COVER SHEET

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S.E.C. Registration Number

D	O	M	I	N	I	O	N		H	O	L	D	I	N	G	S	,		I	N	C	.							

(Company's Full Name)

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(Business Address : No. Street Company / Town / Province)

Elmer B. Serrano

Contact Person

(632)8888-0000 loc. 35761

Company Telephone Number

1	2

Month

3	1

Day

Definitive Information Statement

FORM TYPE

Any day in April

Month *Day*

Annual Meeting

Registered & Listed

Secondary License Type, If Applicable

MSRD

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

1	0	5	9																									

Total No. of Stockholders Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

S T A M P S

Remarks = pls. use black ink for scanning purposes.

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

Dear Stockholder:

Please be informed that the Annual Meeting of the Stockholders (**ASM**) of **DOMINION HOLDINGS, INC.** (**DHI**) will be conducted virtually on **September 14, 2026 (Monday**) at **2:00 p.m**.

AGENDA

I. Call to Order

II. Certification of Notice and Quorum

III. Approval of the Minutes of the Annual Stockholders' Meeting held on April 11, 2025

IV. Approval of the 2025 Annual Report and Audited Financial Statements

V. Approval and Ratification of all Acts of the Board of Directors, Board Committees, and Management during their Respective Terms of Office

VI. Election of the Board of Directors for 2026-2027

VII. Appointment of External Auditor

VIII. Approval of the Merger of DHI with Indophil Resources Phils. Inc. and Sonar Holdings Inc., with DHI as the Surviving Entity

A. Waiver of the Requirement to Conduct a Rights or Public Offering by the Majority of the Minority Shareholders for the Shares to be Issued to the Shareholders of Indophil Resources Phils. Inc. and Sonar Holdings Inc. arising from the Merger

IX. Approval of the Amendment to the Seventh Article of the Articles of Incorporation

A. Increase in Authorized Capital Stock from Php3,420,000,000.00, divided into 3,400,000,000 common shares with a par value of Php1.00 per share and 200,000 preferred shares with a par value of Php100.00 per share, to Php30,000,000,000.00, divided into 29,750,000,000 common shares with a par value of Php1.00 per share and 2,500,000 preferred shares with a par value of Php100.00 per share

B. Denial of the Pre-Emptive Right of Stockholders

X. Approval of the Amendment to the Third Article of the Articles of Incorporation to Change the Principal Office Address of DHI

XI. Approval of the Amendment to the Sixth Article of the Articles of Incorporation to Decrease the Number of Directors of the Corporation from Eleven (11) to Seven (7)

XII. Approval of the Delegation to the Board of Directors the Power to Amend the By-Laws

XIII. Open Forum

XIV. Other Matters

XV. Adjournment

Each agenda item for approval is explained in the Definitive Information Statement (**DIS**), with brief details and rationale in **Annex A.**

The Board of Directors fixed **August 28, 2026** as the record date for the determination of stockholders entitled to notice of participation via proxy and remote communication, and voting *in absentia* at such meeting and any adjournment thereof.

Stockholders of record who wish to participate in the meeting via remote communication and to exercise their vote *in absentia* must notify the Office of the Corporate Secretary via email at <inquiry@dominionholdings.com.ph>, and submit the required supporting documents no later than **September 4, 2026.** For the detailed registration and voting procedures, please refer to the ***"Guidelines for Participation via Remote Communication and Voting in Absentia"*** appended to the DIS.

Stockholders of record who wish to appoint a proxy shall submit their duly executed and signed proxies together with other documentary requirements which are set forth in the ***"Guidelines for Participation via Remote Communication and Voting in Absentia"*** no later than **September 4, 2026** to the Office of the Corporate Secretary at <inquiry@dominionholdings.com.ph>. Validation of proxies is set on **September 9, 2026 at 10:00 a.m.**

Successfully registered stockholders can cast their votes and will be provided access to the virtual meeting. All documents and information submitted shall be subject to verification and validation by the Office of the Corporate Secretary.

For complete information on the ASM, please visit <https://www.dominionholdings.com.ph/company-disclosures/>.



ELMER B. SERRANO
Corporate Secretary

ANNEX A

DETAILS AND RATIONALE FOR ITEMS FOR APPROVAL

Agenda Item No. III. Approval of the Minutes of the Annual Stockholders' Meeting held on April 11, 2025
The draft minutes was posted on DHI's former website within the prescribed period, and is now accessible at its current website at <https://www.dominionholdings.com.ph/draft-minutes-of-april-11-2025-asm/>. The minutes are subject to stockholders' approval during this year's meeting.

Agenda Item No. IV. Approval of the 2025 Annual Report and Audited Financial Statements
The Report will present a summary of the performance of DHI in 2025 and an overview of the plans for 2026. It will include the highlights of the 2025 Annual Report and Audited Financial Statements (**AFS**) of DHI which are also incorporated in the DIS. Copies of AFS were submitted to the SEC and Bureau of Internal Revenue.

Agenda Item No. V. Approval and Ratification of all Acts of the Board of Directors and Management during their Term
These acts covered by resolutions duly adopted by the Board in the normal course of business pertaining to credit transactions, approving authorities, designation of corporate signatories, regulatory compliances, and similar matters, since the last Annual Meeting up to the date of this meeting, shall be submitted to the stockholders for their ratification. Significant acts and transactions are likewise covered by appropriate disclosures with the SEC and the PSE.

Agenda Item No. VI. Election of the Board of Directors for 2026-2027
The nominees for directors for 2026-2027, including independent directors, will be presented to the stockholders for election. The profiles of the nominees are included in the DIS.

Agenda Item No. VII. Appointment of External Auditor
The Board approved the appointment of SyCip Gorres Velayo & Co. (**SGV**) as DHI's external auditor for 2026, which will be presented for stockholders' approval. SGV is one of the top auditing firms in the country and is duly accredited with the SEC.

Agenda Item No. VIII. Approval of the Merger of DHI with Indophil Resources Phils. Inc. and Sonar Holdings Inc., with DHI as the Surviving Entity.
The Board is endorsing for shareholder approval the merger of DHI with Indophil Resources Phils. Inc. (**Indophil**) and Sonar Holdings Inc. (**Sonar**), with DHI as the surviving entity (the **Merger**). Indophil and Sonar together hold 100% of the voting rights in Sagittarius Mines, Inc. (**SMI**).

SMI is the holder of the Financial and Technical Assistance Agreement (FTAA) covering the Tampakan Copper-Gold Project, located in South Cotabato, Mindanao, Philippines.

The Board views the Merger as a strategic transaction with potential for generating long-term growth and returns for DHI.

The Board also authorized Management to determine, fix and finalize the exchange ratio for the Merger, in consultation with an independent fairness valuator who shall determine the appropriate values of DHI and the absorbed companies.

