SECURITIES AND EXCHANGE COMMISSION
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The following document has been received:

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Company Information

SEC Registration No.: CS201423954
Company Name: ASIA PACIFIC MEDICAL CENTER - ILOILO, INC.
Industry Classification: N85122
Company Type: Stock Corporation

Document Information

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Document Type: ACGR
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Period Covered: December 31, 2025
Submission Type: Annual
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Acceptance of this document is subject to review of forms and contents

REPUBLIC OF THE PHILIPPINES)
City of Iloilo) S.S.

Certification

I, **THERESE MARIE A. GERAFIL**, 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 30 June 2026 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 and SEC Notice dated 05 March 2025, for a complete and official submission of reports and/or documents through electronic mail and through the Electronic Filing and Submission Tool (eFAST) effective 28 March 2025; 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 JUN 30 2026 day of June 2026 at Iloilo City.

THERESE MARIE A. GERAFIL
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this JUN 30 2026 day of June 2026 at Iloilo City; Affiant exhibiting her IBP ID with Roll of Attorneys No. 88537 and avowed the truthfulness of the foregoing declarations.

Doc. No. 275
Page No. 57
Book No. VII
Series of 2026.

ATTY. IGMEDIO S. PRADO Jr.
NOTARY PUBLIC FOR THE CITY AND PROVINCE
OF ILOILO UNTIL DECEMBER 31, 2027
IBP NO. 587[illegible] 1/5/2026, PASIG CITY
PTR NO. 9155042, 1/5/2026, ILOILO CITY
NOT. REG. NO. 103, ROLL NO. 25533
MCLE VIII UNTIL 4/14/2028, NO. 001368
TIN 117-355-747
MEZZANINE FLOOR RED PLAZA BUILDING
[illegible] ST., ILOILO CITY

COVER SHEET

C	S	2	0	1	4	2	3	9	5	4

S.E.C. Registration Number

A	S	I	A		P	A	C	I	F	I	C		M	E	D	I	C	A	L		C	E	N	T	E	R	-	
(	A	P	M	C	)	-	I	L	O	I	L	O	,		I	N	C	.											

(Company's Full Name)

B	R	G	Y	.		U	N	G	K	A	,		J	A	R	O	,		I	L	O	I	L	O				
I	L	O	I	L	O		C	I	T	Y		5	0	0	0														

(Business address: No. Street City / Town / Province)

MAYLENE B. VILLAUEVA	0917523480
Contact Person	**Company Telephone Number**

1	2	3	1	ACGR	0	7	4th	Thurs
Month		**Day**		**FORM TYPE**	**Month**		**Day**	

Fiscal Year **Annual Meeting**

REGISTERED ISSUER

Secondary License Type, If Applicable

S	E	C

Dept. Requiring this Doc.

N/A

Amended Articles Number/Section

Total Amount of Borrowings

	x	
Total No. of Stockholders	**Domestic**	**Foreign**

Top be accomplished by SEC Personnel concerned

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CASHIER

SEC FORM-ACGR (FOR PC/RI)

ANNUAL CORPORATE GOVERNANCE REPORT FOR PUBLIC COMPANIES AND REGISTERED ISSUERS

1. For the fiscal year ended **31 December 2025**
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 include required working knowledge, experience or expertise and competence relevant to the healthcare industry. Nine (9) 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. One (1) director is also a President of other hospitals. 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. Another member of the Board is currently pursuing a dual degree program in Doctor of Medicine and Master in Business Administration, reflecting a strong commitment to both medical excellence and strategic leadership. He likewise holds various key positions in different companies, where he contributes to corporate management and operational oversight. Two directors (1 regular director and 1 Independent director) are lawyers/businessmen whose legal insights reinforce that of the Corporate	
2	The Board has an appropriate mix of competence and expertise.	Compliant		
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		

			Secretary and Compliance Officer in guiding the Board on the legal framework of the business. One Independent Director is a public servant and became known for taking on leadership responsibilities at a young age. Throughout her career, she has supported initiatives focused on community engagement, public service improvement, and youth participation. Another Independent Director is an experienced business executive and public servant with a background in leadership, governance, and corporate management. Throughout her career, she has held various roles in both the public and private sectors, contributing to organizational development and strategic initiatives. Her professional experience spans several decades across government, business, and community-oriented organizations. 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 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 provides a fresh perspective on compassionate management. **Reference documents/links:** • 2025 17-A ANNUAL REPORT (pages 37-43): https://apmc-iloilo.com/wp-content/uploads/2026/05/17-A-2025.pdf • APMC ILOILO Website: https://apmc-iloilo.com/board-of-directors-2025/	
Recommendation 1.2				
1	The Board is headed by a competent and qualified Chairperson.	Compliant	The Chairman of the Board is Dr. Ferjenel G. Biron. His profile, which establishes his competence and qualifications, is set forth in the 2025 17-A Report and on the Company website. **Reference documents/links:** • 2025 17-A ANNUAL REPORT (pages 37-38): https://apmc-iloilo.com/wp-	

			content/uploads/2026/05/17-A-2025.pdf • APMC ILOILO Website: https://apmc-iloilo.com/board-of-directors-2025/	
Recommendation 1.3				
1	The company provides a policy on training of directors.	Compliant	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. **Reference documents/links:** • 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 2025: https://apmc-iloilo.com/wp-content/uploads/2026/06/LIST-OF-TRAININGS-OF-BOARD-OF-DIRECTORS-2025.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 a 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 2025, Lorna C. Silverio and Nathalie Ann F. Debuque attended the Orientation Training conducted by the Corporate Secretary on 14 August 2025 via Zoom. Subsequently, Directors Silverio and Debuque visited the Hospital Building. The policy on the Orientation of New Directors and Annual Continuing Training for all directors is published on the Company website, as well as the training of directors for the covered year, including the number of hours attended and topics covered. **Reference documents/links:** • MANUAL ON CORPORATE GOVERNANCE p16: 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	While the Company had conducted the Comprehensive Orientation Program, Director Brandt Luke Biron was not able to attend due to other professional commitments. Notwithstanding the non-attendance, the Company recognizes the importance of ensuring that all Directors are properly oriented on their duties, responsibilities and applicable corporate governance principles. To address this, the Company will arrange a separate orientation or briefing session for the concerned Director at the earliest practicable time. Until then, Director Biron's previous non- attendance did not

			• DIRECTORS' TRAINING IN 2025: https://apmc-iloilo.com/wp-content/uploads/2026/06/LIST-OF-TRAININGS-OF-BOARD-OF-DIRECTORS-2025.pdf • 2025 ORIENTATION OF NEW DIRECTORS: https://drive.google.com/file/d/12M8-4w8nsiJSbKz4WoQuwcO3qysKwkZB/view?usp=sharing ● HOSPITAL SITE VISIT 2025: https://drive.google.com/drive/folders/1aVwVCQECaPMy-BBiDGE6fUd_MXKx4lX3?usp=sharing	prevent him from familiarizing with the Company's operations as relevant orientation materials, including the Company's governance policies, Board responsibilities, Code of Conduct and applicable regulatory requirements were provided to him for review.
3	The company has relevant annual continuing training for all directors.	Non- Compliant		The Company was unable to fully comply with the recommendation on providing relevant training to all Directors during the reporting period due to budgetary constraints. In view of limited financial resources, the Company prioritized its available funds for critical capital requirements, and operational needs necessary to sustain business operations. Despite these constraints, the Company gave priority to the training and orientation of newly elected Directors, recognizing the importance of ensuring that they are adequately informed of their duties, responsibilities, the Company's governance framework, and applicable regulatory requirements. However, due to the limited training budget, the Company was not able to extend the same level of training opportunities to all incumbent Directors during the period.

