

LEVEL 1

A. RIGHTS OF SHAREHOLDERS																								
A.1	Basic Shareholder Rights	Guiding Reference	Yes/No	MPI Remarks																				
A.1.1	Does the company pay (interim and final/annual) dividends in an equitable and timely manner; that is, all shareholders are treated equally and paid within 30 days after being (i) declared for interim dividends and (ii) approved by shareholders at general meetings for final dividends? In case the company has offered Scrip dividend, did the company paid the dividend within 60 days?	G20/OECD (2015) Principle II: The rights and equitable treatment of shareholders and key ownership functions (A) Basic shareholder rights should include the right to: (6) share in the profit of the corporation.	Yes	<p>Metro Pacific Investments Corporation’s (the “Company” or “MPI”) current dividend policy calls for the payment of regular cash dividends in an amount of up to 25% of the audited consolidated core net income for the year, subject to approval of the Board of Directors, taking into consideration the interest of the shareholders, the Company’s debt covenants, and the requirements dictated by working capital, expansion plans, capital expenditures and debt servicing.</p> <p>Further, the Company commits to pay dividends to its shareholders within 30 days from the date of its declaration.</p> <p>Following are the cash dividends declared by the Board on the Company’s common shares for 2022 to 2023:</p> <table border="1"> <thead> <tr> <th>Declaration Date</th> <th>Record Date</th> <th>Payment Date</th> <th>Dividend Rate (PhP)</th> </tr> </thead> <tbody> <tr> <td>3/22/22</td> <td>3/25/22</td> <td>4/6/22</td> <td>0.0082</td> </tr> <tr> <td>8/3/22</td> <td>8/22/22</td> <td>9/8/22</td> <td>0.0345</td> </tr> <tr> <td>3/3/22</td> <td>3/27/23</td> <td>4/13/23</td> <td>0.076</td> </tr> <tr> <td>8/17/23</td> <td>9/1/23</td> <td>9/15/23</td> <td>0.05</td> </tr> </tbody> </table> <p>Dividend Policy https://www.mpic.com.ph/corporate-governance/governance-practices/</p>	Declaration Date	Record Date	Payment Date	Dividend Rate (PhP)	3/22/22	3/25/22	4/6/22	0.0082	8/3/22	8/22/22	9/8/22	0.0345	3/3/22	3/27/23	4/13/23	0.076	8/17/23	9/1/23	9/15/23	0.05
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				<p>PSE Disclosures (Declaration of Cash Dividends for 2022 to 2023)</p> <ul style="list-style-type: none"> • https://edge.pse.com.ph/openDiscViewer.do?edge_no=1b85028fcb565633470cea4b051ca8f • https://edge.pse.com.ph/openDiscViewer.do?edge_no=234055b3c49575123470cea4b051ca8f • https://edge.pse.com.ph/openDiscViewer.do?edge_no=84d281bb824702de9e4dc6f6c9b65995 • https://edge.pse.com.ph/openDiscViewer.do?edge_no=46798d94ba8652089e4dc6f6c9b65995 <p>Historical Dividends Snapshot https://www.mpic.com.ph/investor-relations/financial-performance/</p> <p>Integrated Annual Corporate Governance Report (page 147 and Annex G)</p>
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A.2	Right to participate in decisions concerning fundamental corporate changes	Guiding Reference	Yes/No	MPI Remarks
Do shareholders have the right to participate in:				
A.2.1	Amendments to the company's constitution?	G20/OECD (2015) Principle II (B) Shareholders should be sufficiently informed about, and have the right to approve or participate in, decisions concerning fundamental corporate changes such as: (1) amendments to the statutes, or articles of incorporation or similar governing documents of the company.	Yes	<p>Shareholders have the right to participate in amendments to the Company's Articles of Incorporation and By-laws. The foregoing is required under Philippine law and affirmed in the Company's policies and disclosures.</p> <p>Minutes of stockholders' meetings where the amendments to the constitutional documents are approved are also uploaded on the Company website.</p> <p>Copies of the constitutional documents are likewise available on the Company website.</p> <p>Revised Code of Corporate Governance (Article 13, Section 1) https://www.mpic.com.ph/wp-content/uploads/2021/04/mpic-revised-manual-on-corporate-governance.pdf</p> <p>Minutes of the 2021 Annual Stockholders' Meeting (page 10) https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-AGM-Minutes-May-28-2021.pdf</p> <p>Amended Articles of Incorporation https://www.mpic.com.ph/wp-content/uploads/2021/02/MPIC-</p>