A. Waiver of the Rights or Public Offer by Majority of the Minority Shareholders for the Shares to be Issued to the Shareholders of Indophil Resources Phils. Inc. and Sonar Holdings Inc. arising from the Merger.
In compliance with Article V, Part A, Section 4 of the Revised Listing and Disclosure Rules of the PSE, DHI seeks the approval by majority vote of the minority shareholders waiving the rights or public offer requirement for related party transactions in relation to the shares to be issued to

Indophil and Sonar arising from the Merger which are anticipated to exceed 10% of the total issued and outstanding capital stock of DHI.

Agenda Item No. IX.A. Approval of the Amendment to the Seventh Articles of the Articles of Incorporation for the Increase in Authorized Capital Stock
The Board approved and is endorsing for shareholder approval the increase in DHI's authorized capital stock from Php3,420,000,000.00, divided into 3,400,000,000 common shares with a par value of Php1.00 per share and 200,000 preferred shares with a par value of Php100.00 per share, to Php30,000,000,000.00, divided into 29,750,000,000 common shares with a par value of Php1.00 per share and 2,500,000 preferred shares with a par value of Php100.00 per share.

Agenda Item No. IX.B. Approval of the Amendments to the Seventh Article of the Articles of Incorporation for the Denial of the Pre-Emptive Right
To support DHI's future capital raising efforts and expansion programs, the Board approved and is endorsing for shareholder approval the amendments to the Seventh Article of the Articles of Incorporation to reflect the denial of the pre-emptive right of shareholders to the issuance of all shares.

Agenda Item No. X. Approval of the Amendment to the Third Article of the Articles of Incorporation for the Change in Principal Office Address of the Corporation
Due to the change in ownership, the Board is endorsing for shareholder approval the amendments to the Third Article of the Articles of Incorporation for the change in principal address from No. 12 ADB Avenue, Ortigas Center, Mandaluyong City, Philippines to 5th Floor, Pacific Tower, Five E-Com Center, Mall of Asia Complex, Pasay City, Philippines.

Agenda Item No. XI. Approval of the Amendment to the Sixth Article of the Articles of Incorporation to Decrease the Number of Directors of the Corporation
For operational efficiency and to streamline decision-making, the Board is endorsing for shareholder approval the amendments to the Sixth Article of the Articles of Incorporation to decrease the number of directors from eleven (11) to seven (7).

Agenda Item No. XII. Approval of the Delegation to the Board of Directors the Power to Amend the By-Laws.
The proposal for the delegation of the power to amend the By-Laws to the Board of Directors will be presented for shareholder approval. The delegation will allow the Board to efficiently amend the pertinent provisions of the By-Laws as may be necessitated by subsequent issuances of regulatory bodies, as well as to comply and adopt corporate governance best practices.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20 OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:

   [ ] Preliminary Information Statement

   [√] Definitive Information Statement

2. Name of Registrant as specified in its charter:

   DOMINION HOLDINGS, INC.

3. Country of Incorporation: **Philippines**

4. SEC Identification Number: **97869**

5. BIR Tax Identification Code: **000-486-050-000**

6. Address of Principal Office: **No. 12 ADB Avenue, Ortigas Avenue Ortigas Center, Mandaluyong City 1554**

7. Registrant's Telephone Number, Including Area Code: **(632) 8888-0000**

8. Date, time and place of the annual meeting of the security holders:

   Date - **September 14, 2026 (Monday)**

   Time - **02:00 p.m.**

   Place - **N/A.**

   The meeting will be conducted virtually and participation will be via remote communication. The livestreaming link will be sent to verified stockholders of record.

9. Approximate date on which the Information Statement is first to be sent or given to security holders:

   August 20, 2026

10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA:

	Subscribed and Outstanding	
Title of each Class	**No. of Shares**	**Amount in Pesos**
Common	**2,162,475,312**	**Php 2,162,475,312.00**
Total	**2,162,475,312**	**Php 2,162,475,312.00**

11. Are any or all of registrant's securities listed on a Stock Exchange?

Yes (√) No ( ) **Philippine Stock Exchange, Common Shares only (not commercial papers)**

WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE REQUESTED NOT TO SEND US A PROXY.

DOMINION HOLDINGS, INC.

INFORMATION STATEMENT

THIS INFORMATION STATEMENT IS BEING FURNISHED TO STOCKHOLDERS OF RECORD OF DOMINION HOLDINGS, INC. AS OF **AUGUST 28, 2026** IN CONNECTION WITH THE ANNUAL STOCKHOLDERS' MEETING. COPIES OF THE INFORMATION STATEMENT WILL BE FIRST SENT OR GIVEN TO SECURITY HOLDERS ON OR BEFORE **AUGUST 20, 2026**.

A. GENERAL INFORMATION

ITEM 1. DATE, TIME AND PLACE OF ANNUAL MEETING OF SECURITY HOLDERS

(a) Date : **September 14, 2026 (Monday)**

Time : 2:00 p.m.

Place : **N/A**
The meeting will be conducted virtually and participation will be via remote communication. The livestreaming link will be sent to verified stockholders of record.

1. Approximate date on which the Information Statement is first to be sent or given to security holders: **August 20, 2026**

ITEM 2. DISSENTER'S RIGHT OF APPRAISAL

Dominion Holdings, Inc. (**DHI** or the **Company**) respects the inherent rights of shareholders in accordance with law. The Company recognizes that all shareholders should be treated fairly and equally whether they are controlling or minority, local or foreign. To ensure this, the By-laws of the Company provides that all shares of each class should carry the same rights, and any changes in the voting rights shall be approved by them.

When a proposed corporate action would involve a substantial and fundamental change in the Company in the cases provided by law, a stockholder may exercise his appraisal rights. Pursuant to Section 80 of the Corporation Code, a stockholder may exercise his appraisal right by dissenting on any of the following corporate actions and demanding payment of the fair value of his shares:

(1) amendment to the articles of incorporation that has the effect of changing or restricting the rights of any stockholder or class of shares;
(2) amendment to the articles of incorporation that has the effect of authorizing preferences in any respect superior to those of outstanding shares of any class;
(3) amendment to the articles of incorporation that either extends or shortens the term of corporate existence;
(4) in case of lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets as provided in the Corporation Code;
(5) in case of merger or consolidation; or
(6) in case of investment of corporate funds for any purpose other than the primary purpose of the Company.

The procedure for the exercise of a stockholder's appraisal right is as follows:

(1) A stockholder shall have dissented to such corporate action.

(2) Within thirty (30) days after the date on which the vote was taken, the dissenting stockholder shall make a written demand on the Company for payment of the fair value of his shares.

Failure to make the demand within such period shall be deemed a waiver of the appraisal right.

(3) Within ten (10) days after demanding payment for his shares, the dissenting stockholder shall submit to the Company the certificate(s) of stock representing his shares for notation thereon that such shares are dissenting shares. The stockholder's failure to do so shall, at the option of the Company, terminate his appraisal rights.

(4) No demand for payment as aforesaid may be withdrawn by the dissenting stockholder unless the Company consents thereto.