				Notwithstanding the foregoing, several directors completed training hours in excess of the required minimum in prior years, and the board collectively possesses substantial prior training, extensive professional experience, and long-standing exposure to corporate governance and healthcare management, which provide them with continuing working knowledge of their duties and responsibilities. The Company remains committed to ensuring compliance and will endeavour to allocate sufficient budget for Director training in the succeeding year, subject to the Company's financial condition and operational priorities.
Recommendation 1.4				
1	The Board has a policy on board diversity.	Compliant	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. The Board has seven (7) male directors and eight (8) female directors, one (1) director is between the age of 20-30 years, two (2) directors are between ages 30-40 years, three (3) are between ages 50-60 years, seven (7) are between the ages 61-70 and two (2) are between the ages 71-80. Older directors bring long-term industry knowledge, cris experience, networks and governance maturity, On the other hand, younger directors bring perspectives on technology, cybersecurity, sustainability and changing consumer or employee expectations. The Chairman is a legislator, doctor and a renowned businessman. The President and eight (8) other directors are practicing doctors and known specialists in surgery, internal medicine (cardiology, nephrology), ENT, pediatrics, and family medicine. One of these doctors has been a former President of other hospitals. One	

			(1) of these doctors is currently the President of other hospitals. Two (2) are practicing lawyers with business on the side. Two (2) directors have extensive experiences as distinguished public servants, having demonstrated exemplary leadership and competence in the fields of public administration and governance. Another one is a public relations consultant and journalist. Another member of the Board is currently pursuing a dual degree program in Doctor of Medicine and Master in Business Administration, reflecting a strong commitment to both medical excellence and strategic leadership. One Director is a pharmacy graduate. **Reference documents/links:** • 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	The Board is assisted by Therese Marie A. Gerafil 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 Company website. Her duties and functions are provided in the Manual on Corporate Governance. She is not a member of the Board of Directors. **Reference documents/links:** • 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	The Corporate Secretary had attended the following corporate governance trainings accredited by the Securities and Exchange Commission in 2025: 1. Best Practices in Corporate Housekeeping on 12-14 March 2025 conducted by the Center for Global Best Practices (9:00-12 NOON)(9 hrs) **Reference documents/links:**	

			• EXECUTIVE TRAINING 2025: https://apmc-iloilo.com/wp-content/uploads/2026/05/LIST-OF-TRAININGS-OF-EXECUTIVE-OFFICERS-2025.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. 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. **Reference documents/links:** • APMCI Website (See Key Executive Officers): https://apmc-iloilo.com/governance/board-of-directors-and-organizational-structure/key-executive-officers/# • 2025 DEFINITIVE INFORMATION STATEMENT (See profile of Compliance Officer-page 16): https://apmc-iloilo.com/wp-content/uploads/2025/06/Annex-B-2024-Board-of-Directors-and-Executive-Officers-Profiles-1.pdf • MANUAL ON CORPORATE GOVERNANCE pages 26 to 27: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf	
2	The Compliance Officer has a rank of Senior Vice-President or an equivalent position with adequate stature and authority in the corporation.	Compliant		
3	The Compliance Officer is not a member of the board.	Compliant		
4	The Compliance Officer attends annual training/s on corporate governance.	Compliant	The Compliance Officer had attended the following corporate governance trainings in 2025, accredited by the Securities and Exchange Commission: 1. Beyond the Algorithm: Exploring the Cybersecurity and AI Revolution conducted by the Institute of Corporate Directors on 29-30 May 2025 (10 AM to 12 NN) (4hrs) 2. How to Build a World-Class Compliance Management System featuring ISO 37301: The Global Standard for Effective Compliance Management Systems on 27 & 28 January 2025 (9:00 AM)(2hrs) **Reference documents/links:** • EXECUTIVE TRAINING 2025: https://apmc-iloilo.com/wp-content/uploads/2026/05/LIST-	

			OF-TRAININGS-OF-EXECUTIVE-OFFICERS-2025.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	Recommendation 2.1 is set forth in page 15 of the Manual on Corporate Governance. 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. **Reference documents/links:** • MANUAL ON CORPORATE GOVERNANCE pages 15 and 25: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf • 2025 DEFINITIVE INFORMATION STATEMENT pages 28-32: https://apmc-iloilo.com/wp-content/uploads/2025/06/5.-SEC-Form-20-IS-_APMC-ILOILO_2025.pdf	

Recommendation 2.2				
1	The Board oversees the development and approval of the company's business objectives and strategy.	Compliant	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. 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. Dr. Agnes Jean M. Villaflor attended the training on Strategic Thinking for the Board of Directors & Leaders conducted by the Center for Global Best Practices on 10 September 2025. 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. **Reference documents/links:** • BOARD CHARTER page 1: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Charter_1.pdf • DIRECTORS' TRAINING 2025: https://apmc-iloilo.com/wp-content/uploads/2026/06/LIST-OF-TRAININGS-OF-BOARD-OF-DIRECTORS-2025.pdf	
2	The Board oversees and monitors the implementation of the company's business objectives and strategy.	Compliant		
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. The retirement policy is attached as Annex E of the aforementioned Manual. **Reference documents/links:** • MANUAL ON CORPORATE GOVERNANCE page 19: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf	
2	The Board adopts a policy for the retirement of directors and key officers.	Compliant		

