Annex A

EXECUTIVE COMMITTEE CHARTER

CommitteeName Executive Committee

ShortName ExCom

Nature Board Level Committee

Responsibility Statement

The ExCom shall primarily review and approve credit proposals and credit policies within its authority and limits, as well as provide recommendations or conditions to lending. The ExCom shall have such other powers and act on other matters as may be delegated by the Board, subject to the limitations of the law, applicable regulations, and the Bank's By-laws.

Duties and Responsibilities

1. The ExCom shall exercise the powers of the Board, as may be delegated to it, in the management of the business and affairs of the Bank. It shall execute the resolutions adopted during the stockholders' meetings and Board of Directors' meetings, unless otherwise directed to the President or other Board committees.

2. Subject to Board confirmation, the ExCom shall decide on the following:

    - Loan/credit proposals within its authority and limits set by the Board with the power to recommend additional conditions or requirements on the proposals.

        Note: *Loans/credit proposals approved by ExCom within its level of authority may already be implemented subject to Board Confirmation afterwards, except for proposals classified as Related Party Transactions (RPT) or transactions with Directors, Officers, Stockholders and Related Interests (DOSRI) which require further approval from the Board prior to implementation.*

    - Accreditation of Mortgage Developers;

    - Country Risk Limit Setting; and

    - Any other matters as delegated by the Board.

3. The ExCom shall endorse the following for Board approval:

- Loan/credit proposals beyond the authority of ExCom;

- Major changes and amendments in credit-related policies;

- Any changes and updates to the Bank's Sustainable Finance Framework (SFF) and Environmental and Social Risk Management System (ESRMS) Manual. And any proposal related to the establishment and implementation of the Bank's ESRMS, as aligned with internationally recognized principles, standards and global practices and integrated as part of the Bank's Enterprise-wide Risk Management (ERM) system; and

- Other matters not specifically delegated to other Board-Level Committees.

4. The ExCom shall not exercise the powers with respect to the following:

- Approval of any action for which stockholders' approval is required;
- Filling of vacancies in the Board;
- Amendment or repeal of By-Laws or the adoption of new By-Laws;
- Amendment or repeal of any resolution of the Board which by its express terms is not amendable or repealable; and
- Distribution of dividends to stockholders.

Composition

The Executive Committee (ExCom) shall be composed of at least three (3) members of the Board of Directors, including the President, as Voting Members, and the Credit Operations Group Head (COG Head) as Non-Voting Member.

The ExCom members shall be appointed annually by the Board of Directors (Board).

Facilitator/Secretariat

The ExCom Secretary and his/her alternate officer shall be appointed by the President to facilitate ExCom meetings, assisted by the Corporate Affairs Division and the Credit Evaluation Division (CED), and will be in charge of the following:

- Sending out notices/presentation materials to the committee members.
- Preparing the agenda of the meeting
- Facilitating the meeting
- Preparing the minutes of meeting
- Disseminating the approvals

The agenda for each meeting, the ExCom Minutes of the Meeting, as well as the

minutes of the routed accounts shall be prepared by the Credit Evaluation Division (CED) subject to review by the COG Head or the CED Head and shall be noted by the ExCom Secretariat or his/her alternate.

The use of e-signatures in signing off the ExCom Minutes of Meeting may be allowed provided that such electronic/digital sign-offs signifying the members' signature thereof are duly supported by the members' approval/clearance either via e-mail or other electronic means.

Quorum/Majority Votes

A majority of the Voting Members present, whether physically in person, or to the extent permitted by law, through electronic medium and telecommunications, such as but not limited to: video, teleconferencing, etc. where the members who are not physically present are located at different local or international places, shall be necessary to constitute a quorum at any meeting.

When a quorum is present at any such meeting, the majority vote/decision of its voting members shall decide the official resolution of the ExCom

Meeting Schedule

The ExCom shall convene and meet every month or as often as it deems necessary, either physically in person or through teleconferencing or video conferencing on such date and venue as may be called for by the Chairperson, the President, or upon the request of the majority of the members. In absence of a meeting, accounts may be routed to its Voting Members for disposition in accordance with their respective credit authorities and limits.

Performance Assessment

The ExCom shall evaluate its performance annually, preferably during the January Board meeting. The results of the assessment shall be reported to Compliance Office for the Corporate Governance Committee's endorsement to the Board for notation during the following month's Board meeting

Charter Review

The ExCom Charter shall be reviewed/updated by the ExCom members at least annually and/or as necessary to ensure its continuing effectiveness, subject to Board approval.

Reporting to the Board

The ExCom shall report to the Board on a monthly basis its actions and dispositions for notation, confirmation, and/or approval of all matters taken up during the ExCom meetings.

Interaction with Other Board/ Management-Level Committees

As necessary, the Committee may interact with other Board/Management Level Committees on loans/credit-related issues.

Last Reviewed & Updated

January 2026