(5) If the corporate action is implemented or effected, the Company shall pay to such dissenting stockholder, upon surrender of the certificate(s) of stock representing his shares, the fair value thereof as of the day prior to the date on which the vote was taken, excluding any appreciation or depreciation in anticipation of a merger if such be the corporate action involved.

(6) If within a period of sixty (60) days from the date the corporate action was approved by the stockholders, the dissenting stockholder and the Company cannot agree on the fair value of the shares, it shall be appraised and determined by three (3) disinterested persons, one of whom shall be named by the stockholder, another by the Company, and the third by the two (2) thus chosen.

(7) The findings of a majority of the appraisers shall be final, and their award shall be paid by the Company within thirty (30) days after such award is made. No payment shall be made to any dissenting stockholder unless the Company has unrestricted retained earnings in its books to cover such payment.

(8) Upon payment of the agreed or awarded price, the stockholder shall forthwith transfer his shares to the Company.

For this meeting, the following agenda items would give rise to the right of dissenters to exercise their appraisal right:

1. Approval of the Merger of the Corporation with Indophil Resources Phils. Inc. (**Indophil**) and Sonar Holdings Inc. (**Sonar**) with the Corporation as the Surviving Entity
2. Amendment to Articles of Incorporation to Deny Pre-**E**mptive Rights of Shareholders

ITEM 3. INTEREST OF CERTAIN PERSONS IN OR OPPOSITION TO MATTERS TO BE ACTED UPON

(a) For the proposed merger of the Company with Indophil and Sonar, certain directors have indirect interest in Indophil and Sonar.

Apart from the foregoing, no other director, nominee for election as director, associate of the nominee, or executive officer of the Company at any time since the beginning of the last fiscal year has had any substantial interest, direct or indirect, by security holdings or otherwise, in any of the matters to be acted upon in the meeting, other than election to office.

(b) No director of the Company has informed in writing that he/she intends to oppose any action to be taken by the Company at the meeting.

B. CONTROL AND COMPENSATION INFORMATION

ITEM 4. VOTING SECURITIES AND PRINCIPAL HOLDERS THEREOF

(a) Voting securities entitled to be voted at the meeting:

Title of Each Class	Number of Shares (as of July 31, 2026)	Number of Votes Outstanding
Common Shares	2,162,475,312	One (1) vote per share

(b) Record date

Only stockholders of record in the books of the Company as of the close of business on **August 28, 2026** are entitled to notice of, and to vote at, the annual meeting.

(c) Cumulative voting rights

Each common share of the Company is entitled to one (1) vote for each agenda item presented for stockholder approval, except in the election of directors where one (1) share is entitled to as many votes as there are directors to be elected. Each stockholder may cast the vote to which the number of shares he/she owns entitles him, for as many persons as there are to be elected as directors, or he may accumulate or give to 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 on the same principle among as many candidates as he/she may see fit, provided that the whole number of votes cast by him/her shall not exceed the number of shares owned by him multiplied by the whole number of directors to be elected.

Stockholders may nominate directors, subject to pre-qualification, within the period of nomination set forth in the Company's By-laws and relevant regulations. Stockholders as of Record Date may then vote for nominees in accordance with the above rule.

For this year's meeting, the Board of Directors has adopted a resolution allowing stockholders to exercise their right to vote *in absentia*. Please see the "***Guidelines for Participation via Remote Communication and Voting in Absentia***" appended to this Information Statement as **Annex A.**

(d) Security ownership of certain record and beneficial owners and management:

1. Security ownership of certain record/beneficial owners

As of July 31, 2026, the following are known to the Company to be directly or indirectly the record and/or beneficial owners of more than 5% of the Company's voting securities:

Title of class	Name, Address of Record Owner & Relationship with Issuer	Name of Beneficial Owner & Relationship with Record Owner	Citizenship	Number of Shares Held	Percentage
Common	Monte Sur Equity Holdings, Inc. (**Monte Sur**)* [redacted]	Beneficial Owner (majority stockholder) ***Shares are held through PCD***	Filipino	1,513,791,248	70.00%

Title of class	Name, Address of Record Owner & Relationship with Issuer	Name of Beneficial Owner & Relationship with Record Owner	Citizenship	Number of Shares Held	Percentage
	Monte Sur Equity Holdings, Inc. is the parent company of the Issuer				
Common	DFC Holdings, Inc.**  ***DFC Holdings, Inc. has no relationship with the Issuer except as stockholder.***	Beneficial Owner ***Shares are held through PCD***	Filipino	191,854,123	8.87%
Common	PCD Nominee Corp. (**PCD**)  ***PCD has no relationship with the Issuer except as stockholder.*** ***PCD, being a nominee corporation, only holds legal title, not beneficial ownership, of the lodged shares.***	Various stockholders	Filipino	213,526,140 ***Excludes shares owned by Monte Sur and DFC***	9.87%
			Non-Filipino	178,293,128	8.24%

** The Board of Directors of Monte Sur has the power to decide how the shares held by Monte Sur are to be voted. Mr. Hentry T. Sy, Jr. is the designated proxy of Monte Sur. There are no other individual shareholders which own more than 5%.*
*** The Board of Directors of DFC has the power to decide how the shares held by DFC are to be voted. Mr. Isidro A. Consunji is the designated proxy of Monte Sur. There are no other individual shareholders which own more than 5%.*

2. Security ownership of Management

As of July 31, 2026, the total number of shares owned by the directors and Management of the Company as a group is 7,000 common shares, which is equivalent to 0.0003% of the total outstanding common shares of the Company. The Company's directors and officers own the following Common Shares:

Title of Class	Name of Beneficial Owner	Position	Amount and Nature	Citizenship	Percentage
Common	**Isidro A. Consunji**	Chairman	1000 (D)	Filipino	0.000046%
Common	**Henry T. Sy, Jr.**	Director	1000 (D)	Filipino	0.000046%
Common	**Frederic C. DyBuncio**	Director, President	1000 (D)	Filipino	0.000046%
Common	**Tulsi Das C. Reyes**	Director	1000 (D)	Filipino	0.000046%
Common	**Rosmari D. Carandang**	Independent Director	1000 (D)	Filipino	0.000046%
Common	**Leonardo D. Cuaresma, Jr.**	Independent Director	1000 (D)	Filipino	0.000046%
Common	**Vicky Castillo Lim Tan**	Independent Director	1000 (D)	Filipino	0.000046%
	Total		**900**		**0.000323%**

Directors and officers of the Company are required to report to the Company any acquisition or disposition of the Company's shares within three (3) business days from the date of the transaction. As prescribed by

the Disclosure Rules of the Philippine Stock Exchange (**PSE**), the Company shall disclose to the PSE any acquisition or disposition of its shares by its directors and officers within five (5) trading days from the transaction. Under Section 23 of the Securities Regulation Code (**SRC**), the Company shall likewise disclose to SEC within ten (10) days after the close of each calendar month thereafter, if there has been a change in such ownership of shares by directors and officers at the close of the calendar month and such changes in his ownership as have occurred during such calendar month.