				<p>Amended-AOI-2-Jul-2019.pdf</p> <p>Amended By-Laws https://www.mpic.com.ph/wp-content/uploads/2021/08/MPIC-Amended-By-Laws-Oct-2006.pdf</p>
A.2.2	The authorisation of additional shares?	G20/OECD (2015) Principle II (B): (2) the authorisation of additional shares.	Yes	<p>Shareholders have the right to participate in the authorization of additional shares or an increase in the Company's authorized capital stock which requires an amendment of its Articles of Incorporation if there are no longer unissued shares from the existing Authorized Capital Stock of the Company. The foregoing is required under Philippine law and affirmed in the Company's policies and disclosures.</p> <p>Copies of the Articles of Incorporation are likewise available on the Company website.</p> <p>Revised Code of Corporate Governance (Article 13, Section 1) https://www.mpic.com.ph/wp-content/uploads/2021/04/mpic-revised-manual-on-corporate-governance.pdf</p> <p>Amended Articles of Incorporation https://www.mpic.com.ph/wp-content/uploads/2021/02/MPIC-Ameded-AOI-August-18-2016.pdf.</p>

A.2.3	The transfer of all or substantially all assets, which in effect results in the sale of the company?	G20/OECD (2015) Principle II (B): (3) extraordinary transactions, including the transfer of all or substantially all assets, that in effect result in the sale of the company	Yes	Shareholders have the right to participate in the approval of the transfer of all or substantially all assets, which in effect results in the sale of the Company. The foregoing is required under the Revised Corporation Code and SEC Memorandum Circular No. 12, series of 2020, and affirmed in the Company's policies and disclosures. Revised Code of Corporate Governance (Article 13, Section 1): https://www.mpic.com.ph/wp-content/uploads/2021/04/mpic-revised-manual-on-corporate-governance.pdf
A.3	Right to participate effectively in and vote in general shareholder meetings and should be informed of the rules, including voting procedures, that govern general shareholder meetings.	Guiding Reference	Yes/No	MPI Remarks
A.3.1	Do shareholders have the opportunity, evidenced by an agenda item, to approve remuneration (fees, allowances, benefit-in-kind and other emoluments) or any increases in remuneration for the non-executive directors/commissioners?	G20/OECD (2015) Principle II (C): (4) Effective shareholder participation in key corporate governance decisions, such as the nomination and election of board members, should be facilitated. Shareholders should be able to make their views known, including through votes at shareholder meetings, on the remuneration of board members and/or key executives, as applicable. The equity component of compensation schemes for board members and employees should be	Yes	The Board ensures that the remuneration of its directors, officers and employees is consistent with the Company's Vision, Mission, culture, strategy, and the business environment in which it operates and aligned with the long-term interest of the Company. The compensation of directors and other officers must be competitive and at a