			• 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	The Remuneration and Performance Policy of the Company is published on 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. Per Board Charter, no Director shall be involved in deciding his own remuneration during his incumbent term. Remunerations that are approved take effect after the term of the approving Board. **Reference documents/links:** • 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	
2	The Board adopts a policy specifying the relationship between remuneration and performance.	Compliant		
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. 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. The Nomination and Election Committee Charter includes performance evaluation.	
2	The Board nomination and election policy is disclosed in the	Compliant		

	company's Manual on Corporate Governance.		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. All qualified nominees are endorsed by the Corporate Governance Committee for inclusion in the Final List of Candidates for the shareholders to choose from. The Final List of Candidates with the Nominees is attached as Annex C of the 2025 20-ISA (Definitive Information Statement). **Reference documents/links:** • BOARD NOMINATION AND ELECTION POLICY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Nomination-and_Election-Policy_1.pdf • 2025 CALL FOR NOMINATION: https://apmc-iloilo.com/wp-content/uploads/2025/04/Call-for-Nomination.pdf • 2025 DEFINITIVE INFORMATION STATEMENT (ANNEX C) https://apmc-iloilo.com/wp-content/uploads/2025/06/ANNEX-C-2025-FINAL-LIST-OF-CANDIDATES.pdf	
3	The Board nomination and election policy includes how the company accepted nominations from shareholders/members.	Compliant		
4	The Board nomination and election policy includes how the board reviews the qualifications of nominated candidates.	Compliant		
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	Compliant		

	of the company.			
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. **Reference documents/links:** • RELATED PARTY TRANSACTION POLICY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Related-Party-Transaction_Policy_1.pdf	
2	The RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.	Compliant		

Recommendation 2.7				
1	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).	Compliant	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. 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 23 June 2025, 27 June 2025 and 03 July 2025. The Management Team is composed of the following: President/CEO - Dr. Agnes Jean M. Villaflor Executive Vice President/Ancillary Director – Dr. Danilo C. Regozo Medical Director – Dr. Lusyl M. Gomez Nursing Director – Mr. Omar Z. Montejo Director for Administration and Support - Dr. Giovanni A. Delos Reyes Finance Director – Dr. Meride D. Lavilla Compliance Officer - Atty. Maylene Villanueva **Reference documents/links:** • BOARD CHARTER page 11: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Charter_1.pdf • 17 C REPORT DATED 23 JUNE 2025: https://apmc-iloilo.com/wp-content/uploads/2025/07/17C_-23-June-2025.pdf • 17 C REPORT DATED 27 JUNE 2025: https://apmc-iloilo.com/wp-content/uploads/2025/06/17-C1-JUNE-27-2025.pdf • 17 C REPORT DATED 05 JULY 2025 : https://apmc-iloilo.com/wp-content/uploads/2025/07/17C_-03-July-2025.pdf	

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	**Reference documents/links:** • CEO ASSESSMENT: https://drive.google.com/file/d/1M6f7TVaUz-Kb5VTCjOLf2fq3y3oZQkcM/view?usp=drive_link	
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	The Company's Revised Manual of Corporate Governance mandates the Board to formulate and conduct an annual review of the Company's mechanism for performance assessment of the Board and Management, principally, the President and/or Chief Executive Officer. 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. **Reference documents/links:** • MANUAL ON CORPORATE GOVERNANCE page 15: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf • PERFORMANCE EVALUATION REPORT: https://drive.google.com/drive/folders/1R3TXIDytjBrTzUyusL1TsgH5XKagq-Ry • DIS 2025 - ANNEX J (Board Performance Report) https://apmc-iloilo.com/wp-content/uploads/2025/06/ANNEX-J-2024-BOARD-APPRAISAL-PERFORMANCE-REPORT.pdf	
2	The Board establishes an effective performance evaluation framework that includes a standard or criteria for assessment and ensures that personnel's	Compliant		

	performance is on par with the standards set by the Board and Senior Management.			
Recommendation 2.9				
1	The Board ensures that an appropriate internal control system is in place.	Compliant	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.	
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	The RPT Policy prescribes the mechanism for monitoring and managing potential/actual conflicts of interest of the board members, management and shareholders. **Reference documents/links:** • MANUAL ON CORPORATE GOVERNANCE pages 30 to 33: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf • RELATED PARTY TRANSACTION POLICY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Related-Party-Transaction_Policy_1.pdf	
3	The Board adopts an Internal Audit Charter.	Compliant	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. On 25 August 2025, the Board of Directors approved the Internal Audit Manual of the Company. **Reference documents/links:** • MANUAL ON CORPORATE GOVERNANCE pages 30 to 33: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf **Reference documents/links:** • AUDIT MANUAL https://apmc-iloilo.com/wp-content/uploads/2026/06/APMC-Iloilo-Audit-Manual.pdf	
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:** • 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:** • 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	The Company has established Board Committees which are reflected in its Manual on Corporate Governance and also published in the Company website. **Reference documents/links:** • MANUAL ON CORPORATE GOVERNANCE (pages 19-20): https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf • APMCI Website (see Corporate Governance) : https://apmc-iloilo.com/corporate-governance/	
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	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. **Reference documents/links:** • MANUAL ON CORPORATE GOVERNANCE (pages 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.	Compliant	The following Directors compose the Audit Committee: Atty. Johanna Marie B. Belgira - Chairperson (Independent Director) Lorna C. Silverio - Member (Independent Director) Nathalie Ann F. Dubuque - Member (Independent Director) Being Independent Directors, they are all non-executive directors. **Reference documents/links:** • 17 C REPORT DATED 03 JULY 2025 https://apmc-iloilo.com/wp-content/uploads/2025/07/17C_-03-July-2025.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	All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.	Non-Compliant	As a graduate of Business Administration, ID Lorna Silverio possesses foundational knowledge across accounting , auditing and finance and her expertise is from a managerial or strategic perspective. **Reference documents/links:** • DIRECTORS' TRAINING IN 2025 https://apmc-iloilo.com/wp-content/uploads/2026/06/LIST-OF-TRAININGS-OF-BOARD-OF-DIRECTORS-2025.pdf	Aside from ID Silverio. there is no director that has relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance. To address this gap, the Committee Chairperson Johanna Marie B. Belgira attended the Board Director's Guide for Audit Committees conducted by the Institute of Corporate Directors (ICD) on 09 July 2025 from 9:00 AM to 12:00 PM (3 hours). ID Debuque is set to attend similar trainings this year.
4	The Chairperson of the Audit Committee is not the Chairperson of the Board or of any other committee.	Compliant	The Chairperson of the Audit Committee is Johanna Marie B. Belgira and she is not the Chairperson of any other Board Committees. **Reference documents/links:** • 17 C REPORT DATED 23 JUNE 2025 page 9: https://apmc-iloilo.com/wp-	

