

**D. DISCLOSURE AND TRANSPARENCY**

D.1	Transparent Ownership Structure	Guiding Reference	Yes/No	MPI Remarks
D.1.1	Does the information on shareholdings reveal the identity of beneficial owners, holding 5% shareholding or more?	<p><b>OECD Principle V: Disclosure and Transparency</b>  <b>(A) Disclosure should include, but not limited to, material information on:</b></p> <p>(3) Major share ownership and voting rights, including group structures, intra-group relations, ownership data, and beneficial ownership.</p> <p><b>ICGN 7.6 Disclosure of ownership</b>  ... the disclosure should include a description of the relationship of the company to other companies in the corporate group, data on major shareholders and any other information necessary for a proper understanding of the company's relationship with its public shareholders.</p>	Yes	<p>A list of the Company's security ownership of record and beneficial owners of at least 5% of the Company's securities is provided in our Definitive Information Statement ("DIS"). Beneficial owners are also disclosed in our Top 100 Shareholders reports to the Philippine Stock Exchange ("PSE").</p> <p>Furthermore, Philippine law requires publicly-listed companies to submit a disclosure through SEC Form 18-A whenever a shareholder acquires at least a 5% beneficial ownership of its shares.</p> <p>Company Disclosures  <a href="https://www.mpic.com.ph/company-disclosures/">https://www.mpic.com.ph/company-disclosures/</a></p> <p>2023 Definitive Information Statement (page 10-15)  <a href="https://www.mpic.com.ph/wp-">https://www.mpic.com.ph/wp-</a></p>

				<p><a href="https://www.mpic.com.ph/wp-content/uploads/2023/05/Metro-Pacific-Investments-Corporation-Definitive-Information-Statement-10-May-2023-with17Q-1.pdf">content/uploads/2023/05/Metro-Pacific-Investments-Corporation-Definitive-Information-Statement-10-May-2023-with17Q-1.pdf</a></p> <p>2022 Definitive Information Statement (page 10-14) <a href="https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-Definitive-Information-Statement-04-May-2022-with17Q.pdf">https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-Definitive-Information-Statement-04-May-2022-with17Q.pdf</a></p> <p>PSE Disclosures (List of Top 100 Stockholders) <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=e8e517c23b4477049e4dc6f6c9b65995">https://edge.pse.com.ph/openDiscViewer.do?edge_no=e8e517c23b4477049e4dc6f6c9b65995</a></p>
D.1.2	Does the company disclose the direct and indirect (deemed) shareholdings of major and/or substantial shareholders?		<b>Yes</b>	<p>Shareholdings of the major shareholders of the Company are disclosed in its website and filings with the Philippine Stock Exchange and the Securities and Exchange Commission.</p> <p>Company Disclosures <a href="https://www.mpic.com.ph/company-">https://www.mpic.com.ph/company-</a></p>

			<p><a href="#">disclosures/</a></p> <p>A simplified diagram of the Company’s ownership structure is provided in the Company’s website:  <a href="https://www.mpic.com.ph/about-us/our-company/">https://www.mpic.com.ph/about-us/our-company/</a></p> <p>2023 Definitive Information Statement (page 10-15)  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/05/Metro-Pacific-Investments-Corporation-Definitive-Information-Statement-10-May-2023-with17Q-1.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/05/Metro-Pacific-Investments-Corporation-Definitive-Information-Statement-10-May-2023-with17Q-1.pdf</a></p> <p>2022 Definitive Information Statement (pages 10 to 14)  <a href="https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-Definitive-Information-Statement-04-May-2022-with17Q.pdf">https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-Definitive-Information-Statement-04-May-2022-with17Q.pdf</a></p> <p>PSE Disclosures (List of Top 100 Stockholders)  <a href="https://edge.pse.com.ph/openDiscVie">https://edge.pse.com.ph/openDiscVie</a></p>
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D.1.3	Does the company disclose the direct and indirect (deemed) shareholdings of directors (commissioners)?		<b>Yes</b>	Shareholdings of directors, officers, and of the senior management are disclosed in our financial reports, DIS, and periodic reports to PSE and SEC (SEC Form 23-A/B and Results of Organizational Meeting of the Board of Directors).
D.1.4	Does the company disclose the direct and indirect (deemed) shareholdings of senior management?		<b>Yes</b>	<p>2023 Definitive Information Statement (page 14-15)  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/05/Metro-Pacific-Investments-Corporation-Definitive-Information-Statement-10-May-2023-with17Q-1.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/05/Metro-Pacific-Investments-Corporation-Definitive-Information-Statement-10-May-2023-with17Q-1.pdf</a></p> <p>2022 Definitive Information Statement (pages 13 to 14)  <a href="https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-Definitive-Information-Statement-04-May-2022-with17Q.pdf">https://www.mpic.com.ph/wp-content/uploads/2022/05/MPIC-Definitive-Information-Statement-04-May-2022-with17Q.pdf</a></p>