		<p>subject to shareholder approval.</p>	<p>level that will attract and retain talent and drive them to steadily contribute to the long-term success of the Company. Directors, as such, do not receive any compensation unless approved by the stockholders or provided in the By-Laws of the Company. No director participates in the approval of his/her compensation. However, the Board may, from time to time, approve a reasonable per diem that a director may receive for attendance in Board and Board Committee meetings.</p> <p>The Company's directors receive a per diem allowance for their attendance in the Board and Board Committee meetings. Each director is entitled to a per diem allowance of PhP100,000.00 for every board meeting attended and PhP50,000.00 for every committee meeting.</p> <p>Under Section 6.3 of MPIC's Conflict of Interest Policy, Directors are required to inhibit themselves from any corporate action involving the determination of their remuneration.</p> <p>Amended By-Laws (Article III, Section 9) https://www.mpic.com.ph/wp-content/uploads/2021/08/MPIC-Amended-By-Laws-Oct-2006.pdf</p> <p>Remuneration https://www.mpic.com.ph/corporate-governance/governance-practices/</p>
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A.3.2	<p>Does the company provide non-controlling shareholders a right to nominate candidates for board of directors/commissioners?</p>		<p>Yes</p>	<p>Non-controlling shareholders may nominate candidates for the Board of Directors as reflected in the Company's Revised Manual on Corporate Governance, Guidelines on the Search, Screening and Selection of Directors, Amended By-Laws, and other disclosures.</p> <p>The minutes of the 2022 and 2023 annual stockholders' meeting also reflect that certain directors were nominated by a minority shareholder.</p> <p>Additional information may be found in the MPIC Nomination Committee Charter.</p> <p>Revised Code of Corporate Governance (Article 2, Section 6 and Article 13, Section 1) https://www.mpic.com.ph/wp-content/uploads/2021/04/mpic-revised-manual-on-corporate-governance.pdf</p> <p>Guidelines on the Search, Screening and Selection of Directors https://www.mpic.com.ph/wp-content/uploads/2022/11/Guidelines-on-the-Search-Screening-and-Selection-</p>

				<p>of-Directors-09-Nov-2022.pdf</p> <p>Amended By-Laws (Article III, Sections 2 and 3) https://www.mpic.com.ph/wp-content/uploads/2021/08/MPIC-Amended-By-Laws-Oct-2006.pdf</p> <p>Minutes of the 2022 Annual Stockholders' Meeting (pages 7 to 8) https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-AGM-Minutes-May-27-2022.pdf</p> <p>Minutes of the 2023 Annual Stockholders' Meeting (page 9) https://www.mpic.com.ph/wp-content/uploads/2023/06/MPIC-Minutes-of-the-ASM-for-6-June-2023.pdf</p> <p>Nomination Committee Charter https://www.mpic.com.ph/wp-content/uploads/2019/05/MPIC-Nomination-Committee-Charter-revised-May-2017.pdf</p>
A.3.3	Does the company allow shareholders to elect directors/commissioners individually?		Yes	A shareholder may vote such number of his/her shares for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his/her shares shall equal, or he/she may distribute them in the same principle among as many