			content/uploads/2025/07/17C -23-June-2025.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	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. The committees on Remuneration and Compensation and Nominations and Elections were abolished and their respective functions were integrated into the Corporate Governance Committee. **Reference documents/links:** • 17 C REPORT DATED 23 JUNE 2025: https://apmc-iloilo.com/wp-content/uploads/2025/07/17C -23-June-2025.pdf • 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/2026/04/2025-CORPORATE-GOVERNANCE-COMMITTEE.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	The following directors compose the Corporate Governance Committee majority of whom are independent directors: Nathalie Ann F. Debuque - Chairperson (Independent Director) Lorna C. Silverio - Member (Independent Director) Meride D. Lavilla –Member (Regular Director) **Reference documents/links:** • 17 C REPORT DATED 23 JUNE 2025: https://apmc-iloilo.com/wp-content/uploads/2025/07/17C -23-June-2025.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	During the meeting held on 18 June 2025, the Board approved the appointment of the members of the Board Risk Oversight Committee. The following directors compose the Board Risk Oversight Committee majority of whom are Independent Directors: Nathalie Ann F. Dubuque-Chairperson (Independent Director) Johanna Marie B. Belgira-Member (Independent Director) Mary Flor G. Ong-Member (Regular Director) **Reference documents/links:** • 17 C REPORT DATED 23 JUNE 2025: https://apmc-iloilo.com/wp-content/uploads/2025/07/17C_-23-June-2025.pdf	
2	The BROC is composed of at least three (3) members, the majority of whom should be independent directors, including the Chairperson.	Compliant	**Reference documents/links:** • BOARD RISK AND OVERSIGHT COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2024/07/BOARD-RISK-OVERSIGHT-COMMITTEE-.pdf • 17 C REPORT DATED 23 JUNE 2025: https://apmc-iloilo.com/wp-content/uploads/2025/07/17C_-23-June-2025.pdf	
3	At least one member of the BROC has relevant thorough knowledge and experience on risk	Compliant	As a practicing lawyer for almost ten (10) years, the Chairman identifies legal exposure for her clients and their respective organizations, advises on compliance with laws, regulations, industry standards, and contractual obligations. She also handles litigation and is familiar with risk frameworks.	

	and risk management.		Further, she advises on business decisions by weighing legal, operational, financial , reputational and regulatory risks. **Reference documents/links:** ● Website link: https://apmc-iloilo.com/governance/board-of-directors-and-organizational-structure/ ● See Profile of Independet Director and member of BROC p13: https://apmc-iloilo.com/wp-content/uploads/2025/06/Annex-B-2024-Board-of-Directors-and-Executive-Officers-Profiles-1.pdf	
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:** • AUDIT-COMMITTEE-CHARTER: https://apmc-iloilo.com/wp-content/uploads/2023/06/Audit-Committee-Charter.pdf • CORPORATE GOVERNANCE COMMITTEE CHARTER : https://apmc-iloilo.com/wp-content/uploads/2023/06/Corporate-Governance-Commitee_1.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	
2	The Committee Charters provide standards for evaluating the performance of a committee and its members.	Compliant		
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	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. 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. **Reference documents/links:** • SEC REPORT ON BOARD ATTENDANCE 2025: https://apmc-iloilo.com/wp-content/uploads/2026/03/CS_CERT-ATTENDANCE_2025.pdf • PROCEDURE FOR PARTICIPATION VIA REMOTE COMMUNICATION: https://apmc-iloilo.com/wp-content/uploads/2023/05/Internal-Procedures-for-Meetings-Through-Remote-Communication.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 maximum concurrent directorships shall be	Non- Compliant	The policy on multiple Board seats is set forth in the Revised Manual on Corporate Governance. The directorships of the company's directors in listed companies, registered issuers and public companies are published on the website. **Reference documents/links:** • REVISED MANUAL ON CORPORATE GOVERNANCE page 18; https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf • APMCI Website: https://apmc-iloilo.com/board-of-directors-2025 • 2025 DEFINITIVE INFORMATION STATEMENT page 14 (Directorship in Other Companies): https://apmc-iloilo.com/wp-content/uploads/2025/06/5.-SEC-Form-20-IS-_APMC-ILOILO_2025.pdf	The Chairman, Dr. Ferjenel G. Biron holds directorships in six (6) registered issuers. Nonetheless, this does not impede his full commitment to the company as he still gets to attend and/or preside in 11 out of 13 meetings in 2025, with his two absences being due to public service commitments.

	five (5) public companies and/or registered issuers.			
Recommendation 4.3				
1	The Directors notify the company's board before accepting a directorship in another company.	Compliant	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. **Reference documents/links:** • 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	Of the fifteen (15) Directors, three (3) are Independent Directors, only five (5) are executive officers. These are the Executive Directors: **Chairman-** Dr. Ferjenel G. Biron, MD **President-**Dr. Agnes Jean M. Villaflor, MD, FPCP, FPSN **Vice Chairman**- Dr. Meride D. Lavilla, MD, FPPS **Executive Vice President-** Dr. Danilo C. Regozo, MD, DFM, FPAFP **Treasurer**- Dr. Mary Flor G. Ong, MD, FPCP, FPCEDM **Reference documents/links:** • APMCI WEBSITE: Board of Directors and Organizational Structure – Asia Pacific Medical Center Iloilo (apmc-iloilo.com) • 2025 DEFINITIVE INFORMATION STATEMENT pages 10-12: https://apmc-iloilo.com/wp-	

			content/uploads/2025/06/5.-SEC-Form-20-IS-_APMC-ILOILO_2025.pdf	
Recommendation 5.2				
1	The Board has at least three (3) independent directors or such number as to constitute one-third (1/3) of the board, whichever is higher.	Non-Compliant	**Reference documents/links:** • APMCI Website (see BOD profile)*:* https://apmc-iloilo.com/board-of-directors-2025/ • 17 C REPORT DATED 23 JUNE 2025: https://apmc-iloilo.com/wp-content/uploads/2025/07/17C_-23-June-2025.pdf	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 (⅓) of its members as independent directors but complies with the minimum number required by the Revised Corporation Code. 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. However, the limited number of independent directors was due to logistical constraints as the Company is only at the initial stages of its operations. 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 active

				in the Board Committees and are given fair opportunity to air their views on corporate matters. The company currently has three (3) independent directors. The names are as follows: ● Lorna C. Silverio ● Nathalie Ann F. Debuque ● Johanna Marie B. Belgira
Recommendation 5.3				
1	The independent directors possess all the qualifications and none of the disqualifications to hold the position.	Compliant	The three (3) Independent Directors, namely Lorna C. Silverio, Nathalie Ann F. Debuque, and Johanna Marie B. Belgira possess all the qualifications and none of the disqualifications to become such. Their qualifications are published on the website. **Reference documents/links:** ● APMCI Website (see BOD profile): https://apmc-iloilo.com/board-of-directors-2025/ ● DIS 2025 - Annex D (Certificate of Qualification) - Atty. Johanna Marie Bermudo Belgira https://apmc-iloilo.com/wp-content/uploads/2025/06/ANNEX-D-CERTIFICATION-OF-QUALIFICATION-OF-JOHANNA-MARIE-BERMUDO-BELGIRA-1.pdf ● DIS 2025 - Annex D1 (Certificate of Qualification) - Nathalie Ann F. Dubuque https://apmc-iloilo.com/wp-content/uploads/2025/06/ANNEX-D1-CERTIFICATION-OF-QUALIFICATION-OF-NATHALIE-ANN-F.-DEBUQUE.pdf ● DIS 2025 - Annex D2 (Certificate of Qualification) - Lorna C. SIlverio https://apmc-iloilo.com/wp-content/uploads/2025/06/ANNEX-D2-CERTIFICATE-OF-QUALIFICATION-OF-LORNA-C.-SILVERIO.pdf	
Recommendation 5.4				
1	The company perpetually bars an independent director from serving in such	Compliant	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. **Reference documents/links:**	