				<p>Company Disclosures (PSE EDGE):  <a href="https://edge.pse.com.ph/downloadHtml.do?file_id=910494">https://edge.pse.com.ph/downloadHtml.do?file_id=910494</a></p> <p>Company Disclosures (SEC Form 23-A/B)  <a href="https://www.mpic.com.ph/company-disclosures/">https://www.mpic.com.ph/company-disclosures/</a></p> <p>PSE Disclosures (SEC Form 23-A/B and Results of Organizational Meeting of the Board of Directors):  <a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpry_id=604">https://edge.pse.com.ph/companyDisclosures/form.do?cmpry_id=604</a></p>
D.1.5	Does the company disclose details of the parent/holding company, subsidiaries, associates, joint ventures and special purpose enterprises/ vehicles (SPEs)/ (SPVs)?		<b>Yes</b>	<p>A simplified ownership structure of the Company and its key operating companies is provided in the Company's website:  <a href="https://www.mpic.com.ph/about-us/our-company/">https://www.mpic.com.ph/about-us/our-company/</a></p> <p>A detailed ownership structure of the Company and its subsidiaries, associates, joint ventures and special purposes vehicles is provided in the supplementary schedule of its Annual</p>

				<p>Report Schedule IV (pages 481-493)  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf</a></p> <p>The Company’s Investor Relations Page include a link containing detailed information about our various investments, including where relevant, the financial statements or annual report of the Company’s subsidiaries and investee companies:</p> <p><a href="https://www.mpic.com.ph/investor-relations/investments/meralco/">https://www.mpic.com.ph/investor-relations/investments/meralco/</a></p> <p><a href="https://www.mpic.com.ph/investor-relations/investments/toll-roads/">https://www.mpic.com.ph/investor-relations/investments/toll-roads/</a></p> <p><a href="https://www.mpic.com.ph/investor-relations/investments/maynilad/">https://www.mpic.com.ph/investor-relations/investments/maynilad/</a></p> <p><a href="https://www.mpic.com.ph/investor-relations/investments/metro-pacific-hospitals/">https://www.mpic.com.ph/investor-relations/investments/metro-pacific-hospitals/</a></p> <p><a href="https://www.mpic.com.ph/investor-relations/investments/light-rail/">https://www.mpic.com.ph/investor-relations/investments/light-rail/</a></p>
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			<p>Material transactions involving the Company, its subsidiaries, joint ventures and SPEs/SPVs are discussed in the financial statements and are disclosed to the PSE and SEC.</p> <p>2022 Amended General Information Statement (page 1, Annex A)  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/03/MPIC-Amended-2022-GIS-filed-13-March-2023_Redacted.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/03/MPIC-Amended-2022-GIS-filed-13-March-2023_Redacted.pdf</a></p> <p>2022 General Information Statement (page 1, Annex A)  <a href="https://www.mpic.com.ph/wp-content/uploads/2022/07/MPIC-2022-GIS-filed-24-June-2022_Redacted.pdf">https://www.mpic.com.ph/wp-content/uploads/2022/07/MPIC-2022-GIS-filed-24-June-2022_Redacted.pdf</a></p> <p>Financial Statements  <a href="https://www.mpic.com.ph/investor-relations/financial-performance/">https://www.mpic.com.ph/investor-relations/financial-performance/</a></p> <p>PSE Disclosures (Material Information/Transactions)  <a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=604">https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=604</a></p>
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D.2	Quality of Annual Report	Guiding Reference	Yes/No	MPI Remarks
Does the company's annual report disclose the following items:				
D.2.1	Corporate Objectives	<p><b>OECD Principle V (A):</b></p> <ul style="list-style-type: none"> <li>(1)The financial and operating results of the company;</li> <li>(2)Company objectives, including ethics, environment, and other public policy commitments;</li> <li>(3)Major share ownership and voting rights, including group structures, intra-group relations, ownership data, beneficial ownership;</li> <li>(4)Remuneration policy for members of the board and key executives, including their qualifications, the selection process, other company directorships and whether they are regarded as independent by the board;</li> <li>(5)Foreseeable risk factors, including risk management system;</li> <li>(6)Issues regarding employees and other stakeholders;</li> <li>(7)Governance structure and policies, in particular, the content of any corporate governance code or policy and the process by which it is implemented.</li> </ul> <p><b>OECD Principle V (E):</b> Channels for disseminating information should provide for equal, timely and cost-efficient access to relevant information by users.</p>	Yes	<p>All the required information are contained in the Company's 2022 Integrated Report and Annual Report (SEC Form 17-A) which are publicly available in the PSE website and the Company's website. The Company's Integrated Report is incorporated in its Annual Report (SEC Form 17-A) by reference to the link in page 129.</p> <p>(1) Financial and Operating Results:  MPIC 2022 Integrated Report (pages 156 to 165) <a href="https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf</a></p> <p>SEC Form 17A (pages 50 to 98) <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf</a></p> <p>(2) Company objectives, including ethics, environment, and other public policy commitments:</p>



