



SECURITIES AND EXCHANGE COMMISSION

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REPUBLIC OF THE PHILIPPINES)
) S.S.

Certification

I **ANALIE L. GENEROSO**, Corporate Secretary of **Asia Pacific Medical Center – Iloilo, Inc.** (Formerly: **Allied Care Experts (ACE) Medical Center-Iloilo Inc.**), with SEC registration number **CS201423954** with principal office at **Barangay Ungka, Jaro, Iloilo City**, on oath state:


- 1) That on behalf of **Asia Pacific Medical Center – Iloilo, Inc. (formerly Allied Care Experts (ACE) Medical Center-Iloilo Inc.)**, I have caused this **Annual Corporate Governance Report (ACGR)** dated 29 June 2024 to be prepared;
- 2) That I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records;
- 3) That the company **Asia Pacific Medical Center – Iloilo, Inc. (formerly Allied Care Experts (ACE) Medical Center-Iloilo Inc.)**, will comply with the requirements set forth in SEC Memorandum Circular No. 18 dated October 9, 2023 for a complete and official submission of reports and/or documents through electronic mail; and
- 4) That I am fully aware that documents filed online which requires pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of a filing fee.

IN WITNESS WHEREOF, I have hereunto set my hand this 29 day of June 2024 at Iloilo City.


ANALIE L. GENEROSO
Affiant

SUBSCRIBED AND SWORN to before me this 29 day of June 2024 at Iloilo City, Philippines, affiant exhibiting to me her valid Driver's License ID# F12-11-001753 issued at Pasig City.

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Book No. 1
Series of 2024


NOTARY PUBLIC
ATTY. CARL DAVED G. GALON
Notary Public
For the City and Province of Iloilo
Notarial Commission Reg. No. 759 valid until 12/31/2025
Blk. 5, Lot. 6, Bolilao, Mandyrao, Iloilo City
Roll No. 90260 - 12/22/2023
ISP No. 847671 - 2/8/2024
PTR No. 424216 - 1/17/2024



SEC FORM-ACGR (FOR PC/RI)

ANNUAL CORPORATE GOVERNANCE REPORT FOR PUBLIC COMPANIES AND REGISTERED ISSUERS

1. For the fiscal year ended **31 December 2023**
2. SEC Registration Number **CS201423954**
3. BIR Tax Identification Number **008-922-703-000**
4. Exact Name of the Issuer as specified in its charter **ASIA PACIFIC MEDICAL CENTER –ILOILO, INC.**
5. Province, Country or other jurisdiction of incorporation or organization**ILOILO**.....
6. Address of Principal Office **Brgy. Ungka, Jaro, Iloilo City**.....
7. Postal Code ...**5000**.....
8. Issuer's telephone number, including area code**(033) 3215748**.....
9. Former name, former address, and former fiscal year, if changed since last report

ALLIED CARE EXPERTS (ACE) MEDICAL CENTER – ILOILO, INC.; IMS Bldg., Brgy. Bantud Lapaz Iloilo City.....
10. Industry Classification Code (For SEC's use only)

ANNUAL CORPORATE GOVERNANCE REPORT FOR PUBLIC COMPANIES AND REGISTERED ISSUERS

RECOMMENDATION	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
THE BOARD'S GOVERNANCE RESPONSIBILITIES			
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.			
Recommendation 1.1			
1 The Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.	Compliant	In compliance with the requirements of the SEC, the Company's Annual Reports contain comprehensive profiles of the Board of Directors which disclose the age, qualifications, date of appointment, relevant experience and directorships in other companies. The Biographical details of the Board of Directors and Executive Officers are also posted on the company website. Directors comply with all the qualifications and requirements of the SEC and remain qualified throughout the term. These includes required working knowledge, experience or expertise and competence relevant to the healthcare industry.	
2 The Board has an appropriate mix of competence and expertise.	Compliant	Eleven members of the Board are doctors-businessmen who are hardwired to understand what matters in the business and driven to craft strategies that would maximize the value of the business.	
3 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.	Compliant	<p>One member of the Board is a public relations and mass media expert whose family owns a newspaper and PR consultancy firm. His insights in the promotion of the APMC brand is expected to enhance the company's image as it positions itself as a leader in Hospital services in the region.</p> <p>One Independent Director is also a CEO of various companies and his experience also guide the Board in crafting strategies for the attainment of the company's goals.</p> <p>Aside from being a doctor, the Chairman is also a pharmaceutical tycoon and has been a Vice Chairman in the Committee on Health of the House of Representatives and authored health-related laws. He was also the Chairman of the Committee on Trade of Industry in the House of Representatives during the passage of the Revised Corporation Code on February 20 2019.. He brings with him business acumen and a</p>	

			<p>healthy dose of constructive legal perspective together with a lawyer-businessman in the Board who is also a former legislator. Another Independent Director is a law graduate and a former Local Chief Executive whose experience provide a fresh perspective on compassionate management.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> • 2023 17-A ANNUAL REPORT (pp. 32-38): https://apmc-iloilo.com/wp-content/uploads/2024/04/17-A-Report-2023.pdf • APMC ILOILO Website: https://apmc-iloilo.com/governance/board-of-directors-and-organizational-structure/ 	
Recommendation 1.2				
1	The Board is headed by a competent and qualified Chairperson.	Compliant	<p>The Chairman of the Board is Dr. Ferjenel G. Biron. His profile which establishes his competence and qualification is set forth in the 2023 17-A Report and in the Company website.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> • 2023 17-A ANNUAL REPORT (pp. 32-38): https://apmc-iloilo.com/wp-content/uploads/2024/04/17-A-Report-2023.pdf • APMC ILOILO Website: https://apmc-iloilo.com/governance/board-of-directors-and-organizational-structure/ 	
Recommendation 1.3				
1	The company provides a policy on training of directors.	Compliant	<p>The Company aims to ensure that the members of the Board and Company Officers are provided with the necessary, relevant, and appropriate training and/or development programs annually. The annual training of the members of the Board and Company officers ensures that they are kept abreast of the developments in the business and regulatory landscapes of the industry.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> • POLICY ON TRAINING OF DIRECTORS: https://apmc-iloilo.com/wp-content/uploads/2023/06/Policy-On-The-Training-Of-Directors_1.pdf • DIRECTORS' TRAINING IN 2023: https://apmc-iloilo.com/wp-content/uploads/2024/07/LIST-OF-TRAININGS-OF-BOD-2023_1.pdf 	

2	The company has an orientation program for first-time directors.	Compliant	As stated in the Manual on Corporate Governance, it is the belief of the Company that all Directors will have more meaningful contribution to the Company if each is properly and suitably informed of the activities of the Company which can be earliest achieved through a Comprehensive Orientation Program for all directors upon joining the Board . In 2023, Mary Flor Gafate-Ong attended the Orientation Training conducted by the Corporate Secretary on 27 July 2023 via Zoom. Subsequently, Dr. Gafate-Ong visited the Hospital Building. She also attended the Corporate Governance Orientation Program conducted by the Institute of Corporate Directors on 7-8 November 2023.	
3	The company has relevant annual continuing training for all directors.	Compliant	<p>The policy on the Orientation of New Directors and Annual Continuing Training for all directors is published in the Company website as well as the training of directors for the covered year, including the number of hours attended and topics covered.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE page 16: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf POLICY ON TRAINING OF DIRECTORS: https://apmc-iloilo.com/wp-content/uploads/2023/06/Policy-On-The-Training-Of-Directors_1.pdf DIRECTORS' TRAINING IN 2023: https://apmc-iloilo.com/wp-content/uploads/2024/07/LIST-OF-TRAININGS-OF-BOD-2023_1.pdf 2023 ORIENTATION OF NEW DIRECTORS: https://drive.google.com/drive/folders/1FNbOX22qtbLHp1s9Fa49C8binzqYw8ng 	
Recommendation 1.4				
1	The Board has a policy on board diversity.	Compliant	<p>The Company's policy on Board Diversity is set forth in Annex A of the Manual on Corporate Governance and is published in the website.</p> <p>The Board has eight (8) male directors and seven (7) female directors, two (2) directors are between the ages of 41-50 years, eight (8) are between ages 51-60 years, four (4) are between the ages 61-70 and one (1) is between the ages 71-80.</p> <p>The Chairman is a doctor and a prominent pharmaceutical tycoon. The President and eight other directors are practicing doctors and known specialists in surgery, internal</p>	