	capacity after the term limit of nine (9) years.		• MANUAL ON CORPORATE GOVERNANCE page 18: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf	
2	In the instance that the company retains an independent director in the same capacity after nine (9) years, the Board provides meritorious justification and seeks shareholders'/members' approval during the annual regular meeting.	Compliant	Not applicable because the event had not happened.	
Recommendation 5.5				
1	The positions of Chairperson of the Board and Chief Executive Officer (or its equivalent) are held by separate individuals.	Compliant	During its Organizational Board Meeting held on 18 June 2025, the Board elected Ferjenel G. Biron as Chairman and Agnes Jean M. Villaflor as President/Chief Executive Officer. **Reference documents/links:** • 17 C REPORT DATED 23 JUNE 2025: https://apmc-iloilo.com/wp-content/uploads/2025/07/17C_-23-June-2025.pdf	
2	The Chairperson of the Board and Chief Executive Officer (or its equivalent) have clearly defined responsibilities.	Compliant	The responsibilities of the Chairman and Chief Executive which are clearly defined and are set forth in the Board Charter. The Chairperson and the CEO are not related by blood. **Reference documents/links:** • BOARD CHARTER pages 3 and 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	The Chairperson of the Board is not an Independent Director, hence Lorna C. Silverio was designated as lead director. **Reference documents/links:** • APMCI WEBSITE: https://apmc-iloilo.com/board-of-directors-2025/ • 17 C REPORT DATED 23 JUNE 2025: https://apmc-iloilo.com/wp-content/uploads/2025/07/17C_-23-June-2025.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	Non- Compliant		Pursuant to page 6 of the Manual, non-executive directors have the authority to conduct distinct regular meetings with the External Auditor and the heads of internal audit, compliance, and risk functions. These meetings are to be held without any executive directors present, and the Lead Independent

	directors present.			Director should preside over them. The non-executive directors determined that there was no need for such a meeting in 2025 because they can engage directly with the concerned persons when necessary through established channels without mandating periodic stand alone meetings. Also, being in the third year of its operations, it is financially challenging to organize separate meetings frequently.
2	The meetings are chaired by the lead independent director, if applicable.	Non- Compliant		See abovementioned explanation.
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:** ● 2025 BOARD APPRAISAL REPORT: https://apmc-iloilo.com/wp-content/uploads/2025/06/ANNEX-J-2024-BOARD-APPRAISAL-PERFORMANCE-REPORT.pdf ● DATA PRIVACY COMMITTEE ASSESSMENT: https://drive.google.com/file/d/1vpqsN2chQQS0kiJyynoW7a8xO82kJswp/view?usp=sharing ● CORPORATE GOVERNANCE COMMITTEE ASSESSMENT: https://drive.google.com/file/d/1ULQ4y_VuGCCCfNA9eskEoqt-n2JwjwrC/view?usp=sharing ● AUDIT COMMITTEE ASSESSMENT: https://drive.google.com/file/d/1JzIuiq2OPSTZYwjoUw1W7VOaVSkKoPbZ/view?usp=sharing ● CHAIRMAN'S SELF-ASSESSMENT: https://drive.google.com/file/d/1aZ3lbuctiy8Ek93mu9p28QZsjcBzSe0_/view?usp=sharing	
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	• PRESIDENT/CEO PERFORMANCE EVALUATION: https://drive.google.com/file/d/1M6f7TVaUzKb5VTCjOLf2fq3y3oZQkcM/view?usp=drive_link • EXECUTIVE DIRECTORS SELF-ASSESSMENT: https://drive.google.com/drive/u/0/folders/15sVrm1h_URbAqDO9egPMvzMvdIuv02SF • NON-EXECUTIVE & INDEPENDENT DIRECTOR ASSESSMENT: https://drive.google.com/file/d/1QH09NyRZ_HgQ3JJxXtXP8ji1cxCqTF4z/view?usp=sharing • INDIVIDUAL BOARD SELF-ASSESSMENT: https://drive.google.com/file/d/1K34stHH2Znhp0RgRPL6IUt3u3WutCeq5/view?usp=sharing • BOARD RISK OVERSIGHT ASSESSMENT: https://drive.google.com/file/d/1SVqUsZCWuLDCRJMfDC1U77SVt2vqTS16/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	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. **Reference documents/links:** • CHAIRMAN ASSESSMENT: https://apmc-iloilo.com/wp-content/uploads/2023/06/Chairman-Self-Assessment-Questionaire-1.pdf • CORPORATE GOVERNANCE COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Corporate-Governance-Assessment-Questionaire-1.pdf • DATA PRIVACY: https://apmc-iloilo.com/wp-content/uploads/2023/06/Data-Privacy-Committee-Assessment-Questionaire-1.pdf • BOARD SELF-ASSESSMENT: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Self-Assessment-Questionaire-final.pdf • AUDIT COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Audit-Committee-Assessment-Questionaire-1.pdf • PRESIDENT/CEO PERFORMANCE EVALUATION: https://apmc-iloilo.com/wp-content/uploads/2023/06/President_or_CEO_Performance_Evaluation_Assessment_final_1.pdf	
2	The system allows for a feedback mechanism from the shareholders/members.	Compliant		