		<p><b>ICGN 2.4 Composition and structure of the board ICGN</b>  <b>2.4.1 Skills and experience</b>  <b>ICGN 2.4.3 Independence</b></p> <p><b>ICGN 5.0 Remuneration</b>  <b>ICGN 5.4 Transparency</b></p> <p><b>UK Corporate Governance Code (2010)</b>  A.1.2 - the number of meetings of the board and those committees and individual attendance by directors.</p> <p><b>CLSA-ACGA (2010) CG Watch 2010 - Appendix 2</b>  (l) CG rules and practices  (19) Disclose the exact remuneration of individual directors.</p>		<p>The Company's Integrated Report includes the following information:</p> <p>(a) Vision, Mission and Culture (page 5)</p> <p>(b) Value Creation Model, Business Strategy and Review of Performance which highlights the Group's activities and strategies in creating value (pages 29 to 91) and Sustainability Focus Areas and Actions which includes specific targets based on SDG Goals (pages 92 to 131).</p> <p>(c) Ethics and governance (pages 132 to 138)</p> <p>(3) Major share ownership and voting rights, including group structures, intra-group relations, ownership data, beneficial ownership</p> <p>Information relating to share ownership and voting rights, group structures, intra-group relations, ownership data and beneficial ownership are provided in the Company's SEC Form 17-A (pages 123</p>
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			<p>to 125 and on Schedule IV – MPIC Group Structure).  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_D_EC2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_D_EC2022_Final.pdf</a></p> <p>(4) Remuneration policy for members of the board and key executives, including their qualifications, the selection process, other company directorships and whether they are engaged as independent by the board</p> <p>The remuneration policy for the members of the board and key executives is provided in the Company’s Integrated Report and SEC Form 17-A.</p> <p>2022 Integrated Report (page 135)  <a href="https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf</a></p> <p>SEC Form 17-A (page 121 to 122)  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_D_EC2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_D_EC2022_Final.pdf</a></p> <p>The profile and background of</p>
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			<p>directors and management is included in the Company's 17-A (pages 99 to 120).  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_D EC2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_D EC2022_Final.pdf</a></p> <p>(5) Foreseeable risk factors, including risk management system</p> <p>The Integrated Report summarizes the Company's Enterprise Risk Management as well as foreseeable risk factors (pages 139 to 145).  <a href="https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf</a></p> <p>(6) Issues regarding employees and other stakeholders</p> <p>A summary of the methods of engagement and key topics and concerns with employees and stakeholders is contained in the Company's Integrated Report (page 138).  <a href="https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf</a></p>
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				<p>(7) Governance structure and policies, in particular the content of any corporate governance code or policy and the process by which it is implemented</p> <p>A summary of the Company’s key governance policies is included in its Integrated Report (page 136-137). The Integrated Report also includes a detailed discussion of the Company’s Governance and Enterprise Risk Management Strategy (pages 132 to 138).</p> <p><a href="https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf</a></p>
D.2.2	Financial Performance indicators		<b>Yes</b>	The Financial Performance Indicators of the Company are summarized in its Integrated Report (pages 10 to 12; 154 to 167) and SEC Form 17-A (pages 50 to 97).
D.2.3	Non-Financial Performance indicators		<b>Yes</b>	The Non-Financial Performance Indicators are also provided in its Integrated Report (pages 10; 168 to 216).