			<p>candidates as he/she sees fit.</p> <p>The voting results for all items in the agenda are also reflected in the minutes of the shareholders' meeting uploaded in the website after the business day following the meeting. At the 2022 Annual Stockholders' Meeting, there were represented in the meeting, through remote communication or in absentia or by proxy, shareholders owning 31,102,166,126 shares representing 80.31% of the total issued and outstanding capital stock of the Company. All nominees for election as director received at least 24,283,157,583 votes. Each nominee received the following number of votes:</p> <table border="1" data-bbox="1554 823 2036 1241"> <thead> <tr> <th>Nominee</th> <th>Votes in Favor</th> </tr> </thead> <tbody> <tr> <td>Albert F. del Rosario</td> <td>24,283,157,583</td> </tr> <tr> <td>Alfred V. Ty</td> <td>29,488,836,595</td> </tr> <tr> <td>Augusto P. Palisoc Jr.</td> <td>29,488,836,595</td> </tr> <tr> <td>Christopher H. Young</td> <td>29,149,768,457</td> </tr> <tr> <td>Francisco C. Sebastian</td> <td>29,297,995,974</td> </tr> <tr> <td>Jose Ma. K. Lim</td> <td>29,485,087,304</td> </tr> <tr> <td>June Cheryl A. Cabal-Revilla</td> <td>29,605,676,349</td> </tr> <tr> <td>Manuel V. Pangilinan</td> <td>30,594,473,245</td> </tr> <tr> <td>Ramoncito S. Fernandez</td> <td>29,494,586,595</td> </tr> <tr> <td>Ray C. Espinosa</td> <td>29,317,079,680</td> </tr> <tr> <td>Rodrigo F. Franco</td> <td>29,494,586,595</td> </tr> <tr> <td>Artemio V. Panganiban</td> <td>30,557,726,182</td> </tr> <tr> <td>Oscar J. Hilado</td> <td>30,762,571,097</td> </tr> <tr> <td>Pedro E. Roxas</td> <td>30,748,096,103</td> </tr> <tr> <td>Roberto C. Yap</td> <td>31,063,263,085</td> </tr> </tbody> </table> <p>Minutes of the 2022 Annual Stockholders' Meeting (page 8) https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-AGM-Minutes-May-27-2022.pdf</p>	Nominee	Votes in Favor	Albert F. del Rosario	24,283,157,583	Alfred V. Ty	29,488,836,595	Augusto P. Palisoc Jr.	29,488,836,595	Christopher H. Young	29,149,768,457	Francisco C. Sebastian	29,297,995,974	Jose Ma. K. Lim	29,485,087,304	June Cheryl A. Cabal-Revilla	29,605,676,349	Manuel V. Pangilinan	30,594,473,245	Ramoncito S. Fernandez	29,494,586,595	Ray C. Espinosa	29,317,079,680	Rodrigo F. Franco	29,494,586,595	Artemio V. Panganiban	30,557,726,182	Oscar J. Hilado	30,762,571,097	Pedro E. Roxas	30,748,096,103	Roberto C. Yap	31,063,263,085
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A.3.4	Does the company disclose the voting procedures used before the start of meeting?	<p>G20/OECD (2015) Principle II (C): Shareholders should have the opportunity to participate effectively and vote in general shareholder meetings and should be informed of the rules, including voting procedures, that govern general shareholder meetings</p>	Yes	<p>Voting procedures are disclosed in the Company’s Definitive Information Statement which is published in PSE EDGE and the Company’s website ahead of the meeting. Personnel are assigned by the Company to assist shareholders who wish to submit their proxies or vote electronically. The voting procedures is also explained by the Corporate Secretary at the start of the shareholders’ meeting.</p>

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A.3.5	Do the minutes of the most recent AGM record that the shareholders were given the opportunity to ask questions and the questions raised by shareholders and answers given recorded?	G20/OECD (2015) Principle II (C): (3) Shareholders should have the opportunity to ask questions to the board, including questions relating to the annual external audit, to place items on the agenda of general meetings, and to propose resolutions, subject to reasonable limitations.	Yes	The minutes of the 2023 annual stockholders' meeting contain an accurate record of the proceedings, including the question and answer portion of the meeting. Minutes of the 2023 Annual Stockholders' Meeting (page 10-12) https://www.mpic.com.ph/wp-content/uploads/2023/06/MPIC-Minutes-of-the-ASM-for-6-June-2023.pdf

A.3.6	Does the company disclose the voting results including approving, dissenting, and abstaining votes for all resolutions/each agenda item for the most recent AGM?		Yes	<p>The minutes of the 2023 Annual Stockholders' Meeting is an accurate record of the proceedings, including the voting results for each agenda item. The minutes of the meeting of the shareholders' meeting, including the results of the voting is published in the Company's website the following business day.</p> <p>For the 2023 Special Stockholders' Meeting, the sole item on the agenda was the Company's voluntary delisting from the Main Board of the Philippine Stock Exchange. The final votes of the stockholders, as reviewed by an independent tabulator are as follows:</p> <table border="1" data-bbox="1554 746 2051 831"> <thead> <tr> <th>Yes/For</th> <th>No/Against</th> <th>Abstain</th> </tr> </thead> <tbody> <tr> <td>22,366,944,045</td> <td>69,595,34</td> <td>1,390,091</td> </tr> </tbody> </table> <p>For the 2023 Annual Stockholders' Meeting, the results for each agenda item are as follows:</p> <p>(a) Approval of the Minutes of the Annual Meeting of Shareholders Held on May 27, 2022</p> <table border="1" data-bbox="1554 1118 2051 1233"> <thead> <tr> <th>Yes/For</th> <th>No/Against</th> <th>Abstain</th> </tr> </thead> <tbody> <tr> <td>31,267,974,109</td> <td>780</td> <td>187,001,669</td> </tr> </tbody> </table> <p>(b) Election of directors All nominees for election as director received at least 28,397,852,785 votes. Each respective nominee received the following number of votes:</p>	Yes/For	No/Against	Abstain	22,366,944,045	69,595,34	1,390,091	Yes/For	No/Against	Abstain	31,267,974,109	780	187,001,669
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A.3.7	Does the company disclose the list of board members who attended the most	G20/OECD (2015) Principle II (C); and ICGN (2014) 1.4:	Yes	The minutes of the 2023 annual stockholders' meeting is an accurate record of the proceedings, and identifies