3. Voting Trust

There are no voting trust shares or shares issued pursuant to a Voting Trust Agreement registered with the Company.

4. Changes in Control

On January 19, 2026, the Company received advice from BDO Unibank, Inc. (**BDO Unibank**) that it signed a Share Purchase Agreement with Monte Sur for the sale of 1,513,732,718 shares translating to 70% of the Company (the **Transaction**), subject to customary closing conditions for transactions of this nature such as a tender offer by Monte Sur.

The Transaction was completed on March 16, 2026, and DHI ceased to be a subsidiary of BDO Unibank since then.

ITEM 5. DIRECTORS AND EXECUTIVE OFFICERS

The Board of Directors of the Company (the **Board**) is empowered to direct, manage and supervise, under its collective responsibility, the affairs of the Company. The members of the Board are elected annually by the stockholders to hold office for a term of one (1) year, and shall serve until their respective successors have been elected and qualified.

Below is the list of the incumbent members of the Board and corporate officers, and their business experience during the past five (5) years:

ISIDRO A. CONSUNJI
Chairman
[redacted] Filipino

Mr. Consunji was elected to the Board of the Company on March 16, 2026 and assumed the office of Chairman on March 30, 2026. He is also the Chairman and President of DMCI Holdings, Inc, and has served in the said role for 29 years since March 1995. He is also the Chairman of the Semirara Mining and Power Corp. He also serves as a director of Atlas Consolidated Mining and Development Corporation. He graduated with a degree in Bachelor of Science and Engineering from the University of the Philippines and obtained his Master of Business Economics from Center for Research and Communication and Master of Business Management from the Asian Institute of Management (AIM). He took up Advance Management Program from IESE School in Barcelona, Spain.

FREDERIC C. DYBUNCIO
President and Chief Executive Officer
[redacted] Filipino

Mr. DyBuncio was elected to the Board and appointed as President of the Company on March 16, 2026. He is also the President and Chief Executive Officer of SM Investments Corporation, Chairman of the

Board of Atlas Consolidated Mining and Development Corporation, and Chairman, President, and Chief Executive Officer of 2GO Group, Inc.

Prior to holding the post, he was a career banker who spent over 20 years with JP Morgan Chase and its predecessor institutions. During his stint in the banking industry, he was assigned to various executive positions where he gained substantial professional experience in the areas of credit, relationship management and origination, investment banking, capital markets, and general management. He has worked and lived in several major cities including New York, Seoul, Bangkok, Hong Kong, and Manila. He is the recipient of Corporate Governance Asian Excellence Awards Asia's Best CEO for 2018-2022 and more recently, of Asia's Golden Icon Award for Remarkable Leadership in Financial Excellence in 2025.

He graduated from Ateneo de Manila University with a Bachelor of Science degree in Business Management and finished a Master's degree in Business Management program at the Asian Institute of Management.

HENRY T. SY, JR.
Director
 Filipino

Mr. Henry T. Sy, Jr. was elected to the Board of the Company on March 16, 2026. He is the Vice Chairman of SM Investments Corporation and Chairman of SM Prime Holdings, Inc. and Synergy Grid & Development Phils., Inc. He is also the Chairman and Chief Executive Officer of SM Development Corporation and Vice Chairman of National Grid Corporation of the Philippines. He is responsible for the real estate acquisitions and development activities of the SM Group, which include the identification, evaluation, and negotiation for potential sites as well as the input of design ideas. He graduated with a Management degree from De La Salle University.

TULSI DAS C. REYES
Director
 Filipino

Mr. Reyes was elected to the Board of the Company on March 16, 2026. He is the President and Chief Operating Officer of DMCI Mining Corporation, CERI Logistics Inc., Berong Nickel Corporation, and Zambales Diversified Metals Corporation. He is also the President of Sta. Cruz Storage Corporation and Chief Operating Officer of Royal Star Aviation, Inc. He is a Board Member of the Philippine Nickel Industry Association since 2016 and a Member of the UP Engineering R&D Foundation since 2024. He is a graduate of the Advanced Management Program of the University of Asia & the Pacific and has a Geography degree from Canada.

ROSMARI D. CARANDANG
Independent Director
 Filipino

Retired Supreme Court Associate Justice Carandang was elected to the Board as an Independent Director on March 16, 2026. She was the Chancellor of the Philippine Judicial Academy from 2022 to 2026. Justice Carandang is an alumna of the University of the Philippines where she obtained her Bachelor of Arts major in Political Science degree in 1971 and Bachelor of Laws degree in 1975, graduating cum laude and class salutatorian. She placed ninth in the 1975 Bar Examinations with an average of 84.95 percent. Justice Carandang worked as a technical assistant in the Commission on Audit in 1976, and then went into private practice and worked with various financial institutions. She was appointed Presiding Judge of the Regional Trial Court of Manila, Branch 12. In March 2003, she was promoted to the Court of Appeals where she became Chairperson of its Third Division and Rules Committee, prior to her subsequent appointment as

Supreme Court Associate Justice. She mandatorily retired as Supreme Court Associate Justice last January 9, 2022, after serving the High Court as its 181st Associate Justice for more than three years.

LEONARDO D. CUARESMA, JR.
Independent Director
[redacted], Filipino

Mr. Leonardo D. Cuaresma Jr. was elected to the Board as an Independent Director on March 16, 2026. He is the former Managing Partner and Chief Operating Officer of Punongbayan & Araullo (P&A), serving from 2012 to 2023. He served as Vice-Chairman of the Board of Partners of P&A, as well as its Head of the People and Culture Group and Branches Operations. He is a fellow of the Institute of Corporate Directors. and served as the past Chairman and past President of the Philippine Auditing Assurance Standards Council and the Association of Certified Public Accountants in Public Practice, respectively. He received his Bachelor's Degree in Accountancy from the University of the East, and a Masters in Management from the Asian Institute of Management. He attended the Advanced Management Program of the Wharton Business School of the University of Pennsylvania, and the Pacific Rim Bankers Program of the University of Washington.

VICKY CASTILLO LIM TAN
Independent Director
[redacted], Filipino

Ms. Vicky C. Lim Tan was elected to the Board as an Independent Director on March 16, 2026. She is an independent Board member and Chairperson of the Corporate Governance Committee of Maya Bank, Inc. She served the Philippines as a member of the Board of Directors of the Maharlika Investment Corporation. She was with the Asian Development Bank (ADB) in various roles from 2000 to 2021, where she led project teams in developing country partnership strategies, and formulating and executing loans, equity investments, and grant facilities in private and government entities across infrastructure and financial sectors. She was the ADB's Budget Director and was the Principal Director and Head of the Bank's Department of Communications and served in the Bank's Integrity Oversight Committee and the Investment Committee of the Staff Pension fund. Post-ADB, she joined SteelAsia – the Philippines' largest steel manufacturing company as its Deputy President. She is a member of Women Corporate Directors International, NextGen Organization of Women Corporate Directors, and the Management Association of the Philippines, and is a fellow of the Foundation for Economic Freedom. She is a National University of Signatory Distinguished Senior Fellow. She finished at the top of her Masters of Business Administration class at the University of the Philippines, where she also took her undergraduate degree in Business Administration and Accountancy, placing 6th in the Certified Public Accountant board examinations.