			<p>medicine (cardiology, nephrology) EENT, pediatrics, and family medicine. One of these doctors has been a former President of other hospitals. One (1) is a lawyer-businessman. One (1) is a local legislator with a 9-year experience as Local Chief Executive. Another one is a public relations consultant and journalist. Another director is a full-time businessman.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> POLICY ON BOARD DIVERSITY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Policy-on-Board-Diversity-1.pdf 	
Recommendation 1.5				
1	The Board is assisted by a Corporate Secretary.	Compliant	<p>The Board is assisted by Analie L. Generoso as Corporate Secretary who is a separate individual from the Compliance Officer of the Company. Her academic qualifications and professional experience are posted on the Website of the Company. Her duties and functions are provided in the Manual on Corporate Governance. She is not a member of the Board of Directors.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> APMCI Website (See Key Executive Officers): https://apmc-iloilo.com/governance/board-of-directors-and-organizational-structure/key-executive-officers/ MANUAL ON CORPORATE GOVERNANCE pages 25 to 26: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	
2	The Corporate Secretary is a separate individual from the Compliance Officer.	Compliant		
3	The Corporate Secretary is not a member of the Board of Directors.	Compliant		
4	The Corporate Secretary attends annual training/s on corporate governance.	Compliant	<p>The Corporate Secretary had attended the following corporate governance trainings accredited by the Securities and Exchange Commission in 2023:</p> <ol style="list-style-type: none"> Best Practices in Corporate Housekeeping on 1-3 February 2023 conducted by the Center for Global Best Practices Corporate Secretary as Corporate Governance Professionals on 18-19 October 2023 conducted by the Institute of Corporate Directors <p>Reference documents/links:</p> <ul style="list-style-type: none"> EXECUTIVE TRAINING 2023: https://apmc-iloilo.com/wp-content/uploads/2024/07/LIST-OF-TRAININGS-OF-EXECUTIVE-OFFICERS-2023-1.pdf 	

Recommendation 1.6				
1	The Board is assisted by a Compliance Officer.	Compliant	The Compliance Officer of the Company is Atty. Maylene B. Villanueva. She is not a member of the Board. The qualifications, duties, and functions of the CO are set forth in the Manual on Corporate Governance. Her educational and professional background is posted on the website.	
2	The Compliance Officer has a rank of Senior Vice-President or an equivalent position with adequate stature and authority in the corporation.	Compliant	<p>While the revised MCG of the Company is silent about the rank of the Compliance Officer, the previous MCG of the company provided that the rank of the CO is Senior Vice President. The principle of non-diminution of rank, privileges and benefits would afford the current Compliance Officer the same rank.</p> <p>Reference documents/links:</p>	
3	The Compliance Officer is not a member of the board.	Compliant	<ul style="list-style-type: none"> APMCI Website (See Key Executive Officers): https://apmc-iloilo.com/governance/board-of-directors-and-organizational-structure/key-executive-officers/ MANUAL ON CORPORATE GOVERNANCE pages 26 to 27: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	
4	The Compliance Officer attends annual training/s on corporate governance.	Compliant	<p>The Compliance Officer had attended the following corporate governance trainings in 2023 accredited by the Securities and Exchange Commission:</p> <ol style="list-style-type: none"> 1. Tax Compliance Specialist Course conducted by the Center for Global Best Practices on 15 August – 22 September 2023. 2. The following trainings in the ICD Masterclass Third Series conducted by the Institute of Corporate Directors : <ol style="list-style-type: none"> a. Redefining the Future of Finance; Fintech’s Role in Shaping our Economy – 28 July 2023 b. The Governance of Family Firms: Emerging Perspectives from Established Models – 25 August 2023 c. Transforming Companies with Digital Disruption- Ready Boards of Directors - 27 October 2023 d. Disruptive Health Innovations – 24 November 2023 e. The Brand Architecture: A Valuable Framework for Setting Strategy – 15 December 2023 <p>Reference documents/links:</p> <ul style="list-style-type: none"> EXECUTIVE TRAINING 2023: https://apmc-iloilo.com/wp-content/uploads/2024/07/LIST-OF-TRAININGS-OF-EXECUTIVE-OFFICERS-2023_1.pdf 	

Principle 2. ESTABLISHING CLEAR ROLES AND RESPONSIBILITIES OF THE BOARD				
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.				
Recommendation 2.1				
1	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.	Compliant	<p>Recommendation 2.1 is set forth in page 15 of the Manual on Corporate Governance.</p> <p>The members of the Board of Directors are provided with the relevant materials and information at least five days prior to the meeting for their reference and perusal. Each item in the agenda that requires approval from the Board is discussed and deliberated by the Board prior to the approval.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE pages 15 and 25: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 2024 DEFINITIVE INFORMATION STATEMENT pages 22-25: https://apmc-iloilo.com/wp-content/uploads/2024/05/3.2024-DIS-APMC-ILOILO-1-1.pdf 	
Recommendation 2.2				
1	The Board oversees the development and approval of the company's business objectives and strategy.	Compliant	<p>The Board oversees the business affairs of the Company. It meets regularly and allots time to discuss strategic issues with the Management. In this manner, the Board is also able to oversee and monitor the implementation of the company's business objectives and strategy.</p> <p>Currently, the company practice is that the quarterly and annual financial statements and operating results of the Company are presented and discussed with the Board of Directors for approval prior to filing to the relevant regulatory agencies.</p> <p>Atty. Rolex Suplico and Dr. Lusyl Gomez also attended the training on Strategic Thinking for the Board of Directors & Leaders conducted by the Center for Global Best Practices on 17 November 2023. This exemplifies the Board's commitment to overseeing the company's business objectives and strategy by keeping them apprised of the latest trends in strategy.</p>	
2	The Board oversees and monitors the implementation of the company's business	Compliant		

	objectives and strategy.		Reference documents/links: <ul style="list-style-type: none"> BOARD CHARTER page 1: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Charter 1.pdf DIRECTORS TRAINING 2023: https://apmc-iloilo.com/wp-content/uploads/2024/07/LIST-OF-TRAININGS-OF-BOD-2023 1.pdf 	
Recommendation 2.3				
1	The Board ensures and adopts an effective succession planning program for directors, key officers and management.	Compliant	One of the governance responsibilities of the Board is to ensure and adopt an effective succession planning program for directors, key officers and management as outlined in the Manual on Corporate Governance and page 10 of the Board Charter. Its Succession Planning Policy is also discussed in the Remuneration and Performance Policy.	
2	The Board adopts a policy for the retirement of directors and key officers.	Compliant	<p>The retirement policy is attached as Annex E of the aforementioned Manual.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE page 19: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf BOARD CHARTER page 10: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Charter 1.pdf REMUNERATION AND PERFORMANCE POLICY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Renumeration-and-Performance Policy 1.pdf RETIREMENT POLICY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Retirement-Policy 1.pdf 	
Recommendation 2.4				
1	The Board aligns the remuneration of key officers and board members with the long-term interests of the company.	Compliant	<p>The Remuneration and Performance Policy of the Company is published in the website. Such policy specifies that the alignment of Key Executives and Board remuneration with the longer-term interests of the Company and its shareholders may be considered.</p> <p>Per Board Charter, no Director shall be involved in deciding his own remuneration during his incumbent term. Remunerations that are approved takes effect after the term of the approving Board.</p> <p>Reference documents/links:</p>	
2	The Board adopts a policy specifying the relationship between remuneration	Compliant		

	and performance.		<ul style="list-style-type: none"> • REMUNERATION AND PERFORMANCE POLICY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Renumeration-and-Performance_Policy_1.pdf • BOARD CHARTER page 10: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Charter_1.pdf 	
3	The Directors do not participate in discussions or deliberations involving his/her own remuneration.	Compliant		
Recommendation 2.5				
1	The Board has a formal and transparent board nomination and election policy.	Compliant	The Board has a formal and transparent board nomination and election policy which is disclosed in the Manual on Corporate Governance.	
2	The Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	Compliant	A Call for Nomination before the Election of the BOD in the ASM is sent out to the shareholders and published in the website to encourage nominations from shareholders to maximize the search for qualified directors. The call includes how the company accepts nominations from shareholders.	
3	The Board nomination and election policy includes how the company accepted nominations from shareholders/members.	Compliant	<p>The Nomination and Election Committee Charter includes performance evaluation.</p> <p>The Criteria for Nominations which include the qualifications and disqualifications of a director are also stated in the Nominations and Election Policy in the Manual on Corporate Governance.</p> <p>All qualified nominees are endorsed by the COMELEC for inclusion in the Final List of Candidates for the shareholders to choose from.</p>	
4	The Board nomination and election policy includes how the board reviews the qualifications of nominated candidates.	Compliant	<p>The Final List of Candidates with the Nominees is attached as Annex C of the 2023 20-IS (Definitive Information Statement).</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> • BOARD NOMINATION AND ELECTION POLICY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Nomination-and Election-Policy_1.pdf • 2023 CALL FOR NOMINATION: https://apmc-iloilo.com/wp-content/uploads/2023/06/Call-for-Nomination-of-BOD-2023.pdf • 2023 20-IS: https://apmc-iloilo.com/wp-content/uploads/2023/06/Annex-C1-2023-Board-of-Director-Candidates-Profile.pdf 	
5	The Board nomination and election policy includes an assessment of the effectiveness of the Board's processes in the nomination, election or replacement/removal of a director.	Compliant		