			• NOMINATION AND ELECTION COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Nomination-_-Election-Committee-Assessment-Questionaire-1.pdf • REMUNERATION & COMPENSATION COMMITTEE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Remuneration-and-Compensation-Committee-Assessment-Questionaire-1.pdf • INDIVIDUAL DIRECTORS SELF-ASSESSMENT: https://apmc-iloilo.com/wp-content/uploads/2023/06/Board-Individual-Self-Assessment-Questionaire.pdf • EXECUTIVE DIRECTORS SELF-ASSESSMENT QUESTIONNAIRE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Executive-Directors-Self-Assessment-Questionaire-1.pdf • NON-EXECUTIVE & INDEPENDENT DIRECTORS SELF-ASSESSMENT: https://apmc-iloilo.com/wp-content/uploads/2023/06/Non-Executive-_-Independent-Directors-Self-Assessment-Questionaire-1.pdf • BOARD RISK OVERSIGHT ASSESSMENT: https://apmc-iloilo.com/wp-content/uploads/2024/07/BOARD-RISK-OVERSIGHT-COMMITTEE-QUESTIONNAIRE.pdf 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.	
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	Compliant	The Company's Code of Business Conduct and Ethics (CBCE) are published in the website. **Reference documents/links:** • APMCI CBCE: https://apmc-iloilo.com/wp-content/uploads/2023/06/Code-of-Business-Conduct-Ethics.pdf	

	well as articulate acceptable and unacceptable conduct and practices in internal and external dealings of board members.			
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 company website.	Compliant	**Reference documents/links:** • APMCI CODE OF BUSINESS CONDUCT & ETHICS: https://apmc-iloilo.com/wp-content/uploads/2023/06/Code-of-Business-Conduct-Ethics.pdf	
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	The Company implements the following monitoring procedures: 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. Directors, officers, and employees are required to comply with the Code of Business Conduct and Ethics.	
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	Compliant	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. **Reference documents/links:** • REVISED MANUAL ON CORPORATE GOVERNANCE ARTICLE IV.: https://apmc-	

	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.		iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf • APMCI Website: https://apmc-iloilo.com/governance/corporate-disclosure/ • MINUTES OF THE 2025 ASM: https://apmc-iloilo.com/wp-content/uploads/2026/06/Minutes-of-2025-ASM-of-APMC-Iloilo-Inc.-Approved.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	The policy is set forth in the Manual on Corporate Governance. 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. **Reference documents/links:** • REVISED MANUAL ON CORPORATE GOVERNANCE: page 30 https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf • APMCI Website (See Company Disclosure 18A/B and 23-B reports): https://apmc-iloilo.com/governance/corporate-disclosure/	
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		
Recommendation 8.3				
1	The company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	Compliant	**Reference documents/links:** • MANUAL ON CORPORATE GOVERNANCE: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf	
2	The company's MCG is	Compliant		

	submitted to the SEC.			
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	The Company is submitting this year's Annual Corporate Governance Report to the SEC and publish it in the company website. **Reference documents/links:** ACGR 2024: https://apmc-iloilo.com/wp-content/uploads/2025/07/ACGR-2024.pdf ACGR 2025: https://docs.google.com/document/d/1JFdD1d8tgjoyo2jodOwE-bb6J0GsHy-3/edit	
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	During the 2025 Annual Stockholders Meeting held on 18 June 2025, 99.27% percent of shareholders ratified the appointment of Dimaculangan and Co. CPA's Independent Auditor for 2024-2025 in the amount of Three Hundred Twenty-five Thousand Twenty-Four Pesos (Php 325,024.00) - inclusive of VAT. **Reference documents/links:** MINUTES OF THE 2025 ASM page 23: https://apmc-iloilo.com/wp-content/uploads/2026/06/Minutes-of-2025-ASM-of-APMC-Iloilo-Inc.-Approved.pdf	
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	Following the Supreme Court's decision on G.R. No. 246027 dated 28 January 2025 upholding Rule68, paragraph 3 of the Implementing Rules and Regulations of the Securities Regulation Code (RepublicAct No. [RA] 8799) and SEC Memorandum Circular No. 13, series of 2009 (SEC MC No. 13-2009), which required CPAs serving as external auditors for corporations issuing registered securities to obtain SEC accreditation, the Company, being a registered issuer is required under the applicable rules to be audited by a Category "A" Auditor. As Dimaculangan and Dimaculangan and Company CPAs' (DD & Co. CPAs) application for SEC accreditation as a Category A Auditor is still pending approval, DD & Co. CPAs voluntarily withdrew from its engagement as the Company's Principal Auditor for the year 2025, but the firm shall remain engaged as compiler for the said reporting period. In view of the non-qualification of DD & Co. CPAs as a Category "A" Auditor, the Board of Directors, via referendum on 06 April 2026, appointed Berces-Ocampo, Mendoza and Associates (BMA), with Maria Cristina Josefina B. Ocampo as the signing partner, as the Company's Principal Auditor for the year 2025. ● 17-C Report 13 April 2026 https://apmc-iloilo.com/wp-content/uploads/2026/04/17-C-April-13-2026.pdf	
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	Please see the Audit Committee Charter. **Reference documents/links:** • 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	Compliant	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 2025 17-A Report published on the website.	

	performed by its external auditor in the Annual Report to manage potential conflict of interest cases.		**Reference documents/links:** • 2025 17-A ANNUAL REPORT page 36: https://apmc-iloilo.com/wp-content/uploads/2026/05/17-A-2025.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	**Reference documents/links:** • AUDIT COMMITTEE PRE-APPROVAL PROCESS: https://apmc-iloilo.com/wp-content/uploads/2025/06/ANNEX-E1-PRE-APPROVAL-POLICY-IN-THE-ENGAGEMENT-OF-EXTERNAL-AUDITOR-4.pdf	
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	The general policy is contained in the Manual on Corporate Governance. **Reference documents/links:** • 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	Compliant	The general policy is contained in the Manual on Corporate Governance. **Reference documents/links:** • MANUAL ON CORPORATE GOVERNANCE page 34: https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf	

	environmental, economic, social and governance (EESG) issues of its 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:** • 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	The Company's internal control system is provided in the Manual on Corporate Governance on pages 30 to 32. **Reference documents/links:** • 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 business.	Compliant	The Enterprise Risk Management Framework of the Company is attached as Annex B of the Manual on Corporate Governance. The review of the framework is done annually. **Reference documents/links:** • 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:** • 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 are disclosed in pages 35-37 of the Manual on Corporate Governance. **Reference documents/links:** • 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	The Notice of Annual Stockholders' Meeting for Year 2025 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. **Reference documents/links:** • 2025 DEFINITIVE INFORMATION STATEMENT: https://apmc-iloilo.com/governance/corporate-disclosure/ • Notice of ASM: https://apmc-iloilo.com/wp-content/uploads/2026/04/NOTICE-OF-REGULAR-MEETING-OF-STOCKHOLDERS-2025.pdf • AFFIDAVITS OF PUBLICATION OF NEWSPAPERS OF GENERAL CIRCULATION: https://apmc-iloilo.com/wp-content/uploads/2026/04/Affidavit-of-Publication-2025-ASM.pdf • 2025 ASM PUBLICATION - MANILA STANDARDS https://manilastandard.net/business/314593508/asia-pacific-medical-center-iloilo-inc-notice-of-regular-meeting-of-stockholders-8.html • 2025 ASM PUBLICATION - THE MANILA TIMES https://www.manilatimes.net/2025/05/27/business/asia-pacific-medical-center-apmc-iloilo-inc-announces-regular-stockholders-meeting/2120346	
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	Please see Minutes of the 2025 Annual Stockholders Meeting. **Reference documents/links:** • MINUTES OF THE 2025 ANNUAL STOCKHOLDERS MEETING*:* https://apmc-iloilo.com/wp-content/uploads/2026/06/Minutes-of-2025-ASM-of-APMC-Iloilo-Inc.-Approved.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	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. **Reference documents/links:** • MINUTES OF THE 2025 ANNUAL STOCKHOLDERS MEETING: https://apmc-iloilo.com/wp-content/uploads/2026/06/Minutes-of-2025-ASM-of-APMC-Iloilo-Inc.-Approved.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 Company has not adopted a separate, formal alternative dispute resolution mechanism specifically for intra-corporate disputes because it believes that its existing governance framework already provides adequate channels for the amicable, timely, and effective handling of shareholder, director, and corporate concerns. These include referral to the Investor Relations Office, Management, the Corporate Secretary, the Board of Directors, and the appropriate Board committees, depending on the nature of the matter. As a registered issuer engaged in the hospital business, the Company operates in a highly regulated and public-service-oriented industry where disputes may involve issues affecting regulatory compliance, patient care, hospital operations, confidentiality, and continuity of medical services. For this reason,