	recent AGM?	The board of directors should meet regularly to discharge its duties and directors should allocate adequate time to meeting preparation and attendance. Board members should know the business, its operations and senior management well enough to contribute effectively to board discussions and decisions.		the directors who attended the same. Minutes of the 2022 Annual Stockholders' Meeting (page 1) https://www.mpic.com.ph/wp-content/uploads/2023/06/MPIC-Minutes-of-the-ASM-for-6-June-2023.pdf
A.3.8	Does the company disclose that all board members and the CEO (if he is not a board member) attended the most recent AGM?		Yes	The minutes of the 2023 Annual Stockholders' Meeting is an accurate record of the proceedings, including the directors in attendance. The President and CEO, Mr. Manuel V. Pangilinan, attended the meeting and presented his President's Report. Minutes of the 2022 Annual Stockholders' Meeting (pages 1 and 3-5) https://www.mpic.com.ph/wp-content/uploads/2023/06/MPIC-Minutes-of-the-ASM-for-6-June-2023.pdf
A.3.9	Does the company allow voting in absentia?	G20/OECD (2015) Principle II (C): (5) Shareholders should be able to vote in person or in absentia, and equal effect should be given to votes whether cast in person or in absentia.	Yes	Voting in absentia is allowed and the procedure for this is disclosed prior to the meeting and reiterated at the start of the meeting. 2022 Definitive Information Statement (pages 3 and 69) https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-Definitive-Information-Statement-04-May-2022_with17Q.pdf 2023 Definitive Information Statement

				<p>(pages 3-4 and 46-47) https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-Definitive-Information-Statement-04-May-2022_with17Q.pdf</p> <p>Minutes of the 2022 Annual Stockholders' Meeting (page 2) https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-AGM-Minutes-May-27-2022.pdf</p> <p>Minutes of the 2023 Annual Stockholders' Meeting (page 2) https://www.mpic.com.ph/wp-content/uploads/2023/06/MPIC-Minutes-of-the-ASM-for-6-June-2023.pdf</p> <p>Integrated Annual Corporate Governance Report (page 153-154) https://www.mpic.com.ph/wp-content/uploads/2023/05/CGFD_Metro-Pacific-Investments-Corporation_Integrated-Annual-Corporate-Governance-Report_25-May-2023-reduced.pdf</p>
A.3.10	Did the company vote by poll (as opposed to by show of hands) for all resolutions at the most recent AGM?	G20/OECD (2015) Principle II (C):	Yes	Voting by poll was done electronically for all resolutions submitted for approval during the 2023 annual stockholders' meeting. The procedure on electronic voting was disclosed in the Definitive Information Statement which was submitted to the Philippine Stock Exchange and uploaded in the Company's