6	The Board has a process for identifying the quality of directors/trustees that is aligned with the strategic direction of the company.	Compliant		
Recommendation 2.6				
1	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.	Compliant	APMCI has a Related Party Transactions Policy to ensure that material RPTs are conducted in a manner that will protect the Company and all its stakeholders from conflict of interest which may arise from such transactions, that the RPTs are entered into arms-length or at terms at least comparable to those available to unrelated third parties, and that these transactions shall be disclosed, reviewed, approved in accordance with this Policy and consistent with the principles of transparency and fairness.	
2	The RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.	Compliant	<p>Reference documents/links:</p> <ul style="list-style-type: none"> RELATED PARTY TRANSACTION POLICY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Related-Party-Transaction_Policy_1.pdf 	

Recommendation 2.7

1	<p>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 other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive, as may be applicable).</p>	Compliant	<p>The Board Charter provides that among the general responsibilities of the Board for Good Governance are the appointment of a CEO with the appropriate ability, integrity and experience to fill the role and review of proposed senior management appointments. It is its duty to select and appoint a President/Chief Executive Officer and other senior officers with the appropriate level of motivation, integrity, competence, and professionalism in accordance with the process and criteria set in the by-laws or the Charter.</p> <p>The Board appoints the Chief Executive Officer, Chief Finance Officer, and other Key Management Personnel as well as the heads of the Control Functions such as the Compliance Officer as shown in the 17C Reports dated 05 July 2023, 01 September 2023 and 20 December 2023.</p> <p>The appointment of the Internal Audit Head was also discussed during the Board Meeting held last 30 June 2023 but due to the lack of qualified personnel, the Officer-In-Charge appointed by the President/CEO was maintained by the Board.</p> <p>The Management Team is composed of the following: President/CEO - Dr. Amado M. Lavalley Jr. Executive Vice President/Ancillary Director – Dr. Danilo C. Regozo Medical Director – Dr. Agnes Jean M. Villaflor Nursing Director – Mr. Omar Z. Montejo Director for Administration and Support - Dr. Gerald C. Abonado Finance Director – Dr. Lusyl M. Gomez Maylene Villanueva – Compliance Officer</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> • BOARD CHARTER page 11: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Charter_1.pdf • 17 C REPORT DATED 05 JULY 2023 : https://apmc-iloilo.com/wp-content/uploads/2023/08/17-C-July-5-2023.pdf • 17 C REPORT DATED 01 SEPTEMBER 2023: https://apmc-iloilo.com/wp-content/uploads/2023/09/17-C-September-1-2023.pdf • 17 C REPORT DATED 20 DECEMBER 2023: https://apmc-iloilo.com/wp-content/uploads/2024/03/17-C-December-20-2023.pdf 	
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			<ul style="list-style-type: none"> • APPOINTMENT OF OFFICER IN CHARGE – INTERNAL AUDIT OFFICER: https://drive.google.com/file/d/12_eVNtLMfB5KGFBsoerA5U1STIfW0_1/view?usp=sharing 	
2	The Board is primarily responsible for assessing the performance of Management, led by the CEO or his/her equivalent and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive, as may be applicable).	Compliant	<p>Reference documents/links:</p> <ul style="list-style-type: none"> • CEO ASSESSMENT: https://drive.google.com/file/d/1Mh_DtOAitnUyfBcB9OYhFkuwl9ovRh68/view?usp=sharing 	
Recommendation 2.8				
1	The Board establishes an effective performance evaluation framework that includes a standard or criteria for assessment and ensures that Management's performance is on par with the standards set by the Board and Senior Management.	Compliant	<p>The Company's Revised Manual of Corporate Governance mandates the Board to formulate and conduct an annual review the Company's mechanism for performance assessment of the Board and Management, principally, the President and/or Chief Executive Officer.</p> <p>The performance of Managers and employees is rated using a 4-point rating scale where "4" is the highest and "2" is the passing rating. Performance ratings are to be subjected to a calibration and validation process to check on the fairness of the ratings and to ensure consistency in the application of standards among all raters.</p>	
2	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.	Compliant	<p>Reference documents/links:</p> <ul style="list-style-type: none"> • MANUAL ON CORPORATE GOVERNANCE pages 15: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf • PERFORMANCE EVALUATION REPORT: https://drive.google.com/drive/folders/1mG7TkeCn6XTaGrmbv5ils1SUraZ6L8qi?usp=sharing 	

Recommendation 2.9				
1	The Board ensures that an appropriate internal control system is in place.	Compliant	<p>The Company has a Compliance Office which oversees the compliance of the Company of its regulatory obligations. The Office takes into account the relevant rules and regulations that affect its activities and the business risks that may arise due to non-compliance in formulating policies to be recommended to the Board.</p> <p>Prior to the commencement of operations and due to lack of applicants, the Management has appointed an Officer In Charge for the Internal Audit Office.</p> <p>The RPT Policy prescribes the mechanism for monitoring and managing potential/actual conflicts of interest of the board members, management and shareholders.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE pages 30 to 33: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf APPOINTMENT OFFICER IN CHARGE- INTERNAL AUDIT OFFICER: https://drive.google.com/file/d/12_eVNtLMfB5KGFBsoerA5U1STIfW0_I/view?usp=sharing RELATED PARTY TRANSACTION POLICY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Related-Party-Transaction_Policy_1.pdf 	
2	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.	Compliant		
3	The Board adopts an Internal Audit Charter.	Non-Compliant	<p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE pages 30 to 33: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	<p>The Revised Manual on Corporate Governance adequately discusses the specific duties and responsibilities of the Internal Audit Group and qualifications of the Chief Audit Executive.</p> <p>The Internal Audit Manual is currently pending review.</p>

Recommendation 2.10				
1	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.	Compliant	The Enterprise Risk Management Framework of the Company is attached to the Manual on Corporate Governance as Annex B and is published in the website. Reference documents/links: <ul style="list-style-type: none">ENTERPRISE RISK MANAGEMENT FRAMEWORK: https://apmc-iloilo.com/wp-content/uploads/2023/06/Enterprise-Risk-Management-Framework-1.pdf	
2	The risk management framework guides the Board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies.	Compliant		
Recommendation 2.11				
1	The Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary duties.	Compliant	The Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary duties which is part of the Manual on Corporate Governance and published in the website. Reference documents/links: <ul style="list-style-type: none">BOARD CHARTER: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Charter-1.pdf	
2	The Board Charter serves as a guide to the directors/trustees in the performance of their functions.	Compliant		
3	The Board Charter is publicly available.	Compliant		

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.

Recommendation 3.1

1	The Board establishes board committees that focus on specific board functions to aid in the optimal performance of its roles and responsibilities.	Compliant	<p>The Company has established Board Committees which are reflected in its Manual on Corporate Governance and also published in the Company website.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE 19-20: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf APMCI Website (see Board Governance) : https://apmc-iloilo.com/corporate-governance/ 	
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Recommendation 3.2

1	The Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.	Compliant	<p>Information on the establishment of the Audit Committee is contained in the Manual on Corporate Governance and its function can be found in the Audit Committee Charter.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE 19-20: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf AUDIT COMMITTEE CHARTER: https://apmc-iloilo.com/wp-content/uploads/2023/06/Audit-Committee-Charter.pdf 	
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.	Partially Compliant	<p>The following directors compose the Audit Committee:</p> <p>Dr. Jerusha A. Comuelo – Chairperson (Independent Director)</p> <p>Members:</p> <p>-Dr. Mary Flor Gafate-Ong (Regular Director)</p> <p>Mr. Noel J. Gonzales (Independent Director)</p>	<p>On 17 December 2023, Dr. Ong was appointed as Treasurer. Subsequently, her replacement was appointed in 2024.</p>

			Reference documents/links: <ul style="list-style-type: none"> 17 C REPORT DATED 05 JULY 2023: https://apmc-iloilo.com/wp-content/uploads/2023/08/17-C-July-5-2023.pdf APMCI website: https://apmc-iloilo.com/corporate-governance/ AUDIT COMMITTEE CHARTER: https://apmc-iloilo.com/wp-content/uploads/2023/06/Audit-Committee-Charter.pdf 	
3	<p>All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.</p>	Non-Compliant		<p>While the Committee Chairperson, Jerusha Comuelo had attended the training in Board Director's Guide for Audit Committees on 14 June 2023 conducted by the Center for Global Best Practices and training for Finance for Directors on 18-19 July 2023 conducted by the Institute of Corporate Directors and Noel Gonzales had attended the Board Directors' Guide for Audit Committees conducted by the Center for Global Practices on 14 June 2023, the third member, Dr. Mary Flor G. Ong was only able to attend a Corporate Governance Orientation Program.</p> <p>Reference documents/links:</p> <p>DIRECTORS' TRAINING IN 2023 - https://apmc-iloilo.com/wp-content/uploads/2024/07/LIST-OF-TRAININGS-OF-BOD-2023.1.pdf</p>