				certain disputes may require immediate action by the Board, referral to the appropriate regulatory authority, or resolution through legally prescribed remedies rather than through a separate internal ADR process. The Company also has not experienced a single intra-corporate dispute that would justify the creation of a separate dispute resolution mechanism at this time. Establishing a formal ADR structure may entail additional administrative costs and procedures that may not be proportionate to the Company's current needs. Nevertheless, the Company remains committed to resolving disputes in a fair, transparent, and amicable manner whenever possible. It may consider mediation, arbitration, or other alternative dispute resolution methods on a case-to-case basis, particularly where the parties agree that such mechanisms would be appropriate and beneficial. The Company may also revisit the adoption of a formal ADR policy should its circumstances, shareholder base, or regulatory requirements warrant it in the future.
Recommendation 13.5				
1	The Board establishes an Investor Relations Office (IRO) or Customer Relations	Compliant	The Company has an Investor Relations Officer in the person of **Ma. Toni Dinah Cheer Fernandez** Telephone Number: 321-5748	

	Office (CRO) or its equivalent to ensure constant engagement with its shareholders/members.		Fax Number: NONE Email address: apmciloilo.investment@gmail.com	
2	The IRO or CRO or its equivalent is present at every shareholders'/members' meeting.	Non- Compliant	The IRO attends the Annual Stockholders' Meeting. In 2025, a representative of the IRO has moderated the Open Forum with Investors. **Reference documents/links:** MINUTES OF THE 2025 ANNUAL STOCKHOLDERS MEETING page 12: https://apmc-iloilo.com/wp-content/uploads/2026/06/Minutes-of-2025-ASM-of-APMC-Iloilo-Inc.-Approved.pdf	While the IRO was not present during the meeting, a staff from the said office attended and moderated the Open Forum.
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	The Company's various stakeholders are identified in the Manual on Corporate Governance. **Reference documents/links:** • MANUAL ON CORPORATE GOVERNANCE page 37**:** https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf	
Recommendation 14.2				
1	The Board establishes clear policies and programs to provide a mechanism on the fair treatment, protection	Compliant	The general policy is established in the Manual on Corporate Governance. On May 20, 2025, Asia Pacific Medical Center - Iloilo held its Medical Staff General Assembly, bringing together its distinguished physicians for a day of collaboration and professional exchange. The assembly served as a venue to discuss medical	

	and enforcement of the rights of stakeholders.		advancements, address institutional concerns, and reaffirm the Center's commitment to continuous professional growth and excellence in patient care. **Reference documents/links:** • REVISED MANUAL ON CORPORATE GOVERNANCE page 37**:** https://apmc-iloilo.com/wp-content/uploads/2023/06/revised-MCG-with-Notification.pdf • General Assembly (October 27, 2025) https://www.facebook.com/share/p/1EUPTPRkzS/	
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	The following are the employee engagement activities of the company: **Reference documents/links:** **A. Community Involvement** • APMCI CARES FOR ENVIRONMENT - 01 September 2025, the employees went to – Brgy. Hinactacan, Lapaz, Iloilo City : https://apmc-iloilo.com/mangrove-planting-small-steps-for-a-greener-future/ B. **Capacity Enhancement** • ADVANCED CARDIAC LIFE SUPPORT (ACLS) TRAINING Batch 2 (August 9, 2025 at APMCI Auditorium) https://www.facebook.com/share/p/14ePZ3k5Kst/ • BASIC LIFE SUPPORT (BLS) TRAINING Batch 1 (May 31, 2025 at APMCI Auditorium) https://www.facebook.com/share/p/1CxJDiEA4z/ • BASIC LIFE SUPPORT (BLS) TRAINING Batch 2 (June 14, 2025 at APMCI Auditorium) https://www.facebook.com/share/p/1J1vtUaw3V/ • BASIC LIFE SUPPORT (BLS) TRAINING Batch 3 (July 12, 2025 at APMCI Auditorium) https://www.facebook.com/share/p/1JKFfEPuo6/ • DAY 1: BASIC IV THERAPY TRAINING PROGRAM FOR NURSES (May 26, 2025 at APMCI Auditorium) https://www.facebook.com/share/p/17mzqDWc5e/ • DAY 2: BASIC IV THERAPY TRAINING PROGRAM FOR NURSES (May 27, 2025 at APMCI	x

			Auditorium) https://www.facebook.com/asiapacificmedicalcenteriloilo/posts/pfbid02sTrTLZCjPY5X73W4TNFELZaLj8M3nfRwUXbeTKG7Gmj1j1MXwHxedjr9sg9LWqGAl • DAY 3: BASIC IV THERAPY TRAINING PROGRAM FOR NURSES (May 28, 2025 at APMCI Auditorium) https://www.facebook.com/asiapacificmedicalcenteriloilo/posts/pfbid02a8aU6sz6TzcHTFfncVqgtR1ZHVPpYWuEEyfefQwK2XQAFiKstZjcmpCfy9a4KFq7l?rdid=J9zzTSZaSVUEPwr9# • Housekeeping Enhancement Training Program (July 4, 2025 at APMCI Auditorium) https://www.facebook.com/share/p/1DzQFS7ySb/	
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	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. **Reference documents/links:** • 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 training to embed them in the company's culture.		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. **Reference documents/links:** • GENERAL ASSEMBLY OF THE UNIT HEADS,MANAGERS, AND SUPERVISORS (October 28, 2025 at APMCI Auditorium) https://www.facebook.com/share/1DsxWGSfkr/ • ORIENTATION DAY 1 FOR LEVEL 1 NURSING STUDENTS FROM UNIVERSITY OF SAN AGUSTIN (June 2, 2025 at APMCI Auditorium) https://www.facebook.com/asiapacificmedicalcenteriloilo/posts/pfbid02ekMwcHsgWKpMRUj	