FERNANDO A. RIMANDO
Treasurer
[redacted], Filipino

Mr. Rimando was appointed as Treasurer of the Company on March 16, 2026. He is currently the Chief Finance Officer of Carmen Copper Corporation, a wholly-owned subsidiary of the listed company, Atlas Consolidated Mining and Development Corporation.

ELMER B. SERRANO
Corporate Secretary
[redacted], Filipino

Atty. Elmer B. Serrano served as Chairman of the Board of the Company from April 20, 2022 until March

16, 2026. He was appointed to serve as the Corporate Secretary of the Company on the same day.

Atty. Serrano is a practicing lawyer specializing in Corporate Law, Banking and Finance, and Securities Law. He is the founder and Managing Partner of the law firm SERRANO LAW. Atty. Serrano has been awarded "Asia Best Lawyer" in Banking & Finance, Merger & Acquisitions and Capital Markets by the International Financial Law Review (IFLR) consistently since 2019 and "Leading Lawyer-Highly Regarded" by IFLR 1000. Atty. Serrano has also been inducted to the Legal 500's "Hall of Fame" as among the lawyers who received constant praise from clients for continued excellence.

Atty. Serrano is also the Corporate Secretary of the biggest and most respected public companies, such as SM Investments Corporation, SM Prime Holdings, Inc., Atlas Consolidated Mining and Development Corporation, DFNN, Inc., as well as private companies that are leaders in their respective industries, such as Premium Leisure Corp. and 2GO Group, Inc. He is also the Corporate Information Officer of BDO Unibank and Corporate Secretary of the Bank's subsidiaries and affiliates. Atty. Serrano also sits as a director of several public companies. He is an Independent Director of Philippine Telegraph & Telephone Corporation and Benguet Corporation, and Director of EEl Corporation, DFNN, Inc. and 2GO Group, Inc.

Atty. Serrano is counsel to prominent associations in the financial industry, such as the Bankers Association of the Philippines, the Philippine Payments Management, Inc. and the PDS Group of Companies.

Atty. Serrano is a Certified Associate Treasury Professional and was among the top graduates of the Trust Institute of the Philippines in 2001. Atty. Serrano holds a Juris Doctor degree from the Ateneo de Manila University and a BS Legal Management degree from the same university.

TEPHANIE M. GANDIA
Assistant Corporate Secretary
[redacted], Filipino

Atty. Gandia was appointed as Assistant Corporate Secretary of the Company on March 30, 2026 and likewise serves as its Corporate Information Officer. She is a practicing lawyer specializing in corporate and M&A, banking and capital markets and is a Partner of SERRANO LAW. She was named Asia Future Leader by IFLR, the first and only one recognized from the Philippines, and is now recognized as a Rising Star Partner by IFLR 1000. Atty. Gandia is also among the first to be ranked by The Legal 500 as a Rising Star in Corporate and M&A and has been consistently recognized as one of the elite up-and-coming lawyers and Next Generation Partner. She is also cited as a Recommended Lawyer in various practice areas. Atty. Gandia obtained her Juris Doctor degree from the University of the Philippines and graduated cum laude with a degree in BA Political Science from the same university.

Name	Office	Term of Office	No. of Years Served
Isidro A. Consunji	Chairman	Since 16 March 2026	Less than 1 year
Frederic C. DyBuncio	Director and President		
Henry T. Sy, Jr.	Director		
Tulsi Das C. Reyes	Director		
Rosmari D. Carandang	Independent Director		
Leonardo D. Cuaresma, Jr.	Independent Director		
Vicky Castillo Lim Tan	Independent Director		

Nomination of Directors

The procedure for nomination of directors of the Company, based on existing policies, is as follows:

- All nominations for directors shall be submitted in writing to the Corporate Secretary of the Company. Only a stockholder of record entitled to notice of and to vote at the regular or special meeting of the stockholders for the election of directors shall be qualified to be nominated and elected as a director of the Company.

- All nominations shall be signed by the nominating stockholders together with the acceptance and conformity by the would-be nominees in accordance with Rule 38 of the SRC.

- Nominations shall be submitted to the Company's Nomination Committee, which shall determine the qualifications of the nominees for directors and independent directors.

- The Nomination Committee meets at least once a year to (a) open the nomination period for the submission of nominations for directors, (b) pre-screen and check the qualifications of all persons nominated to be elected to the Board from the pool of candidates submitted by the nominating stockholders, and (c) approve the final list of nominees for presentation and approval by the shareholders of the Company.

- The Nomination Committee shall pre-screen the nominees based on their qualifications as provided in the Company's Manual of Good Corporate Governance and Rule 38 of the SRC.

- The Nomination Committee shall prepare a Final List of Candidates which shall contain all the information about all the nominees for directors and independent directors. Only nominees whose names appear in the Final List of Candidates shall be eligible for election as either independent or regular directors. No other nomination shall be entertained after the expiration of the period for the submission of nominations. No further nomination shall be entertained or allowed on the floor during the actual meeting of the stockholders (Section 8, Article III, By- Laws).

All newly-elected directors are required to undergo an orientation program within three (3) months from date of election. This is intended to familiarize the new directors on their statutory/fiduciary roles and responsibilities in the Board and Committees, the Company's strategic plans, enterprise risks, group structures, business activities, compliance programs, and Corporate Governance Manual. All directors are also encouraged to participate in continuing education programs.

The final nominees qualified for election to the Board of Directors are as follows:

Regular Directors
1. Isidro A. Consunji
2. Henry T. Sy, Jr.
3. Frederic C. DyBuncio
4. Tulsi Das C. Reyes

Independent Directors
5. Rosmari D. Carandang
6. Leonardo D. Cuaresma, Jr.
7. Vicky Castillo Lim Tan

The following directors currently serve as directors in other publicly-listed companies:

1. Mr. Consunji (DMCI Holdings, Inc., Semirara Mining and Power Corp., and Atlas Consolidated Mining and Development Corporation),
2. Mr. Sy (SM Investments Corporation, SM Prime Holdings, Inc., and Synergry Grid & Development Phils.),
3. Mr. DyBuncio (SM Investments Corporation and Atlas Consolidated Mining and Development Corporation),
4. Justice Carandang (Independent Director of Top Frontier Investment Holdings, Inc.), and
5. Mr. Cuaresma (Independent Director of Cebu Landmasters, Inc.).

The business experiences and positions held by the nominees for directors are detailed in Item 5 (Directors and Executive Officers) above.