				<p>Integrated Report  <a href="https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf</a></p> <p>SEC Form 17-A  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf</a></p>
D.2.4	Dividend Policy			<p><b>Yes</b></p> <p>The Company’s 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. Our dividend policy is available at our website and is discussed in our Annual Report and Integrated Annual Corporate Governance Report.</p> <p>Declaration of cash dividends on common and preferred shares are</p>

				disclosed to the PSE.  Dividend Policy <a href="https://www.mpic.com.ph/corporate-governance/governance-practices/">https://www.mpic.com.ph/corporate-governance/governance-practices/</a>
D.2.5	Biographical details (at least age, academic qualifications, date of first appointment, relevant experience, and any other directorships of listed companies) of all directors/commissioners		<b>Yes</b>	Names, ages, and period of tenure of the Board of Directors, including their directorship in other listed companies, are disclosed in The Company's Annual Report (SEC Form 17-A).  2022 SEC Form 17-A (pages 99 to 115) <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf</a>  2021 SEC Form 17-A (pages 94 to 107) <a href="https://www.mpic.com.ph/wp-content/uploads/2021/04/Metro-Pacific-Investments-Corporation_SEC-Form-17-A_with-SEC-AR.pdf">https://www.mpic.com.ph/wp-content/uploads/2021/04/Metro-Pacific-Investments-Corporation_SEC-Form-17-A_with-SEC-AR.pdf</a>
D.2.6	Attendance details of each		<b>Yes</b>	The Board and Committee meetings for 2022 and the corresponding

	director/commissioner in all directors/commissioner s meetings held during the year		attendance of our directors in Board and Committee meetings are summarized in the Integrated Report.  2022 Integrated Report (pages 134 to 135) <a href="https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf</a>
D.2.7	Total remuneration of each member of the board of directors/commissioners		<b>Yes</b> The remuneration received by certain members of the Board of Directors are disclosed in the Company’s Annual Report (SEC Form 17-A) (pages 121 to 122):  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf</a>  This information is also in the Definitive Information Statement: <a href="https://www.mpic.com.ph/wp-content/uploads/2023/05/Metro-Pacific-Investments-Corporation_Definitive-Information-Statement_10-May-2023_with17Q-1.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/05/Metro-Pacific-Investments-Corporation_Definitive-Information-Statement_10-May-2023_with17Q - 1.pdf</a>

				<p>The aggregate compensation to the key management personnel and officers of the Company is set out in the Annual Report and in the Integrated Annual Corporate Governance Report. The total remuneration of the members of management is disclosed in aggregate in order to protect the privacy, confidentiality, and safety of the directors.</p>
<b>Corporate Governance Confirmation Statement</b>				
D.2.8	<p>Does the Annual Report contain a statement confirming the company's full compliance with the code of corporate governance and where there is non-compliance, identify and explain reasons for each such issue?</p>	<p><b>OECD PRINCIPLE V (A) (8)</b></p> <p><b>UK CODE (JUNE 2010): Listing Rules</b></p> <p>9.8.6 R (for UK incorporated companies) and 9.8.7 R (for overseas incorporated companies) state that in the case of a company that has a Premium listing of equity shares, the following items must be included in its Annual Report and accounts: a statement of how the listed company has applied the Main Principles set out in the UK CG Code, in a manner that would enable shareholders to evaluate how the principles have been applied; a statement as to whether the listed company has complied throughout the accounting period with all</p>	<b>Yes</b>	<p>The Company's Integrated Report includes a confirmation of the Company's "full compliance with the Revised Manual on Corporate Governance as mandated by the Securities and Exchange Commission, the Philippine Stock Exchange, and other applicable government regulatory agencies." It also includes a confirmation that no legal proceedings associated with charges of bribery, corruption, or anti-competitive practices have been made against the</p>