			<p>website and discussed again by the Company’s Corporate Secretary at the start of the meeting. In order to maximize shareholder participation, shareholders who attend in person are also given the opportunity to submit their votes manually. All votes cast are subject to validation by an independent tabulator.</p> <p>Revised Code of Corporate Governance (Article 13, Section 1) https://www.mpic.com.ph/wp-content/uploads/2021/04/mpic-revised-manual-on-corporate-governance.pdf</p> <p>2023 Definitive Information Statement (pages 3 and 82-83) https://www.mpic.com.ph/wp-content/uploads/2023/05/Metro-Pacific-Investments-Corporation-Definitive-Information-Statement-10-May-2023-with17Q-1.pdf</p> <p>Minutes of the 2023 Annual Stockholders’ Meeting (page 2) https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-AGM-Minutes-May-27-2022.pdf</p> <p>Integrated Annual Corporate Governance Report (pages 153-154) https://www.mpic.com.ph/wp-content/uploads/2023/05/CGFD Metro-Pacific-Investments-Corporation-Integrated-Annual-</p>
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				Corporate-Governance-Report_25-May-2023-reduced.pdf
A.3.11	<p>Does the company disclose that it has appointed an independent party (scrutineers/inspectors) to count and/or validate the votes at the AGM?</p>		<p>Yes</p>	<p>The Company discloses its appointment and the identity of an independent party to validate the votes at the Annual Stockholders’ Meeting. SGV & Co., led by Mr. Allan Ocho in 2022, and Mr. Ryan Gilbert K. Chua in 2023, acted as the independent tabulator for the Annual Shareholders’ Meeting. A team from SGV & Co. led by Mr. Ryan Gilbert K. Chua also acted as independent tabulator for the Special Shareholders’ Meeting in 2023.</p> <p>Minutes of the 2022 Annual Stockholders’ Meeting (page 2) https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-AGM-Minutes-May-27-2022.pdf</p> <p>Minutes of the 2023 Annual Stockholders’ Meeting (page 2) https://www.mpic.com.ph/wp-content/uploads/2023/06/MPIC-Minutes-of-the-ASM-for-6-June-2023.pdf</p> <p>Minutes of the 2023 Special Stockholders’ Meeting (page 1) https://www.mpic.com.ph/wp-content/uploads/2023/08/MPIC-Minutes-of-the-SSM-for-8-August-2023.pdf</p>

				<p>Integrated Annual Corporate Governance Report (page 147) https://www.mpic.com.ph/wp-content/uploads/2023/05/CGFD_Metro-Pacific-Investments-Corporation_Integrated-Annual-Corporate-Governance-Report_25-May-2023-reduced.pdf</p>
A.3.12	<p>Does the company make publicly available by the next working day the result of the votes taken during the most recent AGM/EGM for all resolutions?</p>	<p>G20/OECD (2015) Principle II (C): (1) Shareholders should be furnished with sufficient and timely information concerning the date, location and agenda of general meetings, as well as full and timely information regarding the issues to be decided at the meeting.</p>	<p>Yes</p>	<p>The results are indicated in the minutes of the meeting published by the next working day in the Company’s website. The Company’s Revised Code of Corporate Governance requires that the minutes of the meeting of the shareholders be published in the Company’s website the next working day.</p> <p>Revised Code of Corporate Governance (Article 13: Promoting Shareholder Rights, Section 3) https://www.mpic.com.ph/wp-content/uploads/2021/04/mpic-revised-manual-on-corporate-governance.pdf</p> <p>Minutes of the 2023 Annual Stockholders’ Meeting https://www.mpic.com.ph/wp-content/uploads/2023/06/MPIC-Minutes-of-the-ASM-for-6-June-2023.pdf</p> <p>Minutes of the 2023 Special Stockholders’ Meeting (page 1) https://www.mpic.com.ph/wp-content/uploads/2023/08/MPIC-</p>

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A.3.13	Does the company provide at least 21 days notice for all AGMs and EGMs?		Yes	<p>The Company diligently observes the sending of notices of Annual Shareholders’ Meetings at least 21 days prior to the date of the actual meeting.</p> <p>For the 2023 Special Shareholders’ Meeting held on August 8, 2023, the Preliminary Information Statement was filed with the PSE and uploaded on the Company’s website on July 4, 2023. The Definitive Information Statement was filed with the PSE and uploaded on the Company’s website on July 18, 2023.</p> <p>For the 2023 Annual Shareholders’ Meeting held on June 6, 2023, the Company released its Notice and Agenda to PSE on April 27,2023. On same date, the Company posted it in its website. The notice was likewise published in the print and online formats of Manila Standard and Malaya on May 11 and 12, 2023.</p> <p>For the 2022 Annual Shareholders’ Meeting held on May 27, 2022, the</p>

