes. The conduct of the PHILGUARANTEE Performance/Corporate Governance Assessment including the mechanics, procedures, assessment forms were endorsed by the Corporate Governance Committee on March 16, 2021 and approved by the Board on March 30, 2021.</p> <p>✓ See V. Other Reports – Board Appraisal System – Criteria, Procedures and Corporate Assessment Forms</p> <p>a. Corporate Governance Self-Assessment</p> <p>b. Peer Assessment of Directors</p> <p>c. Performance Assessment of the President/CEO</p> <p>d. Self-Assessment on the Performance of the Board Committees</p>
26. Does the GOCC disclose the criteria used in the assessment?	<p>✓ Yes. The criteria for Board assessment is clearly stated in the mechanics, procedures and assessment forms.</p> <p>✓ See V. Other Reports – Board Appraisal System – Criteria, Procedures and Corporate Assessment Forms</p> <p>a. Corporate Governance Self-Assessment</p> <p>b. Peer Assessment of Directors</p> <p>c. Performance Assessment of the President/CEO</p> <p>d. Self-Assessment on the Performance of the Board Committees</p>
27. Is an annual performance assessment conducted of the Board of Directors Committees?	<p>✓ Yes. For CY 2020, the PHILGUARANTEE Performance/Corporate Governance Assessment Forms were distributed/conducted starting April 16, 2021 to all Board members and the results were discussed by the Corporate Governance Committee on its June 22, 2021 meeting and reported to the Board on its June 29, 2021 meeting.</p> <p>✓ See Board Accomplishment Report for CY 2020 and V. Other Reports – Board Appraisal System – Criteria, Procedures and Corporate</p>

	Assessment Forms
28. Are there members of the Board of Directors who hold more than five (5) positions in GOCCs and PLCs?	<ul style="list-style-type: none"> ✓ The Appointive Directors as of December 31, 2020 do not hold more than five (5) positions in GOCCs and PLCs. ✓ See Individual Brief Profiles of the Appointive Directors for CY 2020.