			ZGWT2Ht5cwkVBU7PzCezonhksDLwveDbAfuHG92KcDUxgmGHPl?rdid=I5deLiK2XjVF05SN# ● ORIENTATION DAY 2 FOR LEVEL 1 NURSING STUDENTS FROM UNIVERSITY OF SAN AGUSTIN (June 3, 2025 at APMCI Auditorium) https://www.facebook.com/asiapacificmedicalcenteriloilo/posts/pfbid02ihV6Aiwx4orXsa3A2xaq1PUaoU9B1bCKWqhtuDC3F9tHfAJCsMUV81ayZvekEKUcl?rdid=S37EQzR8UtHfc0yT# ● HOSPITAL ORIENTATION OF ILOILO DOCTOR'S COLLEGE (August 14, 2025 at APMCI Auditorium) https://www.facebook.com/share/p/1BkYVCXi3f/ ● COMPREHENSIVE ORIENTATION OF NURSING SERVICE DIVISION OF LEVEL 4 STUDENTS AND CLINICAL INSTRUCTORS OF PHINMA University of Iloilo College of Allied Health Sciences (July 17, 2025 at APMCI Auditorium) https://www.facebook.com/share/p/1MToPimJnL/	
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	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. Contact details for whistleblowing: Maylene B. Villanueva Compliance Officer 09175234802 Email address: Attymbv.endure@gmail.com **Reference documents/links:** ● 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.	
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	As part of its Corporate Social Responsibility (CSR) program, the Company conducts an annual Tree Planting Activity in various locations throughout the Province and City of Iloilo. On September 1, 2025, the employees of Asia Pacific Medical Center Iloilo participated in this initiative by conducting a Tree Planting Activity in the Brgy. Hinactacan, Lapaz, Iloilo City. APMCI CARES FOR ENVIRONMENT: https://apmc-iloilo.com/mangrove-planting-small-steps-for-a-greener-future/	

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 2025, 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 18, 2026.

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

SIGNATURE PAGES FOLLOW:

FERJENEL G. BIRON
Chairman

AGNES JEAN M. VILLAFLOR
President

THERESE MARIE A. GERAFIL
Corporate Secretary

NATHALIE ANN F. DEBUQUE
Independent Director

JOHANNA MARIE BERMUDO-BELGIRA
Independent Director

REPUBLIC OF THE PHILIPPINES)
_____)S.S

SUBCRIBED AND SWORN to before me this JUN 18 2026 day of _____ 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.

NAMES	VALID ID#	DATE OF ISSUE	PLACE OF ISSUE
FERJENEL G. BIRON	**Phil. Passport# P8912997B**	**10 February 2022**	**DFA, Manila**
AGNES JEAN M. VILLAFLOR	**PRC# 0070893**	**17 September 1990**	**Iloilo City**
THERESE MARIE A. GERAFIL	**IBP NO. 88537**	**22 December 2023**	**Iloilo City**
NATHALIE ANN F. DEBUQUE	**Phil. Passport# P0847957C**	**09 July 2022**	**DFA, Iloilo**
JOHANNA MARIE BERMUDO-BELGIRA	**IBP NO. 65335**	**02 March 2026**	**Iloilo City**

WITNESS IN MY HAND AND SEAL.

Doc. No. 277
Page No. 57
Book No. VII
Series of 2026.

ATTY. IGMEDIO S. PRADO JR.
NOTARY PUBLIC FOR THE CITY AND PROVINCE
OF ILOILO UNTIL DECEMBER 31, 2027
IBP NO. 587311, 1/5/2026, PASIG CITY
PTR NO. 9155042, 1/5/2026, ILOILO CITY
NOT. REG. NO. 10[illegible] ROLL NO. 25533
MCLE VIII UNTIL 4/14/2028, NO. 001368
TIN 117-355-747
[illegible]ZANINE FLOOR RED PLAZA BUILDING
[illegible] 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 2025, this Annual Corporate Governance Report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, in the City of PROVINCE OF BULACAN on 19 JUN 2026.

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

SIGNATURE PAGES FOLLOW:

LORNA C. SILVERIO
Independent Director

REPUBLIC OF THE PHILIPPINES)
_____)S.S

SUBCRIBED AND SWORN to before me this 19 JUN 2026 day of _____ affiant 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.

NAMES	VALID ID#	DATE OF ISSUE	PLACE OF ISSUE
LORNA C. SILVERIO	**Phil. Passport# P2828966B**	**22 August 2019**	**DFA, Manila**

WITNESS IN MY HAND AND SEAL.

Doc. No. 175
Page No. 036
Book No. 054
Series of 2026.

Atty. RANDOLPH CASTRO
Notary Public for and in the Province of Bulacan
PNC-35-MB-2025/Until December 31, 2026
Roll of Attorneys No. 95485
PTR No. 4516198/01-05-2026/Bulacan
IBP No. 513270/01-27-2025/Bulacan
Admitted to the BAR on January 24, 2025
MCLE Exempt-Governing Board Order No. 1,s 2008

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 2025, this Annual Corporate Governance Report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, in the City of PASIG CITY on 30 JUN 2026.

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

SIGNATURE PAGES FOLLOW:

MAYLENE B. VILLANUEVA
Compliance Officer

REPUBLIC OF THE PHILIPPINES)
PASIG CITY)S.S

SUBSCRIBED AND SWORN to before me this 30 JUN 2026 day of _____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.

NAME	VALID ID#	DATE OF ISSUE	PLACE OF ISSUE
MAYLENE B. VILLANUEVA	Phil. Passport# P1972096C	10 October 2022	DFA NCR East

WITNESS IN MY HAND AND SEAL.

ATTY. ROMEO MANUEL JOSHUA R. MOVIDO
Notary Public for Pasig City.
Unit 701 Manila Luxury Condominium, Pearl Drive
cor. Gold Loop, Ortigas Center Pasig City
Roll of Attorney No. 66667
Appointment No. 116 (2025-2026) valid until 31 December 2026
IBP Member No. 1046696 Q.C./June 23, 2024
PTR No. 3963771; Jan 8, 2026; Pasig City
MCLE Compliance No. VIII-0027774/ valid until 14 April 2028

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BUWIS BUKLOD NG PILIPINAS RENTAS INTERNAS JUN 30 2026 30 PISO DOKUMENTARYO 30 PISO 17909609