4	The Chairperson of the Audit Committee is not the Chairperson of the Board or of any other committee.	Compliant	<p>The Chairperson of the Audit Committee is Jerusha A. Comuelo and she is not the Chairperson of any other Board Committees.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> 17 C REPORT DATED 05 JULY 2023: https://apmc-iloilo.com/wp-content/uploads/2023/08/17-C-July-5-2023.pdf AUDIT COMMITTEE CHARTER: https://apmc-iloilo.com/wp-content/uploads/2023/06/Audit-Committee-Charter.pdf 	
Recommendation 3.3				
1	The Board establishes a Corporate Governance Committee tasked to assist the Board in the performance of its corporate governance responsibilities, including the functions that were formerly assigned to a Nomination and Remuneration Committee.	Compliant	<p>Information on the establishment of the Corporate Governance Committee is contained in the Manual on Corporate Governance and its function can be found in the Corporate Governance Committee Charter.</p> <p>However, the Board has a separate Remuneration and Compensation Committee and a Nominations and Election Committee which undertook the process of identifying the quality of directors aligned with the company's strategic direction.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE page-20: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf CORPORATE GOVERNANCE COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Corporate-Governance-Committee_1.pdf NOMINATIONS-AND-ELECTIONS-COMMITTEE-CHARTER: https://apmc-iloilo.com/wp-content/uploads/2023/06/Nominations-Elections-Committee-Charter.pdf COMPENSATION-REMUNERATION-COMMITTEE-CHARTER: https://apmc-iloilo.com/wp-content/uploads/2023/06/Compensation-Remuneration-Committee-Charter_1.pdf 	

2	The Corporate Governance Committee is composed of at least three (3) members, majority of whom, including the Chairperson, should be independent directors.	Compliant	<p>The following directors compose the Corporate Governance Committee:</p> <p>Ma. Teresa F. Debuque - Chairperson (Independent Director) Jerusha A. Comuelo - Member (Independent Director) Felibert O. Dianco –Member (Regular Director)</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> 17 C REPORT DATED 05 JULY 2023: https://apmc-iloilo.com/wp-content/uploads/2023/08/17-C-July-5-2023.pdf APMCI website: https://apmc-iloilo.com/corporate-governance/ 	
Recommendation 3.4				
1	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.	Compliant	<p>During the meeting held on 30 June 2023, the Board approved the creation of the Board Risk Oversight Committee and appointed its members.</p> <p>The following directors compose the Board Risk Oversight Committee:</p> <p>Noel J. Gonzales – Chairperson (Independent Director) May Flor Gafate-Ong – Member (Regular Director) Ma. Teresa F. Debuque - Member (Independent Director)</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> 17 C REPORT DATED 05 JULY 2023: https://apmc-iloilo.com/wp-content/uploads/2023/08/17-C-July-5-2023.pdf 	
2	The BROC is composed of at least three (3) members, the majority of whom should be independent directors, including the Chairperson.	Compliant	<p>Reference documents/links:</p> <ul style="list-style-type: none"> BOARD RISK AND OVERSIGHT COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2024/07/BOARD-RISK-OVERSIGHT-COMMITTEE-.pdf 	

3	At least one member of the BROC has relevant thorough knowledge and experience on risk and risk management.	Non-Compliant		The members of the BROC are scheduled to attend risk-related trainings in 2024.
Recommendation 3.5				
1	All established committees have a Committee Charter stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.	Compliant	Reference documents/links: <ul style="list-style-type: none"> AUDIT-COMMITTEE-CHARTER: https://apmc-iloilo.com/wp-content/uploads/2023/06/Audit-Committee-Charter.pdf CORPORATE GOVERNANCE COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Corporate-Governance-Committee_1.pdf COMPENSATION-REMUNERATION-COMMITTEE-CHARTER: https://apmc-iloilo.com/wp-content/uploads/2023/06/Compensation-Remuneration-Committee-Charter_1.pdf 	
2	The Committee Charters provide standards for evaluating the performance of a committee and its members.	Compliant	<ul style="list-style-type: none"> NOMINATIONS-AND-ELECTIONS-COMMITTEE-CHARTER: https://apmc-iloilo.com/wp-content/uploads/2023/06/Nominations-Elections-Committee-Charter.pdf BOARD- RISK-AND-OVERSIGHT COMMITTEE CHARTER; https://apmc-iloilo.com/wp-content/uploads/2024/06/BOARD-RISK-OVERSIGHT-COMMITTEE-CHARTER.pdf DATA-PRIVACY-AND- INFORMATION- SECURITY-COMMITTEE-CHARTER: https://apmc-iloilo.com/wp-content/uploads/2024/06/Data-Privacy-and-Information-Security-Committee-Charter.pdf 	

Principle 4. FOSTERING COMMITMENT				
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.				
Recommendation 4.1				
1	The Directors attend and actively participate in all meetings of the Board, Committees and shareholders/members in person or through tele-/videoconferencing conducted in accordance with the rules and regulations of the Commission.	Compliant	<p>As can be gleaned in the SEC Report on Attendance, the Directors attend and actively participate in all meetings of the Board, Committees and shareholders which were all done through tele/video conferencing conducted in accordance with SEC MC No. 6 Series of 2020. In compliance with the said MC, the Board also approved its Rules and Procedures for the Conduct of Board Meetings via Remote Communication.</p> <p>Materials are also distributed to the Board days before the meeting to give them ample time to review matters for discussion and approval during the meeting.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> SEC REPORT ON BOARD ATTENDANCE 2023: https://apmc-iloilo.com/wp-content/uploads/2024/05/Annex-I-2023-Board-Attendance-Report.pdf PROCEDURE FOR PARTICIPATION VIA REMOTE COMMUNICATION: https://apmc-iloilo.com/wp-content/uploads/2023/06/Annex-A-Electronic-Voting-in-Absentia.pdf 	
2	The Directors review meeting materials for all Board and Committee meetings.	Compliant		
3	The Directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.	Compliant	Directors actively participate during presentation of the various reports in Board Meetings that may have a material impact on the Company's operations.	
Recommendation 4.2				
1	Non-executive directors concurrently serve in not more than ten (10) public companies and/or registered issuers. If concurrently sitting in at least three (3) publicly listed companies, the	Compliant	<p>The policy on multiple Board seats is set forth in Revised Manual on Corporate Governance. The directorships of the company's directors in listed companies, registered issuers and public companies are published in the website.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE page 18; https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	

	maximum concurrent directorships shall be five (5) public companies and/or registered issuers.		<ul style="list-style-type: none"> APMCI Website: Board of Directors and Organizational Structure – Asia Pacific Medical Center Iloilo (apmc-iloilo.com) 	
Recommendation 4.3				
1	The Directors notify the company's board before accepting a directorship in another company.	Compliant	<p>The Manual on Corporate Governance requires a director of the Company to notify the Board before accepting a directorship in another company. However, no member of the Board has been elected as a director in another company to date aside from those they have previously declared in their Nomination forms but the policy is contained in the link provided.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE page 18: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	
Principle 5. REINFORCING BOARD INDEPENDENCE				
The Board should endeavor to exercise an objective and independent judgment on all corporate affairs.				
Recommendation 5.1				
1	The Board is composed of a majority of non-executive directors who possess the necessary qualifications.	Compliant	<p>Of the fifteen (15) Directors, only seven (7) are executive officers.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> APMCI WEBSITE: Board of Directors and Organizational Structure – Asia Pacific Medical Center Iloilo (apmc-iloilo.com) 2024 DEFINITIVE INFORMATION STATEMENT pages 8-10: https://apmc-iloilo.com/wp-content/uploads/2024/05/3.2024-DIS-APMC-ILOILO-1-1.pdf 	

