

Nominations Committee Charter

I. Introduction

The Nominations Committee is a sub-Committee of the Board of Directors. It shall assist the Board of Directors in discharging its oversight responsibility, particularly in relation to:

- The review and evaluation of the qualifications of all persons nominated to the Board and other appointments that require Board approval.
- The assessment of the effectiveness of the Board's processes and procedures in the election and replacement of Directors.

II. Membership

The Nominations Committee shall be composed of at least three (3) members of the Board of Directors, two (2) of whom shall be independent directors.

III. Duties and Functions

- A. Its primary task is to review and evaluate the qualifications of all persons nominated to the Board and other appointments that require Board approval. With regard to the nominees to the Board, the Committee is also tasked to identify the quality of the directors nominated aligned with the Bank's strategic directions.
- B. It shall promulgate the guidelines or criteria to govern the conduct of the nomination. In relation to this, determine the nomination and election process for the company's directors and has the special duty of defining the general profile of board members that the company may need and ensuring appropriate knowledge, competences and expertise that complement the existing skills of the Board.
- C. The Committee shall pre-screen the qualifications and prepare a final list of all candidates and put in place screening policies and parameters that meet at least the minimum requirement of BSP/SEC and to facilitate its task to effectively review the qualifications of the nominees for directors, more specifically for independent director/s.
- D. Assess the effectiveness of the Board's processes and procedures in the election or replacement of directors.

IV. Committee Membership

The Nominations Committee shall be composed of at least three (3) members of the Board of Directors, two (2) of whom shall be independent directors.

V. Committee Meetings

The Committee shall meet at least once a year or more frequently, as required.