			<p>Company released its Notice and Agenda to the PSE on March 29, 2022. On May 6, 2022, the Company posted the same in its website. The notice was likewise published in the print and online formats of the Philippine Daily Inquirer and Philippine Star on April 12 and 13, 2022 and in the Malaya Business Insight and Business Mirror on May 3 and 4, 2022.</p> <p>The Company also disclosed to PSE the Information Statements on the following dates:</p> <ol style="list-style-type: none"> 1. For the 2023 Annual Shareholders' Meeting, the Preliminary Information Statement was made available to the stockholders on April 11, 2023, while the Definitive Information Statement was made available to the stockholders on May 15, 2023. 2. For the 2022 Annual Shareholders' Meeting, the Preliminary Information Statement was made available to the stockholders on March 29, 2022, while the Definitive Information Statement was made available to the stockholders on May 5, 2022. <p>Notice of the 2023 Annual Shareholders' Meeting as disclosed to PSE https://edge.pse.com.ph/openDiscViewer.do?edge_no=fa8065fb582bba149e4dc6f6c9b65995</p>
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			<p>Notice of the 2022 Annual Shareholders' Meeting as disclosed to PSE https://edge.pse.com.ph/openDiscViewer.do?edge_no=ec7830f2996eebf23470cea4b051ca8f</p> <p>2023 Minutes of the Annual Shareholders' Meeting (page 2) https://www.mpic.com.ph/wp-content/uploads/2023/06/MPIC-Minutes-of-the-ASM-for-6-June-2023.pdf</p> <p>2023 Minutes of the Special Shareholders' Meeting (page 1) https://www.mpic.com.ph/wp-content/uploads/2023/08/MPIC-Minutes-of-the-SSM-for-8-August-2023.pdf</p> <p>2022 Minutes of the Annual Shareholders' Meeting (page 2) https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-AGM-Minutes-May-27-2022.pdf</p> <p>2023 Preliminary Information Statement as submitted to PSE: https://edge.pse.com.ph/openDiscViewer.do?edge_no=7af49d7c91e6252c9e4dc6f6c9b65995</p> <p>2023 Definitive Information Statement as submitted to PSE: https://edge.pse.com.ph/openDiscViewer.do?edge_no=93913e98e97fe2159e4d</p>
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A.3.14	Does the company provide the rationale and explanation for each agenda item which require shareholders' approval in the notice of AGM/circulars and/or the accompanying statement?		Yes	<p>Each agenda item is explained in the Agenda Details and Rationale, which forms part of the Notice of Annual and Special Stockholders' Meetings.</p> <p>2023 Definitive Information Statement (pages 5-7) https://www.mpic.com.ph/wp-content/uploads/2023/07/MPIC-Definitive-Information-Statement.pdf</p> <p>2023 Definitive Information Statement (pages 3-5) https://www.mpic.com.ph/wp-content/uploads/2023/05/Metro-Pacific-Investments-Corporation-Definitive-Information-Statement-10-May-2023-with17Q-1.pdf</p> <p>2022 Definitive Information Statement (pages 3-5) https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-Definitive-Information-Statement-04-May-2022-with17Q.pdf</p> <p>Integrated Annual Corporate Governance Report for 2022 (page 149) https://www.mpic.com.ph/wp-content/uploads/2023/05/CGFD-Metro-Pacific-Investments-Corporation-Integrated-Annual-Corporate-Governance-Report-25-May-2023-reduced.pdf</p>
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A.3.15	<p>Does the company give the opportunity for shareholder to place item/s on the agenda of AGM?</p>	<p>G20/OECD (2015) Principle II (C): (3) Shareholders should have the opportunity to ask questions to the board, including questions relating to the annual external audit, to place items on the agenda of general meetings, and to propose resolutions, subject to reasonable limitations.</p>	<p>Yes</p>	<p>Stockholders may propose items to be included in the agenda. This is also provided in SEC Memorandum Circular No. 14, Series of 2020.</p> <p>Revised Manual on Corporate Governance (Article 13: Promoting Shareholder Rights, Section 1) https://www.mpic.com.ph/wp-content/uploads/2021/04/mpic-revised-manual-on-corporate-governance.pdf</p> <p>Integrated Annual Corporate Governance Report for 2022 (pages 145-146) https://www.mpic.com.ph/wp-</p>