Recommendation 5.2

1	<p>The Board has at least two (2) independent directors or such number as to constitute one-third (1/3) of the board, whichever is higher.</p>	<p>Non-Compliant</p>	<p>Reference documents/links:</p> <ul style="list-style-type: none"> • APMCI Website (see BOD profile): Board of Directors and Organizational Structure – Asia Pacific Medical Center Iloilo (apmc-iloilo.com) • 17 C REPORT DATED 05 JULY 2023: https://apmc-iloilo.com/wp-content/uploads/2023/08/17-C-July-5-2023.pdf 	<p>The Board of Directors (BOD) of the company consists of 15 members, but only 3 of them serve as independent directors. This falls short of the requirement for the BOD to have at least one-third of its members as independent directors.</p> <p>The BOD aims to have a diverse board with a significant proportion of independent directors which is crucial for ensuring transparency, accountability, and effective decision-making within the organization.</p> <p>However, the limited number of independent directors was due to logistical constraints as the Company is only at the initial stages of its operations.</p> <p>Nonetheless, the effort of the Board to have an objective and independent judgment on all corporate affairs is not compromised as the three (3) Independent Directors are</p>
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				<p>active in the Board Committees and are given fair opportunity to air their views on corporate matters.</p> <p>The company currently has three (3) independent directors. The names are as follows:</p> <ul style="list-style-type: none"> • Jerusha A.Comuelo • Ma. Teresa F. Debuque • Noel J. Gonzales
Recommendation 5.3				
1	<p>The independent directors possess all the qualifications and none of the disqualifications to hold the position.</p>	Compliant	<p>The three Independent Directors, Jerusha A. Comuelo, Ma. Teresa F. Debuque and Noel J. Gonzales possess all the qualifications and none of the disqualifications to become such. Their qualifications are published in the website.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> • APMCI Webiste (see BOD profile): Board of Directors and Organizational Structure – Asia Pacific Medical Center Iloilo (apmc-iloilo.com) 	
Recommendation 5.4				
1	<p>The company perpetually bars an independent director from serving in such capacity after the term limit of nine (9) years.</p>	Compliant	<p>The policy barring an independent director from serving in such capacity after the term limit of nine (9) years is set forth in the Manual on Corporate Governance.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> • MANUAL ON CORPORATE GOVERNANCE page 18: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	
2	<p>In the instance that the company retains an independent director in the same capacity after nine (9) years, the Board provides meritorious</p>	Compliant	<p>Not applicable because the event had not happened.</p>	

	justification and seeks shareholders'/members' approval during the annual regular meeting.			
Recommendation 5.5				
1	The positions of Chairperson of the Board and Chief Executive Officer (or its equivalent) are held by separate individuals.	Compliant	<p>During its Organizational Board Meeting held on 30 June 2023, the Board elected Ferjenel G. Biron as Chairman and Amado Lavallo Jr. as President/Chief Executive Officer.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> 17 C REPORT DATED 05 JULY 2023: https://apmc-iloilo.com/wp-content/uploads/2023/08/17-C-July-5-2023.pdf 	
2	The Chairperson of the Board and Chief Executive Officer (or its equivalent) have clearly defined responsibilities.		<p>The responsibilities of the Chairman and Chief Executive which are clearly defined are set forth in the Board Charter.</p> <p>The Chairperson and the CEO are not related by blood.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> BOARD CHARTER pages 3 & 4: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Charter 1.pdf 	
Recommendation 5.6				
1	The Board designates a lead director among the independent directors if the Chairperson of the Board is not an independent director.	Compliant	<p>The Chairperson of the Board is not an Independent Director hence Ma. Teresa F. Debuque was designated as lead director.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> APMCi WEBSITE: Board of Directors – APMC Iloilo (apmc-iloilo.com) 17 C REPORT DATED 05 JULY 2023: https://apmc-iloilo.com/wp-content/uploads/2023/08/17-C-July-5-2023.pdf 	

Recommendation 5.7				
1	The Directors/Trustees with material interest in a transaction affecting the corporation fully disclose his/her adverse interest, abstain from taking part in the deliberations for the same, and recuse from voting on the approval of transaction.	Compliant	Not applicable at the moment as it had not occurred	
Recommendation 5.8				
1	The non-executive directors (NEDs) have separate periodic meetings with the external auditor and heads of the internal audit, compliance, and risk functions, without any executive directors present.	Non-Compliant		<p>Pursuant to page 6 of the Manual, the non-executive directors are empowered to have separate periodic meetings with the External Auditor and heads of the internal audit, compliance and risk functions, without any executive directors present and such meetings should be chaired by the Lead Independent Director.</p> <p>However, the non-executive directors determined that there was no need for such meeting in 2023. This was due to the fact that the Company had only operated in November 2023.</p>
2	The meetings are chaired by the lead independent	Non-Compliant		See abovementioned explanation.

	director, if applicable.		
Principle 6. ASSESSING BOARD PERFORMANCE			
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.			
Recommendation 6.1			
1	The Board conducts an annual self-assessment of its performance as a whole.	Compliant	Reference documents/links: <ul style="list-style-type: none"> 2023 BOARD APPRAISAL REPORT: https://apmc-iloilo.com/wp-content/uploads/2024/05/ANNEX-J-2023-Board-Appraisal-Performance-Report.pdf REMUNERATION & COMPENSATION COMMITTEE ASSESSMENT: https://drive.google.com/file/d/1KdO5A4Ugem4lIVD7i5rD94DPA0SNXtyI/view?usp=sharing NOMINATION & ELECTION COMMITTEE ASSESSMENT: https://drive.google.com/file/d/1cMAB6eAgew67SZDN93_I6h3aSeuwNWoT/view?usp=sharing DATA PRIVACY COMMITTEE ASSESSMENT: https://drive.google.com/file/d/1WIBOX1ql8Gk-8rHZH-mRWaElS7ihIdqF/view?usp=sharing CORPORATE GOVERNANCE COMMITTEE ASSESSMENT: https://drive.google.com/file/d/1DcNL3r4CwrcE6PvNXcL73J2nQXTrJ3jC/view?usp=sharing AUDIT COMMITTEE ASSESSMENT: https://drive.google.com/file/d/1sbkpFh0RBkd0ElvyDIP-krF8HGvaYSBA/view?usp=sharing CHAIRMAN'S SELF-ASSESSMENT: https://drive.google.com/file/d/1_taGg8om24UmDCw-6LgzM0b7N_-yZ8qP/view?usp=sharing PRESIDENT/CEO PERFORMANCE EVALUATION: https://drive.google.com/file/d/1Mh_DtOAitnUyfBcB9OYhFkuwl9ovRh68/view?usp=sharing EXECUTIVE DIRECTORS SELF-ASSESSMENT: https://drive.google.com/file/d/1PaeT-WO4RYv8jn_0YOrpSW6m8Kd-eQSQ/view?usp=sharing NON-EXECUTIVE & INDEPENDENT DIRECTOR ASSESSMENT: https://drive.google.com/file/d/18fyqoB_3HAJ9yB5iSM4AtYYS7lh8iRZu/view?usp=sharing INDIVIDUAL BOARD SELF-ASSESSMENT QUESTIONNAIRE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Individual-Self-Assessment-Questionnaire.pdf
2	The Chairperson conducts an annual self-assessment of his performance.	Compliant	
3	The individual members conduct a self-assessment of their performance.	Compliant	
4	Each committee conducts a self-assessment of its performance.	Compliant	

			<ul style="list-style-type: none"> BOARD RISK OVERSIGHT ASSESSMENT: https://drive.google.com/file/d/12hBd4QZBDRyBFa0xZ1wg66Ve9anZ9dj5/view?usp=sharing 	
Recommendation 6.2				
1	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.	Compliant	<p>The Board Performance Evaluation and Self- Assessment Criteria are disclosed on the company website and Information Statement for any concerns or feedback from shareholders, who may communicate through the Corporate Secretary.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> CHAIRMAN ASSESSMENT: https://apmc-iloilo.com/wp-content/uploads/2023/06/Chairman-Self-Assessment-Questionnaire-1.pdf CORPORATE GOVERNANCE COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Corporate-Governance-Assessment-Questionnaire-1.pdf DATA PRIVACY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Data-Privacy-Committee-Assessment-Questionnaire-1.pdf BOARD SELF-ASSESSMENT: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Self-Assessment-Questionnaire-final.pdf AUDIT COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Audit-Committee-Assessment-Questionnaire-1.pdf PRESIDENT/CEO PERFORMANCE EVALUATION: https://apmc-iloilo.com/wp-content/uploads/2023/06/President or CEO Performance Evaluation Assessment final 1.pdf NOMINATION AND ELECTION COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Nomination- -Election-Committee-Assessment-Questionnaire-1.pdf REMUNERATION & COMPENSATION COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Remuneration-and-Compensation-Committee-Assessment-Questionnaire-1.pdf INDIVIDUAL DIRECTORS SELF-ASSESSMENT: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Individual-Self-Assessment-Questionnaire.pdf EXECUTIVE DIRECTORS SELF-ASSESSMENT QUESTIONNAIRE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Executive-Directors-Self-Assessment-Questionnaire.pdf 	
2	The system allows for a feedback mechanism from the shareholders/members.	Compliant		