		<p>relevant provisions set out in the UK CG Code; or not complied throughout the accounting period with all relevant provisions set out in the UK CG Code, and if so, setting out:</p> <ul style="list-style-type: none"> <li>(i) those provisions, if any, it has not complied with;</li> <li>(ii) in the case of provisions whose requirements are of a continuing nature, the period within which, if any, it did not comply with some or all of those provisions; and</li> <li>(iii) the company's reasons for non-compliance.</li> </ul> <p><b>ASX CODE:</b> Under <b>ASX Listing Rule 4.10.3</b>, companies are required to provide a statement in their Annual Report disclosing the extent to which they have followed the Recommendations in the reporting period. Where companies have not followed all the Recommendations, they must identify the Recommendations that have not been followed and give reasons for not following them. Annual Reporting does not diminish the company's obligation to provide disclosure under ASX Listing Rule 3.1.</p>		<p>Company.</p> <p>2022 Integrated Report (page 133): <a href="https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf</a></p> <p>A Certificate of Compliance with the Manual of Corporate Governance is issued by the Company's Chief Compliance Officer yearly.</p>
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D.3	Disclosure of Related Party Transactions (RPTs)	Guiding Reference	Yes/No	MPI Remarks
D.3.1	Does the company disclose its policy covering the review and approval of material RPTs?	<p><b>OECD Principle V: Disclosure and Transparency</b> (A) Disclosure should include, but not limited to, material information on: (5) Related party transactions</p> <p><b>ICGN 2.11.1 Related party transactions</b> The company should disclose details of all material related party transactions in its Annual Report.</p>	Yes	<p>In compliance with the SEC’s Memorandum Circular No. 10, Series of 2019, the Company’s Audit Committee, acting through the authority granted by the Company’s Board of Directors in its regular meeting held on August 1, 2019, approved the Company’s revised Related Party Transactions Policy on October 18, 2019. The revised Related Party Transactions Policy includes a policy on material related policy transactions in accordance with the Rules on Material Related Party Transactions set forth by the Commission. The Related Party Transaction Policy was updated last November 2022.</p> <p>Related Party Transactions Policy <a href="https://www.mpic.com.ph/wp-content/uploads/2022/11/Related-Party-Transaction-Policy-09-Nov-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/2022/11/Related-Party-Transaction-Policy-09-Nov-2022.pdf</a></p> <p>Integrated      Annual      Corporate</p>

				<p>Governance Report (pages 117-118)  <a href="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">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</a></p> <p>Details of material related party transactions are included in the Company's Annual Report.</p> <p>Annual Report (page 228 (Item 19) which refers to pages 58-64 of the Consolidated Financial Statements)  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DEC2022_Final.pdf</a></p>
D.3.2	Does the company disclose the name, relationship, nature and value for each material RPTs?		<b>Yes</b>	<p>Details of related party transactions, including the name of the related party, relationship, nature and value of the RPTs are disclosed in Note 19 of the Company's Consolidated Financial Statements which is attached to its Annual Report (SEC Form 17-A).</p> <p>Annual Report (page 228 (Item 19) which refers to pages 58-63 of the</p>

				attached Consolidated Financial Statements) <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_D_EC2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_D_EC2022_Final.pdf</a>
<b>D.4</b>	<b>Directors and Commissioners dealings in the shares of the company</b>	<b>Guiding Reference</b>	<b>Yes/No</b>	<b>MPI Remarks</b>
D.4.1	Does the company disclose trading in the company's shares by insiders?	<p><b>OECD Principle V (A):</b>  (3) Major share ownership and voting rights</p> <p><b>ICGN 3.5 Employee share dealing</b>  Companies should have clear rules regarding any trading by directors and employees in the company's own securities.</p> <p><b>ICGN 5.5 Share ownership</b>  Every company should have and disclose a policy concerning ownership of shares of the company by senior managers and executive directors with the objective of aligning the interests of these key executives with those of shareholders.</p>	<b>Yes</b>	The Company's Insider Trading Policy regulates the dealing or trading of the Company's shares while in possession of material, non-public information. The Company's Compliance Officer regularly sends out Blackout Notices to the whole organization prohibiting any director, officer, employee or insider of the Company from transacting the Company's shares during an identified Blackout Period. The Insider Trading Policy also requires directors and covered officers of the Company to properly disclose their dealings of shares of stock of the Company in accordance with the rules of the PSE and SEC.