				content/uploads/2023/05/CGFD_Metro-Pacific-Investments-Corporation_Integrated-Annual-Corporate-Governance-Report_25-May-2023-reduced.pdf
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A.4	Markets for corporate control should be allowed to function in an efficient and transparent manner.	Guiding Reference	Yes/No	MPI Remarks
A.4.1	In cases of mergers, acquisitions and/or takeovers requiring shareholders' approval, does the board of directors/commissioners of the company appoint an independent party to evaluate the fairness of the transaction price?	<p>G20/OECD (2015) Principle II (H): Markets for corporate control should be allowed to function in an efficient and transparent manner.</p> <p>(1) The rules and procedures governing the acquisition of corporate control in the capital markets, and extraordinary transactions such as mergers, and sales of substantial portions of corporate assets, should be clearly articulated and disclosed so that investors understand their rights and recourse. Transactions should occur at transparent prices and under fair conditions that protect the rights of all shareholders according to their class.</p>	Yes	<p>The appointment of an independent party to evaluate the fairness of the transaction price in case of certain transactions is required under certain Company policies.</p> <p>Revised Manual on Corporate Governance (Article 8, Section 6) https://www.mpic.com.ph/wp-content/uploads/2021/04/mpic-revised-manual-on-corporate-governance.pdf</p> <p>Integrated Annual Corporate Governance Report for 2022 (pages 122-123) https://www.mpic.com.ph/wp-content/uploads/2023/05/CGFD_Metro-Pacific-Investments-Corporation_Integrated-Annual-Corporate-Governance-Report_25-May-2023-reduced.pdf</p>

A.5	The exercise of ownership rights by all shareholders, including institutional investors, should be facilitated.	Guiding Reference	Yes/No	MPI Remarks
A.5.1	Does the company disclose its practices to encourage shareholders to engage the company beyond AGM?	<p>G20/OECD (2015) Principle II (D): Shareholders, including institutional shareholders, should be allowed to consult with each other on issues concerning their basic shareholder rights as defined in the Principles, subject to exceptions to prevent abuse.</p>	Yes	<p>In addition to encouraging shareholders to attend the Annual Stockholders' Meeting through timely notice and ensuring that the Company's website is up-to-date with relevant information, the Company provides various avenues for shareholders to engage with and raise concerns to the Company. Communication channels to the Company's key contact persons are provided on the website. Corporate briefings with investors and analysts are likewise conducted to discuss financial results and other material disclosures.</p> <p>The Company has a strong investor relations program that ensures open lines of communication between the Company and its shareholders.</p> <p>https://www.mpic.com.ph/investor-relations/</p> <p>Key Contacts https://www.mpic.com.ph/contact-us/</p> <p>Disclosure on Analysts'/Investors' Briefing https://edge.pse.com.ph/openDiscViewer.do?edge_no=4a68b01010479b163470cea4b051ca8f</p>

				<p>Financial Results Presentations https://www.mpic.com.ph/investor-relations/quarterly-analyst-briefing-presentation/</p> <p>President/CFO Presentations https://www.mpic.com.ph/investor-relations/annual-shareholders-meeting/</p> <p>https://www.mpic.com.ph/wp-content/uploads/2023/06/MPIC-Minutes-of-the-ASM-for-6-June-2023.pdf</p> <p>Financial Performance Highlights https://www.mpic.com.ph/investor-relations/financial-performance/</p>
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