			content/uploads/2023/06/Executive-Directors-Self-Assessment-Questionnaire-1.pdf <ul style="list-style-type: none"> • NON-EXECUTIVE & INDEPENDENT DIRECTORS SELF-ASSESSMENT: https://apmc-iloilo.com/wp-content/uploads/2023/06/Non-Executive-Independent-Directors-Self-Assessment-Questionnaire-1.pdf • BOARD RISK OVERSIGHT ASSESSMENT: https://apmc-iloilo.com/wp-content/uploads/2024/07/BOARD-RISK-OVERSIGHT-COMMITTEE-QUESTIONNAIRE.pdf <p>The Board Performance Evaluation and Self- Assessment Criteria are disclosed on the company website and Information Statement for any concerns or feedback from shareholders, who may communicate through the Corporate Secretary. Stockholders are also allowed to comment on any matter brought to their attention in the Information Statement.</p>	
Principle 7. STRENGTHENING BOARD ETHICS				
The Board directors are duty-bound to apply high ethical standards, taking into account the interests of all stakeholders.				
Recommendation 7.1				
1	The Board adopts a Code of Business Conduct and Ethics, 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.	Compliant	<p>The Company's Code of Business Conduct and Ethics (CBCE) are published in the website.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> • APMCI CBCE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Code-of-Business-Conduct-Ethics.pdf 	
2	The Code is properly disseminated to the members of the Board.	Compliant	The Code was deliberated by the Board prior to approval and the approved draft was sent to them via email. New Directors are also furnished the CBCE along with other documents.	
3	The Code is disclosed and made available to the public through the	Compliant	<p>Reference documents/links:</p> <ul style="list-style-type: none"> • APMCI CODE OF BUSINESS CONDUCT & ETHICS: https://apmc-iloilo.com/wp-content/uploads/2023/06/Code-of-Business-Conduct-Ethics.pdf 	

	company website.			
Recommendation 7.2				
1	The Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.	Compliant	<p>The Company implements the following monitoring procedures:</p> <p>Pre-audit approvals, transaction reviews, such as travel expense reports, reviews of in-process quality checks and outcome data, and reviews of completed staff work.</p> <p>Directors, officers, and employees are required to comply with the Code of Business Conduct and Ethics.</p>	
DISCLOSURE AND TRANSPARENCY				
Principle 8. ENHANCING COMPANY DISCLOSURE POLICIES AND PROCEDURES				
The Board should establish corporate disclosure policies and procedures that are practical and in accordance with generally accepted best practices and regulatory expectations.				
Recommendation 8.1				
1	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 of a company's financial condition, results and business operations.	Compliant	<p>The company's disclosure policy is stated in the Manual on Corporate Governance. Reports are distributed/made available to members through the company website and sometimes emails and social media postings.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE ARTICLE IV.: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf APMCI Website: https://apmc-iloilo.com/governance/corporate-disclosure/ MINUTES OF THE 2023 ASM: https://apmc-iloilo.com/wp-content/uploads/2024/05/Annex-O-Minutes-of-Annual-Stockholders-Meeting-on-30-June-2023.pdf 	

Recommendation 8.2				
1	The company has a policy requiring all directors to disclose/report to the company any dealings in the company's shares within five (5) business days.	Compliant	<p>The policy is set forth in the Manual on Corporate Governance.</p> <p>Actual dealings of the directors and officers are disclosed in 18A/B and 23B Reports filed before the SEC and published in the company website.</p> <p>Reference documents/links:</p>	
2	The company has a policy requiring all officers to disclose/report to the company any dealings in the company's shares within five (5) business days.	Compliant	<ul style="list-style-type: none">MANUAL ON CORPORATE GOVERNANCE: page 30 https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdfAPMCI Website (See Company Disclosure 18A/B and 23-B reports): https://apmc-iloilo.com/governance/corporate-disclosure/	
Recommendation 8.3				
1	The company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	Compliant	<p>Reference documents/links:</p> <ul style="list-style-type: none">MANUAL ON CORPORATE GOVERNANCE: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf	
2	The company's MCG is submitted to the SEC.	Compliant		
3	The company's MCG is posted on the company website.	Compliant		
Recommendation 8.4				
1	The company's corporate governance policies and practices and all relevant information are disclosed in its Annual Corporate Governance Report (ACGR).	Compliant	<p>The Company is submitting this year's Annual Corporate Governance Report to the SEC and publish it in the company website.</p> <p>Reference documents/links:</p> <p>ACGR 2022: https://apmc-iloilo.com/wp-content/uploads/2023/07/APMCI ACGR 2022.pdf</p>	

2	The company's ACGR is submitted to the SEC.	Compliant		
3	The company's ACGR is posted on the company website.	Compliant		
Principle 9. STRENGTHENING EXTERNAL AUDITOR'S INDEPENDENCE AND IMPROVING AUDIT QUALITY				
The company should establish standards for the appropriate selection of an external auditor, and exercise effective oversight of the same to strengthen the external auditor's independence and enhance audit quality.				
Recommendation 9.1				
1	The Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of external auditors.	Compliant	The Audit Committee evaluates the performance of the External Auditor and recommends to the Board its reappointment before the release of the Information Statement for the Annual Stockholders Meeting.	
2	The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit Committee, approved by the Board and the shareholders/members.	Compliant	<p>During the 2023 Annual Stockholders Meeting held on June 30, 2023, 99.20% percent of shareholders ratified the appointment of Dimaculangan and Co. CPA's Independent Auditor for 2023-2024 in the amount of Two Hundred Seventy- One Thousand Forty Pesos (Php 271, 040) - inclusive of VAT.</p> <p>Reference documents/links:</p> <p>MINUTES OF THE 2023 ASM : https://apmc-iloilo.com/wp-content/uploads/2024/05/Annex-O-Minutes-of-Annual-Stockholders-Meeting-on-30-June-2023.pdf</p>	
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 company website and required disclosures.	Compliant	The event has not occurred.	

Recommendation 9.2				
1	The Audit Committee Charter includes the Audit Committee’s responsibility on: i. assessing the integrity and independence of external auditors; ii. exercising effective oversight to review and monitor 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.	Compliant	<p>Please see the Audit Committee Charter.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none">AUDIT COMMITTEE CHARTER: https://apmc-iloilo.com/wp-content/uploads/2023/06/Audit-Committee-Charter.pdf	
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.	Compliant		
Recommendation 9.3				
1	The company discloses the nature of non-audit services performed by its external auditor in the Annual Report to manage potential conflict of interest cases.	Compliant	<p>The assurance and related services that are reasonably related to the performance of the audit or review of the Company’s financial statement were disclosed in the 2023 17 A Report published on the website.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none">2023 17 A ANNUAL REPORT page 31: https://apmc-iloilo.com/wp-content/uploads/2024/04/17-A-Report-2023.pdf	

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.	Compliant	<p>Reference documents/links:</p> <p>Audit Committee Pre-Approval Process: https://apmc-iloilo.com/wp-content/uploads/2023/06/Annex-E1-Pre-Approval-Policy-in-the-Engagement-of-External-Auditor.pdf</p>	
Principle 10. INCREASING FOCUS ON NON-FINANCIAL AND SUSTAINABILITY REPORTING				
The Board should ensure that the company discloses material and reportable non-financial and sustainability issues.				
Recommendation 10.1				
1	The Board has a clear and focused strategy on the disclosure of non-financial information.	Compliant	<p>The general policy is contained in the Manual on Corporate Governance.</p> <p>To accomplish the purpose, the Corporate Secretary attended the training on Best Practices in Corporate Housekeeping on 1-3 February 2023 conducted by the Center for Global Best Practices and Corporate Secretary as Corporate Governance Professionals on 18-19 October 2023 conducted by the Institute of Corporate Directors.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE page 34: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	
2	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	Compliant	<p>The general policy is contained in the Manual on Corporate Governance.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE 34: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	

	business which underpin sustainability.			
Principle 11. PROMOTING A COMPREHENSIVE AND COST-EFFICIENT ACCESS TO RELEVANT INFORMATION				
The company should maintain a comprehensive and cost-efficient communication channel for disseminating relevant information. This channel is crucial for an informed decision-making by investors, stakeholders, and other interested users.				
Recommendation 11.1				
1	The company has a website to ensure a comprehensive, cost-efficient, transparent, and timely manner of disseminating relevant information to the public.	Compliant	Reference documents/links: <ul style="list-style-type: none"> APMCI Website link: https://apmc-iloilo.com 	
INTERNAL CONTROL AND RISK MANAGEMENT FRAMEWORKS				
Principle 12. STRENGTHENING INTERNAL CONTROL AND RISK MANAGEMENT SYSTEMS				
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 enterprise risk management system.				
Recommendation 12.1				
1	The company has an adequate and effective internal control system in the conduct of its business.	Compliant	<p>The Company's internal control system is provided in the Manual on Corporate Governance on pages 30 to 32.</p> Reference documents/links: <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE page 30-32: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	
2	The company has an adequate and effective enterprise risk management framework in the conduct of its	Compliant	<p>The Enterprise Risk Management Framework of the Company is attached as Annex B of the Manual on Corporate Governance.</p> <p>The review of the framework is done annually.</p>	