				<p>Insider Trading Policy  <a href="https://www.mpic.com.ph/wp-content/uploads/2019/06/Insider-Trading-Policy.pdf">https://www.mpic.com.ph/wp-content/uploads/2019/06/Insider-Trading-Policy.pdf</a></p> <p>PSE Disclosures (SEC 23-A/B)  <a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=604">https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=604</a></p> <p>Company Website (Changes in Beneficial Ownership):  <a href="https://www.mpic.com.ph/company-disclosures/">https://www.mpic.com.ph/company-disclosures/</a></p>
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D.5	External Auditor and Auditor Report	Guiding Reference	Yes/No	MPI Remarks
Where the same audit firm is engaged for both audit and non-audit services				
D.5.1	Are the audit and non-audit fees disclosed?	<p><b>OECD Principle V (C):</b>            An annual audit should be conducted by an independent, competent and qualified, auditor in order to provide an external and objective assurance to the board and shareholders that the financial statements fairly represent the financial position and performance of the company in all material respects.</p> <p><b>OECD Principle V (D):</b>            External auditors should be accountable to the shareholders and owe a duty to the company to exercise due professional care in the conduct of the audit.</p> <p><b>ICGN 6.5 Ethical standards (Audit)</b>            The auditors should observe high-quality auditing and ethical standards. To limit the possible risk of possible conflicts of interest, non-audit services and fees paid to auditors for non- audit services should be both approved in advance by the audit committee and disclosed in the Annual Report.</p>	Yes	<p>A breakdown of the Company’s audit and non-audit fees are disclosed in the Company’s Definitive Information Statement, Integrated Annual Corporate Governance Report, and Corporate Governance Report.</p> <p>2022 Integrated Report (page 1134)  <a href="https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf</a></p> <p>2023 Definitive Information Statement (page 43):  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/05/Metro-Pacific-Investments-Corporation-Definitive-Information-Statement-10-May-2023-with17Q-1.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/05/Metro-Pacific-Investments-Corporation-Definitive-Information-Statement-10-May-2023-with17Q-1.pdf</a></p> <p>Integrated Annual Corporate Governance Report (pages 72-73 and 134)  <a href="https://www.mpic.com.ph/wp-">https://www.mpic.com.ph/wp-</a></p>

				<p><a href="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">content/uploads/2023/05/CGFD_Metro-Pacific-Investments-Corporation_Integrated-Annual-Corporate-Governance-Report_25-May-2023-reduced.pdf</a></p> <p>The audit fees of the Company is also disclosed during the annual shareholders’ meeting and included in its minutes which is published in the Company’s website :  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/07/MPIC-Minutes-of-the-ASM-for-6-June-2023-1.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/07/MPIC-Minutes-of-the-ASM-for-6-June-2023-1.pdf</a></p>
D.5.2	Does the non-audit fee exceed the audit fees?		<b>No</b>	<p>The Audit Committee reviews and pre-approves all audit and non-audit services of the Company’s independent and external auditor, SGV &amp; Co. (SGV) before these services are performed. With respect to non-audit services, the Audit Committee must first review and confirm that the engagement of the same firm providing audit services for the provision of non-audit services will not affect the independence of the external auditor.</p>

				<p>2022 Integrated Report (page 134) <a href="https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/IR/MPIC-IR-2022.pdf</a></p> <p>Audit Committee Charter <a href="https://www.mpic.com.ph/wp-content/uploads/2022/03/MPIC-Audit-Committee-Charter-2022.pdf">https://www.mpic.com.ph/wp-content/uploads/2022/03/MPIC-Audit-Committee-Charter-2022.pdf</a></p>
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D.6	Medium of Communications	Guiding Reference	Yes/No	MPI Remarks
<b>Does the company use the following modes of communication?</b>				
D.6.1	Quarterly Reporting	<p><b>OECD Principle V (E):</b> Channels for disseminating information should provide for equal, timely and cost-efficient access to relevant information by users.</p> <p><b>ICGN 7.1 Transparent and open communication</b> Every company should aspire to transparent and open communication about its aims, its challenges, its achievements and its failures.</p> <p><b>ICGN 7.2 Timely disclosure</b> Companies should disclose relevant and material information concerning themselves on a timely basis, in particular meeting market guidelines where they exist, so as to allow investors to make informed decisions about the acquisition, ownership obligations and rights, and sales of shares.</p>	<b>Yes</b>	<p>Upon approval by the Company’s Board, quarterly financial reports are disclosed to the PSE and SEC. The Company’s Quarterly Reports may also be accessed at the Company’s website.</p> <p>Company Disclosures (Quarterly Report) <a href="https://www.mpic.com.ph/company-disclosures/">https://www.mpic.com.ph/company-disclosures/</a></p> <p>PSE Disclosures (Quarterly Report) <a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=604">https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=604</a></p>
D.6.2	Company Website		<b>Yes</b>	<p>We consistently update the Company’s website to improve access to information. Relevant information regarding our investor relations, sustainability initiatives, corporate governance, and CSR are available at our website. All disclosures to the PSE and SEC are uploaded to the website.</p> <p>Company Website</p>