The certification that none of the members of the Board of Directors and management, as well as the nominees for election as directors and independent directors, have been elected or appointed to any government position and which would disqualify them to serve in such capacities, is attached here as **Annex B.** The certifications on the qualifications of the nominees for independent directors are attached hereto as **Annex C**.

Family Relationships

Mr. Isidro A. Consunji and Mr. Tulsi Das C. Reyes are uncle and nephew, respectively. Other than the foregoing, there are no family relationships up to the fourth civil degree either by consanguinity or affinity among directors, or executive officers.

Involvement of Directors and Executive Officers in Certain Legal Proceedings

To the Company's knowledge, none of its directors or executive officers is named or is involved in any legal proceeding during the last five (5) years, which will have any material effect on the Company, its operations, reputation, or financial condition.

Specifically, to the Company's knowledge, none of its directors and senior executives have been subject of the following legal proceedings during the last five (5) years:

i. bankruptcy petition by or against any business of which such director or senior executive was a general partner or executive officer either at the time of bankruptcy or within two (2) years prior to that time;

ii. a conviction by final judgment, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign;

iii. to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities or banking activities;

iv. being found by a domestic or foreign court of competent jurisdiction (in a civil action), the SEC or comparable foreign body, or a domestic or foreign exchange or other organized trading, market or self-regulatory organization, to have violated the securities or commodities law or regulation, and the judgment has not been reversed, suspended or vacated.

Certain Relationships and Related Transactions

The Company has adopted a comprehensive and extensive policy for its related party transactions in compliance with the regulatory requirements of the SEC. Pursuant to the SEC Memorandum Circular No. 10, series of 2019 (Rules on Material Related Party Transactions for Publicly-Listed Companies), the Company adopted a **Material Related Party Transactions Policy** on October 2019, which was revised last May 2024 to reflect the change in name of Company to its current name. A copy of the Policy is available in the Company's website, and will be updated due to the change in ownership.

In the ordinary course of business, the Company may enter into transactions with related parties. These transactions are made substantially on the same terms as with other individuals and businesses of comparable risks.

Policies and procedures have been put in place to manage potential conflicts of interests arising from related party transactions. Single and aggregated material related party transactions follow strict approval process. The Company's Related Party Transactions Committee shall be composed of independent and non-executive directors, who will review and scrutinize the terms and conditions of covered transactions to ensure that these are made on an arms-length basis, that no preferential treatment is accorded, and they are negotiated as a regular business transaction in accordance with regulations. These transactions are then elevated to the Company's Board of Directors for confirmation and approval. Directors and officers who have interest in the transactions abstain from participating in the discussion. The details of the deliberations are included in the minutes of the Board and Board Committee meetings. Approved related party transactions are then properly tagged for monitoring and reporting of exposures.

The Company discloses details of material related party transactions in its Annual Stockholders' Meeting and in its Annual Report, and likewise submits advisement reports thereof to regulators as necessary.

Disagreement with a Director

No director has resigned or declined to stand for re-election to the Board since the date of the last annual shareholders' meeting because of a disagreement with the Company on any matter relating to the Company's operations, policies, or practices.

Significant Employees

There are no other employees who are not Executive Officers who are expected by the Company to make a significant contribution to its business.

ITEM 6. COMPENSATION OF DIRECTORS AND EXECUTIVE OFFICERS

A. Compensation of Directors

Each director is entitled to receive a *per diem* allowance for attending board and committee meetings. As provided by law, the total compensation of directors shall not exceed 10% of the net income before income tax of the Company for the preceding year.

Each member of the previous Board (prior to the change in ownership and close of the Transaction) received the following amounts as Directors for the year 2025 and 2024:

Name of Director	2025	2024
1. Elmer B. Serrano	Php500,000.00	Php500,000.00
2. John Emmanuel M. Lizares	0.00	0.00
3. Melanie S. Belen	0.00	0.00
4. Ismael G. Estela, Jr.	583,333.33	596,666.66
5. Geneva T. Gloria	0.00	0.00
6. Lazaro Jerome C. Guevarra	0.00	0.00
7. Rebecca S. Torres (resigned, effective June 30, 2025)	250,000.00	500,000.00
8. Lucy C. Dy (newly-elected to the Board effective July 1, 2025)	0.00	N.A.
9. Luis R. Reyes, Jr.	0.00	0.00
10. Luis Ma. G. Uranza	583,333.33	596,666.66
Total	**Php1,916,666.66**	**Php2,193,333.32**

The members of the current Board received the following amounts as Directors for the year 2026:

Name of Director	Amount
1. Isidro A. Consunji	P 100,000.00
2. Henry T. Sy, Jr.	100,000.00
3. Frederic C. DyBuncio	100,000.00
4. Tulsi Das C. Reyes	100,000.00
5. Rosmari D. Carandang	100,000.00
6. Leonardo D. Cuaresma, Jr.	100,000.00
7. Vicky Castillo Lim Tan	100,000.00
Total	**Php700,000.00**

Above-mentioned amounts include total fees and *per diems* received by the Directors for their attendance in meetings of the Board.

There is no distinction on the fee for a committee chairman and member. Other than these fees, the non-executive directors do not receive any share options, profit sharing, bonus, or other forms of emoluments.

The Company may grant to the directors any compensation other than *per diem* upon approval of the shareholders representing at least a majority of the outstanding capital stock.

B. Executive Compensation

It is the objective of the Company to attract, motivate and retain high-performing executives necessary to maintain its leadership position in the industry. To be competitive in the marketplace, the Company offers a remuneration package composed of fixed salary, benefits and long-term incentives. Below are the compensation details of the directors and key executive officers of the Company:

(1) President and four most highly compensated executive officers

	Year	Annual Compensation (in Million Pesos)	Other Compensation
President and four most highly compensated executive officers	2026 (estimate)	none*	none*
	2025	none*	none*

	Year	Annual Compensation (in Million Pesos)	Other Compensation
	2024	none*	none*
	2023	none	none

* - Except for the previous Corporate Secretary, all the other former officers (prior to 16 March 2026) namely the President, Treasurer, Compliance Officer, and Assistant Corporate Secretary were seconded from BDO Unibank and BDO Finance Corp. and receive their compensation directly from these companies. The previous Corporate Secretary in turn, is an external counsel retained by BDO Unibank, which directly pays for his compensation.

There are no actions to be taken with regard to election, any compensatory plan, contract, or arrangement, bonus or profit-sharing, change in pension/ retirement plan, granting of or extension of any options, warrants or rights to purchase any securities.

ITEM 7. INDEPENDENT PUBLIC ACCOUNTANTS

The accounting and auditing firm of SyCip Gorres Velayo & Co. (**SGV**) is being recommended for appointment as the external auditor of DHI for fiscal year 2026. Punongbayan & Araullo (**P&A**) was previously appointed external auditor of the Company in 2007 and who served as such until 2025. There was no event in the past where P&A and the Company had any disagreement with regard to any matter relating to accounting principles or practices, financial statement disclosure or auditing scope or procedure.