	business.		Please see the following links: <ul style="list-style-type: none"> ENTERPRISE RISK MANAGEMENT FRAMEWORK: https://apmc-iloilo.com/wp-content/uploads/2023/06/Enterprise-Risk-Management-Framework-1.pdf 	
Recommendation 12.2				
1	The company has in place an independent internal audit function that provides an independent and objective assurance, and consulting services designed to add value and improve the company's operations.	Compliant	The Internal Audit Function is set forth in the Manual on Corporate Governance. Reference/link: <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE pages 30 -32: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	
CULTIVATING A SYNERGIC RELATIONSHIP WITH SHAREHOLDERS/MEMBERS				
Principle 13. PROMOTING SHAREHOLDER/MEMBER RIGHTS				
The company should treat all shareholders/members fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.				
Recommendation 13.1				
1	The Board ensures that basic shareholder/member rights are disclosed in the Manual on Corporate Governance.	Compliant	The basic shareholder rights of are disclosed in pages 35-37 of the Manual on Corporate Governance. Reference documents/links: <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE pages 35 to 37: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	

Recommendation 13.2				
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.	Compliant	<p>The Notice of Annual Stockholders' Meeting for Year 2023 with the Agenda and other relevant information was sent twenty-one (21) days before the meeting via email, posting on the website, and publication in a newspaper of general circulation.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> 2023 DEFINITIVE INFORMATION STATEMENT: https://apmc-iloilo.com/wp-content/uploads/2023/06/3.-2023_DIS-APMC-Iloilo.pdf Notice of ASM: https://apmc-iloilo.com/wp-content/uploads/2023/06/1.-Notice-of-2023-ASM.pdf AFFIDAVITS OF PUBLICATION OF NEWSPAPERS OF GENERAL CIRCULATION: https://drive.google.com/file/d/1iT2q7H7-BO1jSch6sO86ndZUYTpYcjMQ/view 	
Recommendation 13.3				
1	The Board encourages active shareholder/member participation by making the result of the votes taken during the most recent Annual or Special Shareholders'/Members' Meeting publicly available the next working day.	Compliant	<p>Please see Minutes of the 2023 Annual Stockholders Meeting.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MINUTES OF THE 2023 ANNUAL STOCKHOLDERS MEETING: https://apmc-iloilo.com/wp-content/uploads/2024/05/Annex-O-Minutes-of-Annual-Stockholders-Meeting-on-30-June-2023.pdf 	
2	The minutes of the Annual and Special Shareholders'/Members' Meetings were made available on the company website within five (5) business days from the date of the meeting.	Compliant	<p>The Minutes of the Meeting was published on the website. The said minutes reflect the voting results for all agenda items, including the approving, dissenting, and abstaining votes. The voting on the resolutions was done by voting via Google form. During the meeting, the stockholders were given the opportunity to ask questions, and answers were given.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MINUTES OF THE 2023 ANNUAL STOCKHOLDERS MEETING: https://apmc-iloilo.com/wp-content/uploads/2024/05/Annex-O-Minutes-of-Annual-Stockholders-Meeting-on-30-June-2023.pdf 	

Recommendation 13.4				
1	The Board makes available, at the option of a shareholder/member, an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner.	Non-Compliant		The Corporate Governance Committee is currently deliberating on whether it would be appropriate to include an arbitration clause for the resolution of Intracorporate Disputes in the Articles of Incorporation , By Laws or Agreement and intends to make a recommendation to the Board in 2024 .
Recommendation 13.5				
1	The Board establishes an Investor Relations Office (IRO) or Customer Relations Office (CRO) or its equivalent to ensure constant engagement with its shareholders/members.	Compliant	<p>The Company has an Investor Relations Officer in the person of</p> <p>Ma. Toni Dinah Cheer Fernandez Telephone Number: 321-5748 Fax Number: NONE Email address: apmciloilo.investment@gmail.com</p>	
2	The IRO or CRO or its equivalent is present at every shareholders'/members' meeting.	Compliant	<p>The IRO attends the Annual Stockholders' Meeting. In 2023, she moderated the Open Forum with Investors.</p> <p>Reference documents/links:</p> <p>MINUTES OF THE 2023 ANNUAL STOCKHOLDERS MEETING: https://apmc-iloilo.com/wp-content/uploads/2024/05/Annex-O-Minutes-of-Annual-Stockholders-Meeting-on-30-June-2023.pdf</p>	

DUTIES TO STAKEHOLDERS

Principle 14. RESPECTING RIGHTS OF STAKEHOLDERS AND EFFECTIVE REDRESS FOR VIOLATION OF STAKEHOLDER'S RIGHTS

The rights of stakeholders established by law, by contractual relations and through voluntary commitments must be respected. Where stakeholders' rights and/or interests are at stake, stakeholders should have the opportunity to obtain prompt effective redress for the violation of their rights.

Recommendation 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.	Compliant	<p>The Company's various stakeholders are identified in the Manual on Corporate Governance.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE 37: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf 	
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Recommendation 14.2

1	The Board establishes clear policies and programs to provide a mechanism on the fair treatment, protection and enforcement of the rights of stakeholders.	Compliant	<p>The general policy is established in the Manual on Corporate Governance.</p> <p>The specific policies will be approved prior to the hospitals' operation in 2023.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> MANUAL ON CORPORATE GOVERNANCE page 37: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf Department of Surgery and Anesthesiology Medical Shareholder Orientation at Asia Pacific Medical Center – Iloilo: https://www.facebook.com/share/p/vNpxQ1vs6ApQtGX5/?mibextid=oFDknk 	
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Principle 15. ENCOURAGING EMPLOYEES' PARTICIPATION

A mechanism for employee participation should be developed to create a symbiotic working environment consistent with the realization of the company's objectives and good corporate governance goals.

Recommendation 15.1

1	The Board establishes policies, programs and procedures that encourage employees to actively participate in the realization of the company's goals and in its governance.	Compliant	<p>The following are the employee engagement activities of the company:</p> <p>Reference documents/links:</p> <p>A. Community Involvement</p> <p>APMCI CARES FOR ENVIRONMENT -31 October 2023, the employees went to - Iloilo City: https://apmc-iloilo.com/tree-planting-activity/</p> <p>B. Capacity Enhancement</p> <ul style="list-style-type: none">HOSPITAL PREPAREDNESS FOR EMERGENCY (HOPE) (March 2022 APMCI Hospital) https://m.facebook.com/story.php?story_fbid=pfbid0uRNHLGj44h1jdMiFcg3Q9vx1ErkQu6wyw3TKXJtNM5yy7QQ2BpkqQnmyzvniqfZAI&id=100083454664070&mibextid=Nif5ozBATCH 1 BASIC LIFE SUPPORT TRAINING: (April 22, 2023 @ APMCI Hospital) https://www.facebook.com/asiapacificmedicalcenteriloilo/posts/pfbid0fNmZZLX1Wr5cfyVDyg2w4affHqtZn1FMWvRwT7smzLtFbuvKEQWjbxETskGWeQdslBATCH 2 BASIC LIFE SUPPORT TRAINING: (May 13, 2023 @ APMCI Hospital) https://m.facebook.com/story.php?story_fbid=138001975933698&id=100091716884918IMAGING DEPART MENT (June 7, 2023, at APMCI Hospital) https://www.facebook.com/photo?fbid=229232926535195&set=pcb.229230676535420BATCH 3 BASIC LIFE SUPPORT TRAINING: (June 10, 2023 @ APMCI Hospital) https://m.facebook.com/story.php?story_fbid=693139772355422&id=100000521904497BATCH 1 NURSE TRAINING (JUNE 19-20, 2023 @ APMCI HOSPITAL) Advanced Cardiac Life Support Training course to Emergency Room and Delivery Room Nurse https://www.facebook.com/jasper.jandonero/posts/pfbid02yVb4sRKQhLza7RVtbZw5L78YSje5C5fi5eYEnNiDGNEF223fTHd9Tmt85JMjf3yul
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Recommendation 15.2				
1	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	<p>As stated on page 4 of the Code of Business Conduct and Ethics, the company strictly prohibits giving, or facilitating payments to any private or government officials or employees, their agents, or intermediaries in order to expedite or secure the performance of any government action, or to gain any perceived or actual favor or advantage from any private or government entities. The Company ensures that it and its directors, officers, and employees fully comply with the laws governing bribes, unlawful payments, and other corrupt practices.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> CODE OF BUSINESS CONDUCT & ETHICS page 4: https://apmc-iloilo.com/wp-content/uploads/2023/06/Code-of-Business-Conduct-Ethics.pdf 	
2	The Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.		<p>The Human Resource Department conducts a Corporate Orientation Training for new employees where general policies are communicated to them. Each Department conducts an Orientation Training where Department policies are cascaded to newly engaged employees. The Nursing Department devotes two weeks for the training of nurses.</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> Nursing Orientation: https://www.facebook.com/share/p/xqd76fEm4PEmAZeC/?mibextid=oFDknk Asia Pacific Medical Center Iloilo- Department of Pediatrics Medical Shareholder Orientation: https://www.facebook.com/share/p/JW3ZwS5dnvj8otfc/?mibextid=oFDknk BASIC LIFE SUPPORT TRAINING: https://www.facebook.com/share/p/KYiQzq7nE7h5s2HD/?mibextid=oFDknk The APMCI Nutrition and Dietetics Department Training on Nutrition Screening, Hospital, and Meal Service : https://www.facebook.com/share/p/1UeYdj8sTQqecd1V/?mibextid=oFDknk Pulmonary Equipment Training and Demonstration: https://www.facebook.com/share/p/c7YWdamVidMoXaBq/?mibextid=oFDknk 	

