

Closing price as of May 5, 2020 was at ₱43.45 per share.

Dividends and Dividend Policy

Dividends to be paid in cash are subject to the approval by a majority of the Board of Directors. Dividends to be paid in the form of stocks require the approval of a majority of the Board and the approval of shareholders representing no less than two-thirds of the Bank’s outstanding capital stock. The Dividend Policy of the Bank is presented in Part II. Management Report on Compliance with Leading Practices on Corporate Governance.

Dividends Paid and Proposed

Details of the Bank’s dividend distributions as approved by the Bank’s BOD and the BSP follow:

Cash Dividends				
Date of declaration	Per share	Total amount	Record date	Payment date
January 24, 2017	0.75	₱180,189,368.3	February 10, 2017	February 24, 2017
April 24, 2017	0.75	180,189,368.3	May 10, 2017	May 24, 2017
July 27, 2017	0.75	180,189,368.3	August 11, 2017	August 29, 2017
October 26, 2017	0.75	180,189,368.3	November 14, 2017	November 24, 2017
January 18, 2018	0.75	180,189,368.3	February 02, 2018	February 19, 2018
April 23, 2018	0.75	180,189,368.3	May 9, 2018	May 23, 2018
July 20, 2018	0.75	180,189,368.3	August 6, 2018	August 20, 2018
October 15, 2018	0.75	180,189,368.3	October 30, 2018	November 14, 2018
January 17, 2019	0.75	287,332,062.0	February 1, 2019	February 18, 2019
April 15, 2019	0.75	287,332,062.0	May 3, 2019	May 15, 2019
July 19, 2019	0.75	287,332,062.0	August 5, 2019	August 19, 2019
October 14, 2019	0.75	287,332,062.0	October 29, 2019	November 13, 2019

No unregistered securities were sold or offered for sale by the Bank for the year 2019.

Cash Dividend Declaration

On January 16, 2020, the BOD of the Bank approved the declaration of a 7.50% regular cash dividend for the fourth quarter of 2019 for stockholders on record as of January 31, 2020 amounting to ₱287.3 million or ₱0.75 per share to be paid on February 17, 2020.

On April 21, 2020, the BOD of the Bank approved the declaration of a 7.50% regular cash dividend for the first quarter of 2020 for stockholders on record as of May 7, 2020 amounting to ₱320.14 million or ₱0.75 per share to be paid on May 21, 2020.

Stock Dividend Declaration

On November 20, 2019, the SEC approved the amendment to the Articles of Incorporation on the increase in authorized capital stock of the Bank.

On January 16, 2020, the Bank received the SEC Order fixing the Record Date of the 11.42% Stock Dividend involving 43,750,000 shares on January 31, 2020. Payment date of February 21, 2020 was set in accordance with the Board of Directors approval and the rules of the PSE.

Holders

As of March 31, 2020, the Bank has 1,455 stockholders.

Top 20 Stockholders as of March 31, 2020

	Name of Stockholders	No. of Shares	% to Total
1	Metropolitan Bank & Trust Co. *	377,279,068	88.3849%
2	Dolor, Danilo L.	14,051,043	3.2917%
3	Dolor, Erlinda L.	8,474,411	1.9853%
4	PCD Nominee Corp. (Filipino) **	5,192,347	1.2164%
5	De Leon, Maria Soledad S.	4,456,795	1.0441%
6	De Leon, Gian Carlo S.	3,054,440	0.7156%

7	De Leon, Leonard Frederick S.	2,895,061	0.6782%
8	De Leon, Alvin Benjamin S.	2,716,290	0.6363%
9	De Leon, Kevin Anthony S.	2,682,950	0.6285%
10	Pcd Nominee Corp. (Non-Filipin	2,617,665	0.6132%
11	Go, James (c/o Mr. Olayer)	332,947	0.0780%
12	Grand Asia Realty Investment	325,958	0.0764%
13	Que, Liong H.	75,834	0.0178%
14	Choa, Johnny K.	72,247	0.0169%
15	Choa, Victoria K.	68,940	0.0162%
16	Ty, Alejandro	63,893	0.0150%
17	Cheng, Berck Y.	50,138	0.0117%
18	Sy, Victor Gan	45,654	0.0107%
19	Perez, Ma. Georgina V.	44,418	0.0104%
20	Dy Buncio, Anjanette Ty	42,710	0.0100%

* Includes 206,331,982 shares lodged with PCD Nominee Corp.

** Net of 206,331,982 shares owned by Metropolitan Bank & Trust Company and 18 shares owned by Arthur Ty

As of March 31, 2020, public ownership of the Bank was at 10.57%. Of the total shares issued, 2,652,530 shares or 0.62% represents foreign ownership.

Compliance with Leading Practices on Corporate Governance

OUR CORPORATE GOVERNANCE CULTURE

We see our compliance with applicable laws, rules, and regulations as a minimum requirement. Going beyond such minimum is the true essence of good corporate governance. We always aim to continually build the trust and confidence of our stakeholders by running our business in a prudent and sound manner, being fair and transparent in all our dealings, providing reliable and better service in response to the ever-growing expectations of our customers, and working with integrity and accountability.

OUR CORE GOVERNANCE POLICIES

The policies and guidelines embodied in our updated Corporate Governance Manual are posted in our website, www.psbank.com.ph, and in our intranet site, InfoChannel, for the guidance of all our stakeholders. These primarily revolve around the following three (3) basic values that we observe:

Fairness

We see to it that all dealings with counterparties and other stakeholders are fairly conducted. We ensure that such dealings, especially with our related parties, are made in the regular course of our business, and upon terms not less favorable to us than those offered to others. Our Board-level Related Party Transactions Committee (RPTC), entirely composed of non-executive directors, and Management-level Related Party Transactions Management Committee (RPTMC) help ensure that our transactions with related parties are conducted at arm's length, and that our resources are not misappropriated, in accordance with our Board-approved Related Party Transactions (RPT) policy and its specific guidelines and handling procedures, vis-à-vis set transaction materiality thresholds and exposure limits.

Our transaction materiality thresholds for RPTs were set on a per transaction type basis considering the high-end of their historical ticket sizes, their nature and the Bank's risk appetite. These thresholds are applied on a per single transaction basis for one-time/non-recurring transactions or the aggregate amount of multiple transactions expected in a year's time for some arrangements with recurring/continuing transactions. Except for loan transactions to Directors, Officers, Stockholders, and Related Interests (DOSRI) as well as to subsidiaries and affiliates requiring prior approval of the Board of Directors under existing Bangko Sentral ng Pilipinas (BSP) rules regardless of their amounts, RPTs amounting within said thresholds are subject to the review and approval of the Management-level RPTMC and endorsement of the Board-level RPTC for the Board of Directors' confirmation. On the other hand, those beyond such thresholds are considered "material" and shall pass through the Board-level RPTC for review and endorsement for the Board of Directors' approval prior to their consummation and then Stockholders' confirmation in the Annual Stockholders' Meeting. In 2019, the