				<a href="https://www.mpic.com.ph/">https://www.mpic.com.ph/</a>
D.6.3	Analyst's briefing		<b>Yes</b>	<p>We regularly engage in communications with our analysts and investors. Our Investor Relations Department holds a quarterly briefing to discuss essential information on our quarterly financial results. Notices of analysts' briefing are disclosed to the PSE for the information of our stakeholders. Copies of the briefing presentations are published at the Company's website.</p> <p>We provide our Annual Report which focuses on the essential information our investors need to make informed decisions about our business. This should be read in conjunction with our SEC Form 17A and our 2022 and 2023 Information Statement, among others.</p> <p>Quarterly Analysts Briefing Presentation  <a href="https://www.mpic.com.ph/investor-relations/quarterly-analyst-briefing-presentation/">https://www.mpic.com.ph/investor-relations/quarterly-analyst-briefing-presentation/</a></p> <p>PSE Disclosures (Notice of Analysts'/Investors' Briefing)  <a href="https://edge.pse.com.ph/companyDiscl">https://edge.pse.com.ph/companyDiscl</a></p>

				<a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DE C2022_Final.pdf">osures/form.do?cmpy_id=604</a>  Annual Report <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DE C2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DE C2022_Final.pdf</a>
D.6.4	Media briefings/press conferences		<b>Yes</b>	<p>We regularly engage in communications with our stakeholders, including the media. The Company’s Investor Relations Department holds a quarterly briefing to discuss essential information on our quarterly financial results. Notices of media briefing are disclosed to the PSE for the information of our stakeholders. Copies of the briefing presentations are published at the website.</p> <p>Furthermore, we communicate with the media through our Press Release disclosures to the PSE and via social media channels.</p> <p>Investor Relations  <a href="https://www.mpic.com.ph/investor-relations/">https://www.mpic.com.ph/investor-relations/</a></p> <p>PSE Disclosures (Notice of Analysts’/Investors’ Briefing)</p>

				<p><a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=604">https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=604</a></p> <p>Quarterly Analysts Briefing Presentation <a href="https://www.mpic.com.ph/investor-relations/quarterly-analyst-briefing-presentation/">https://www.mpic.com.ph/investor-relations/quarterly-analyst-briefing-presentation/</a></p>
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D.7	Timely filing/release of annual/financial reports	Guiding Reference	Yes/No	MPI Remarks
D.7.1	Are the audited annual financial report / statement released within 120 days from the financial year end?	<p><b>OECD Principle V (C)</b></p> <p><b>OECD Principle V (E) OECD Principle V-(A). ICGN 7.2 Timely Disclosure disclosure</b></p> <p><b>ICGN 7.3 Affirmation of financial statements</b></p> <p>The board of directors and the corporate officers of the company should affirm at least annually the accuracy of the company's financial statements or financial accounts.</p>	Yes	<p>Pursuant to SEC guidelines, our Audited Financial Statements (“AFS”) are released within 120 days from December 31, 2022. We have submitted Consolidated AFS as an attachment to our Annual Report on April 14, 2023, which was 104 days from the financial year end.</p> <p>Our Parent and Consolidated AFS may be accessed on our website.</p> <p>Audited Financial Statements  <a href="https://www.mpic.com.ph/investor-relations/financial-performance/">https://www.mpic.com.ph/investor-relations/financial-performance/</a></p>
D.7.2	Is the annual report released within 120 days from the financial year end?		Yes	<p>Our Annual Report was released on April 14, 2022, which was 104 days from the financial year end. This Annual Report is also disclosed to the PSE and SEC.</p> <p>Annual Report  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DE_C2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DE_C2022_Final.pdf</a></p> <p>PSE Disclosures (SEC 17-A)  <a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=604">https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=604</a></p>