Mr. Yusoph A. Maute, Partner of P&A, was the engagement partner for the examination of the Company's financial statements starting year 2023 up to 2025. Previously, it was Mr. Romualdo V. Murcia III, Partner of P&A , who was the engagement partner 2019 to 2022 financial statements. The Company is compliant with the rotation requirement of its external auditor's certifying partner as required under Revised SRC Rule 68 (3)(b)(ix).

The Audit Committee is tasked to approve and propose for management and Board approval the appointment and removal of the Company's internal and external auditor.

Audit and Audit-Related Fees

The aggregate fees billed for each of the last two (2) fiscal years for professional services rendered by the External Auditor were P0.135 million and P0.131 million for the year 2025 and 2024, respectively. These fees cover services rendered by the External Auditor for audit of the Financial Statements and other services in connection with statutory and regulatory filings for fiscal years 2025 and 2024.

Tax Fees and Other Fees

Other fees amounting to P0.056 million and P0.05 million were paid to the auditing firm of P&A for the years 2025 and 2024.

For details, please refer to the Supplementary Schedule of External Auditor Fee-Related Information, which presents the two-year comparative summary of audit and non-audit fees for the fiscal years 2025 and 2024, in compliance with SEC Memorandum Circular (MC) No. 18, Series of 2024.

The Board Audit Committee (**BAC**) has the oversight responsibility over the audit function and activities of Internal and External auditors. It provides assurance that (a) financial disclosures made by the management as presented in the Internal Auditor's report reasonably reflect the financial condition; the results of operation; and the plans and long-term commitments; and (b) internal controls are operating as intended and whether modifications are necessary.

The BAC has the responsibility to select and recommend to the Board the External Auditors. It reviews the audit coverage of the External Auditors and deliberates on their audit report prior to endorsement to the Board for approval. It reports to the Board audit-related matters requiring the Board's action.

ITEM 8. COMPENSATION PLANS

No action will be taken with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed.

C. ISSUANCE AND EXCHANGE OF SECURITIES

ITEM 9. AUTHORIZATION OR ISSUANCE OF SECURITIES OTHER THAN FOR EXCHANGE

In relation to the merger of DHI with Indophil and Sonar as detailed in Item 12 below, the Board of Directors approved the increase in the Company's authorized capital stock from Php3,420,000,000.00, divided into 3,400,000,000 common shares with a par value of Php1.00 per share and 200,000 preferred shares with a par value of Php100.00 per share, to Php30,000,000,000.00, divided into 29,750,000,000 common shares with a par value of Php1.00 per share and 2,500,000 preferred shares with a par value of Php100.00 per share.

In compliance with Article V, Part A, Section 4 of the Revised Listing and Disclosure Rules of the PSE, DHI seeks the approval by majority vote of the minority shareholders waiving the rights or public offer requirement for related party transactions in relation to the shares to be issued to Indophil and Sonar arising from the Merger which are anticipated to exceed 10% of the total issued and outstanding capital stock of DHI.

ITEM 10. MODIFICATION OR EXCHANGE OF SECURITIES

No action will be presented for shareholders' approval at this annual meeting which involves the modification of any class of the Company's securities, or the issuance of one class of the Company's securities in exchange for outstanding securities of another class.

ITEM 11. FINANCIAL AND OTHER INFORMATION

The 2025 Financial Statements of the Company, Annual Report (SEC Form 17-A), and the Management Report incorporating the Management's Discussion & Analysis, are attached as **Annexes D, E**, and **F,** respectively**.**

The Interim Financial Statements (SEC Form 17-Q) as of 31 March 2026 and 30 June 2026 are likewise attached hereto as **Annex G** and **H**.

ITEM 12. MERGERS, CONSOLIDATIONS, ACQUISITIONS AND SIMILAR MATTERS

As disclosed, the Board of Directors approved and is endorsing for shareholder approval the merger of the DHI with Indophil and Sonar (the **Absorbed Companies**), with DHI as the surviving entity (the **Merger**).

Indophil and Sonar together hold 100% of the voting rights in Sagittarius Mines, Inc. (**SMI**).

SMI is a mining company and holder of the Financial and Technical Assistance Agreement (FTAA) covering the Tampakan Copper-Gold Project (the **Tampakan Project**), located in South Cotabato, Mindanao,

Philippines. Based on the Technical Report dated 30 June 2026 prepared in accordance with the 2020 Philippine Mineral Reporting Code 2020 (Technical Report), estimates confirm that the Tampakan Project deposit is one of the largest undeveloped copper-gold resources globally.

The Board views the merger as a strategic transaction with potential for generating long-term growth and returns for DHI.

The Board also authorized Management to determine, fix and finalize the exchange ratio for the merger, in consultation with an independent fairness valuator who shall determine the appropriate values of DHI and the Absorbed Companies.

As noted in Item 9, the Board of Directors also approved increase in DHI's authorized capital stock from Php3,420,000,000.00, divided into 3,400,000,000 common shares with a par value of Php1.00 per share and 200,000 preferred shares with a par value of Php100.00 per share, to Php30,000,000,000.00, divided into 29,750,000,000 common shares with a par value of Php1.00 per share and 2,500,000 preferred shares with a par value of Php100.00 per share.

The effective date of the Merger shall be the first calendar day of the month immediately following the date when the Certificate of Merger shall have been issued and released by the SEC. Post-Merger, both Indophil and Sonar will lose its corporate personality, while DHI shall continue its corporate existence.

After approval by stockholders of the Merger, DHI will seek approval of the SEC and other applicable approval or confirmation by other regulatory agencies.

ITEM 13. ACQUISITION OR DISPOSITION OF PROPERTY

No action involving the acquisition or disposition of property of the Company will be presented for shareholders' approval at this annual meeting.

ITEM 14. RESTATEMENT OF ACCOUNTS

No action which involves the restatement of any of the Company's assets, capital or surplus account will be presented for shareholders' approval at this annual meeting.

D. OTHER MATTERS

ITEM 15. ACTION WITH RESPECT TO REPORTS

The following matters with respect to minutes of stockholders of the Company and resolutions adopted by its Board of Directors, will be presented for approval during the stockholders' meeting:

(a) Minutes of the Annual Stockholders' Meeting held on 11 April 2025.

(b) General ratification of the acts of the Board of Directors and the Management during their term commencing from the date of the last meeting up to the date of this year's meeting except those already ratified by shareholders during the last special stockholders' meeting.