			<ul style="list-style-type: none"> APMCI Pre-Operational Orientation: https://www.facebook.com/asiapacificmedicalcenteriloilo/posts/pfbid036KF5jHFPpt6fTcbvRN4j1bDyIhM9Zj1VsetPp9dikMxr2U784fxAa7VPEQsh2S5hl?rdid=CbWrS3YBfi2aI8hI HOPE - HOSPITAL PREPAREDNESS FOR EMERGENCIES TRAINING COURSE: https://www.facebook.com/share/p/QDd9D6hRbKEVC63G/?mibextid=oFDknk 	
Recommendation 15.3				
1	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.	Compliant	<p>The Whistleblowing Policy of the Company is provided in page 10 of the Related Party Transaction Policy of the Company. It also has a provision against retaliatory acts.</p> <p>Contact details for whistleblowing: Maylene B. Villanueva Compliance Officer 09175234802 Email address: Attymbv.endure@gmail.com</p> <p>Reference documents/links:</p> <ul style="list-style-type: none"> RELATED PARTY TRANSACTION POLICY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Related-Party-Transaction_Policy_1.pdf 	
2	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.	Compliant		

3	The Board supervises and ensures the enforcement of the whistleblowing framework.	Compliant	To date, there was no opportunity for the Board to enforce the whistleblowing framework as no incident of whistleblowing has been reported.	
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Principle 16. ENCOURAGING SUSTAINABILITY AND SOCIAL RESPONSIBILITY

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.



Recommendation 16.1

1	The company recognizes and places importance on the interdependence between business and society, and promotes a mutually beneficial relationship that allows the company to grow its business, while contributing to the advancement of the society where it operates.	Compliant	<p>As part of its corporate social responsibility program, the Company conducts a Tree Planting Activity annually in various parts of the Province and City of Iloilo. On October 31, 2023, the employees - planted mangroves in Iloilo City.</p> <p>APMCI CARES FOR ENVIRONMENT : https://apmc-iloilo.com/tree-planting-activity/</p>	
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Pursuant to SEC Memorandum No. 13 Series of 2021 mandating all Public Companies and Registered Issuers to submit an Annual Corporate Governance Report for the year 2024, this Annual Corporate Governance Report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, in the City of Iloilo on June 27, 2024.

ASIA PACIFIC MEDICAL CENTER -ILOILO, INC.
(Formerly Allied Care Experts (ACE) Medical Center-Iloilo, Inc.)

SIGNATURE PAGES FOLLOWS:


AMADO M. LAVALLE, JR.
President

MA. TERESA F. DEBUQUE
Independent Director


ANALIE L. GENEROSO
Corporate Secretary


JERUSHA A. COMUELO
Independent Director

NAMES
AMADO M. LAVALLE, JR.
ANALIE L. GENEROSO
MA. TERESA F. DEBUQUE
JERUSHA A. COMUELO

VALID ID#
PRC#0068822
F12-11-001753
Phil.Passport#7881535A
PRC#0078518

DATE OF ISSUE
March 05, 1990
27 October 2025
10 Jul 2018
September 2018

PLACE OF ISSUE
Iloilo City
Pasig City, Manila
DFA, Iloilo
Iloilo City

Republic of the Philippines)
City of ILOILO CITY

SUBSCRIBED AND SWORN to before me this JUN 27 2024 day of _____ 20__ affiant(s) exhibiting to me and known to me personally to be the same person who executed and personally signed the foregoing Annual Corporate Governance Report before me and acknowledged that they executed the same.

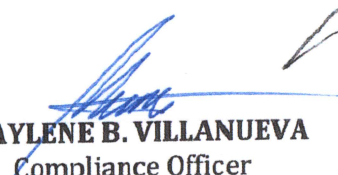
Doc. No. 133
Page No. 28
Book No. VI
Series of 2024


ATTY. KAZPER VIC. V. BERMELLO
NOTARY PUBLIC
PROVINCE AND CITY OF ILOILO
NOTARIAL COMMISSION NO. 85
VALID UNTIL DEC. 31, 2024
PTR OR NO. 8298029 / 1-3-2024 / ILOILO CITY
IBP OR NO. 386823 / 1-2-2024 / PASIG CITY
MCLE COMPLIANCE NO. VIII-0003279 VALID UNTIL 4-14-2028
MARIBOL ALIDA & ASSOCIATES
2ND FLOOR, 3RD-5TH COURTYARD AVENUE
2ND COURTYARD ST., ILOILO CITY

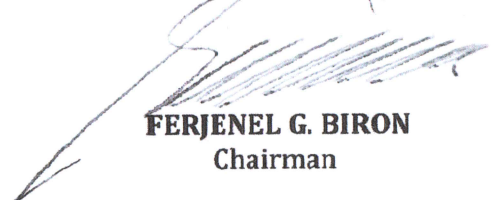
Pursuant to SEC Memorandum No. 13 Series of 2021 mandating all Public Companies and Registered Issuers to submit an Annual Corporate Governance Report for the year 2024, this Annual Corporate Governance Report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, in the City of _____ on **JUN 29 2024**

QUEZON CITY
ASIA PACIFIC MEDICAL CENTER -ILOILO, INC.
(Formerly Allied Care Experts (ACE) Medical Center-Iloilo, Inc.)


SIGNATURE PAGES FOLLOW:



MAYLENE B. VILLANUEVA
Compliance Officer



FERJENEL G. BIRON
Chairman



NOEL J. GONZALES
Independent Director

NAMES	VALID ID#	DATE OF ISSUE	PLACE OF ISSUE
FERJENEL G. BIRON	<u>Phil. Passport# P8912997B</u>	<u>10 February 2022</u>	<u>DFA Manila</u>
MAYLENE B. VILLANUEVA	<u>Phil. Passport# P1972096C</u>	<u>10 October 2022</u>	<u>DFA NCR East</u>
NOEL J. GONZALES	<u>Phil. Passport# 3822229B</u>	<u>13 November 2019</u>	<u>DFA NCR South</u>

Republic of the Philippines)
City of QUEZON CITY)

SUBSCRIBED AND SWORN to before me this JUN 29 2024 day of _____ 20__ affiant(s) exhibiting to me and known to me personally to be the same person who executed and personally signed the foregoing Annual Corporate Governance Report before me and acknowledged that she executed the same.

NAMES

FERJENEL G. BIRON
MAYLENE B. VILLANUEVA
NOEL J. GONZALES

VALID ID#

Phil. Passport# P8912997B
Phil. Passport# P1972096C
Phil. Passport# 3822229B

DATE OF ISSUE

10 February 2022
10 October 2022
13 November 2019

PLACE OF ISSUE

DFA Manila
DFA NCR East
DFA NCR South

Doc. No. 131
Page No. 24
Book No. 01-4
Series of 2024-

MA
ATTY. MA. CECILIA T. ABAYON
NOTARY PUBLIC
Adm. Matter No. NP-252 (2023-2024)
PTR No. 5555371 01.03.2024/QC
IBP OR No. 380643 12.29.2023/QC
Roll No. 84156
MCLE Compliance No. VIII-0004212-14 April 2028
B4 L11 De Leon St., Isidora Hills Subd.,
Brgy. Holy Spirit, Quezon City