D.7.3	Is the true and fairness/fair representation of the annual financial statement/reports affirmed by the board of directors/commissioners and/or the relevant officers of the company?		<b>Yes</b>	<p>A notarized Statement of Management’s Responsibility for Consolidated Financial Statements (“SMR”) is included in our AFS, which forms part of our Annual Report. The SMR includes a confirmation that the Board of Directors is responsible for overseeing the Company’s financial reporting process and that it reviews and approves the consolidated financial statements including the schedules therein.</p> <p>Annual Report (Exhibit 1 – Statement of Management’s Responsibility for the Consolidated Financial Statements)  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DE C2022_Final.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/04/MPI_17A_DE C2022_Final.pdf</a></p>
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D.8 Company Website		Guiding Reference	Yes/No	MPI Remarks
<b>Does the company have a website disclosing up-to-date information on the following:</b>				
D.8.1	Financial statements/reports (latest quarterly)	<b>OECD Principle V (A) OECD Principle V (E)</b>  <b>ICGN 7.1 Transparent and open communication</b>  <b>ICGN 7.2 Timely disclosure</b>	<b>Yes</b>	Our website has a dedicated page for our financial performance, including our Parent and Consolidated AFS for each financial year since 2009.  Financial Performance <a href="https://www.mpic.com.ph/investor-relations/financial-performance/">https://www.mpic.com.ph/investor-relations/financial-performance/</a>  Financial Statements of the Company's key investee companies are also found in the website:  <a href="https://www.mpic.com.ph/investor-relations/investments/">https://www.mpic.com.ph/investor-relations/investments/</a>
D.8.2	Materials provided in briefings to analysts and media		<b>Yes</b>	Up-to-date information on materials provided during briefings to analysts and media is disclosed on the Company website since 2010.  Quarterly Analysts Briefing Presentation <a href="https://www.mpic.com.ph/investor-relations/quarterly-analyst-briefing-presentation/">https://www.mpic.com.ph/investor-relations/quarterly-analyst-briefing-presentation/</a>
D.8.3	Downloadable Annual Report		<b>Yes</b>	Our Annual Report may be viewed and downloaded at our website since 2007.  Annual Report

				<a href="https://www.mpic.com.ph/investor-relations/annual-report/">https://www.mpic.com.ph/investor-relations/annual-report/</a>
D.8.4	Notice of AGM and/or EGM		<b>Yes</b>	The Company's website has a dedicated page for our Annual Shareholder's Meeting, which contains the (i) Notice of the AGM, (ii) Minutes of the AGM, (iii) Requirements of Procedures for Electronic Voting, and (iv) DIS.
D.8.5	Minutes of AGM and/or EGM		<b>Yes</b>	<p>The Notice of the AGM is posted on the Company's website and is also published on two newspapers of general circulation.</p> <p>The Minutes of the AGM is available for viewing and download within 24 hours from the holding of the shareholders' meeting.</p> <p>Notice of 2023 Annual Stockholders' Meeting  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/06/MPIC-Minutes-of-the-ASM-for-6-June-2023.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/06/MPIC-Minutes-of-the-ASM-for-6-June-2023.pdf</a></p> <p>Minutes of the 2023 Annual Stockholders' Meeting  <a href="https://www.mpic.com.ph/wp-content/uploads/2023/07/MPIC-Minutes-of-the-ASM-for-6-June-2023-1.pdf">https://www.mpic.com.ph/wp-content/uploads/2023/07/MPIC-Minutes-of-the-ASM-for-6-June-2023-1.pdf</a></p>



D.8.6	Company's constitution (company's by-laws, memorandum and articles of association)		<b>Yes</b>	<p>The Company's corporate documents, including any amendments, are available for viewing and download at its website. The Company profile and other corporate governance information of MPIC are also available at our website.</p> <p>Articles of Incorporation and By-Laws  <a href="https://www.mpic.com.ph/about-us/articles-of-incorporation-by-laws-and-all-amendments/">https://www.mpic.com.ph/about-us/articles-of-incorporation-by-laws-and-all-amendments/</a></p> <p>Company Profile  <a href="https://www.mpic.com.ph/about-us/our-company/">https://www.mpic.com.ph/about-us/our-company/</a></p> <p>Corporate Governance  <a href="https://www.mpic.com.ph/corporate-governance/">https://www.mpic.com.ph/corporate-governance/</a></p>
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D.9	Investor Relations	Guiding Reference	Yes/No	MPI Remarks
D.9.1	Does the company disclose the contact details (e.g. telephone, fax, and email) of the officer / office responsible for investor relations?	<b>ICGN 7.1 Transparent and open communication</b>	<b>Yes</b>	<p>Contact details of our Investor Relations is disclosed in our Annual Report and posted in our website.</p> <p>Contact Details  <a href="https://www.mpic.com.ph/contact-us/">https://www.mpic.com.ph/contact-us/</a></p>