THESE ACTS COVERED BY RESOLUTIONS DULY ADOPTED BY THE BOARD IN THE NORMAL COURSE OF BUSINESS PERTAINING TO CREDIT TRANSACTIONS, APPROVING AUTHORITIES, DESIGNATION OF CORPORATE SIGNATORIES, REGULATORY COMPLIANCES, AND SIMILAR MATTERS SHALL BE SUBMITTED TO THE STOCKHOLDERS FOR THEIR RATIFICATION. THESE ACTS AND PROCEEDINGS ARE DESCRIBED IN THE MINUTES OF THE BOARD MEETINGS WHICH ARE AVAILABLE FOR INSPECTION AT REASONABLE

HOURS ON ANY BUSINESS DAY. SIGNIFICANT ACTS AND TRANSACTIONS ARE LIKEWISE COVERED BY APPROPRIATE DISCLOSURES WITH THE SEC AND THE PSE.

Appended to this Information Statement as **Annex I** are the abovementioned minutes of the ASM of the Company held on April 11, 2025, which fully reflect the proceedings during the meeting in accordance with Section 49 of the Revised Corporation Code, including:

1. a description of the voting and vote tabulation procedures used in the previous meeting, including the engagement and presence of external auditor P&A, which was especially engaged as third-party validator for the meetings;

2. a description of the opportunity given to stockholders to ask questions and a record of the questions asked and answers given; and

3. the list of directors and officers and a description of stockholders who participated in the meeting, duly certified to by the Corporate Secretary, verified by the Company's Stock Transfer Agent, BDO Stock Transfer, and validated by P&A. The office of the Corporate Secretary has in its custody the full list and names of stockholders who participated in the 2025 Annual Stockholders' Meeting.

These minutes were posted in the Company's website within twenty-four (24) hours from adjournment of the meetings.

For the period ended December 31, 2025, there were no self-dealings or related party transactions by any director which require disclosure.

There is likewise no material information on the current stockholders and their voting rights requiring disclosure.

All stockholders as of Record Date are entitled to vote *in absentia* for this meeting by registering and voting through the Company's secure online voting facility. For the detailed discussion of stockholders' voting rights and voting procedures, please refer to Item 19 (Voting Procedures) and the "***Guidelines for Participation via Remote Communication and Voting in Absentia***" appended to this Information Statement as **Annex A**.

ITEM 16. MATTERS NOT REQUIRED TO BE SUBMITTED

There is no action to be taken with respect to any matter which is not required to be submitted to a vote of security holders.

ITEM 17. AMENDMENTS OF CHARTER, BY-LAWS OR OTHER DOCUMENTS

Stockholders have the right to approve or disapprove any proposed amendment to the Articles of Incorporation and By-laws of the Company. Dissenting stockholders may exercise their appraisal rights as set forth in Item 2.

The Board is endorsing for the shareholders' approval the following matters requiring amendments to the Company's Articles of Incorporation, subject to regulatory approval:

1. Agenda Item IX.A and IX.B: Approval of the Amendment to the Seventh Article of the Articles of Incorporation for the Increase in Authorized Capital Stock from Php3,420,000,000.00, divided into 3,400,000,000 common shares with a par value of Php1.00 per share and 200,000 preferred shares with a par value of Php100.00 per share, to Php30,000,000,000.00, divided into

29,750,000,000 common shares with a par value of Php1.00 per share and 2,500,000 preferred shares with a par value of Php100.00 per share, and the Denial of Pre-Emptive Rights of Stockholders:

ARTICLE	FROM	TO	RATIONALE
Seventh	SEVENTH – That the capital stock of the Corporation is THREE BILLION FOUR HUNDRED TWENTY MILLION PESOS (₱3,420,000,000.00), Philippine Currency, and said capital stock is divided into: (a) THREE BILLION FOUR HUNDRED MILLION (3,400,000,000) shares of Common Stock of the par value of ONE PESO (1.00) per share or THREE BILLION FOUR HUNDRED MILLION PESOS (₱3,400,000,000.00); (b) TWO HUNDRED THOUSAND (200,000) shares of Preferred Stock of the par value of ONE HUNDRED PESOS (₱100.00) or TWENTY MILLION PESOS (₱20,000,000.00). XXX	SEVENTH – That the capital stock of the Corporation is **THIRTY BILLION PESOS (₱30,000,000,000.00)**, Philippine Currency, and said capital stock is divided into: (a) **TWENTY NINE BILLION SEVEN HUNDRED FIFTY MILLION (29,750,000,000)** shares of Common Stock of the par value of ONE PESO (1.00) per share or **TWENTY NINE BILLION SEVEN HUNDRED FIFTY MILLION PESOS (₱29,750,000,000.00)**; (b) **TWO MILLION FIVE HUNDRED THOUSAND (2,500,000)** shares of Preferred Stock of the par value of ONE HUNDRED PESOS (₱100.00) or **TWO HUNDRED FIFTY MILLION PESOS (₱250,000,000.00).** XXX	In relation to the proposed Merger, the Board approved said increase in DHI's authorized capital stock.

Seventh	SEVENTH – xxx Preferred Stock shall be issued serially in blocks of not less than One Hundred Thousand (100,000) shares. Shares of preferred stock comprising one series shall have the same rights and restrictions. There shall be no pre-emptive right on the part of the holders of shares of either the common stock or preferred stocks of the Corporation to subscribe to any or all issues or other disposition of shares of preferred stocks.	SEVENTH – xxx Preferred Stock shall be issued serially in blocks of not less than One Hundred Thousand (100,000) shares. Shares of preferred stock comprising one series shall have the same rights and restrictions. There shall be no pre-emptive right on the part of the holders of shares of either the common stock or preferred stocks of the Corporation to subscribe to any or all issues or other disposition of shares of **both common and preferred stocks**.	To support DHI's future capital raising efforts and expansion programs, the Board is also endorsing for shareholder approval to reflect the denial of the pre-emptive right of shareholders to the issuance of all share types including common shares

2. Agenda Item X: Approval of the Amendment of the Third Article of the Articles of Incorporation for the Change in Principal Office Address of the Corporation from No. 12 ADB Avenue, Ortigas Center, Mandaluyong City, Philippines to the 5th Floor, Pacific Tower, Five E-Com Center, Mall of Asia Complex, Pasay City, Philippines:

ARTICLE	FROM	TO	RATIONALE
Third	THIRD: That the principal office of the Corporation shall be at No 12. ADB Avenue, Ortigas Center, Mandaluyong City. The Corporation may establish branches anywhere in the Philippines or abroad subject to compliance with applicable laws, rules, and/or regulations.	THIRD: That the principal office of the Corporation shall be at **5TH FLOOR, PACIFIC TOWER, FIVE E-COM CENTER, MALL OF ASIA COMPLEX, PASAY CITY, PHILIPPINES**. The Corporation may establish branches anywhere in the Philippines or abroad subject to compliance with applicable laws, rules, and/or regulations.	Due to the change in ownership of DHI, the Board approved the change in DHI's principal office address

3. Agenda Item XI: Approval of the Amendment of the Sixth Article of the Articles of Incorporation to Decrease the Number of Directors of the Corporation from Eleven (11) to Seven (7):

ARTICLE	FROM	TO	RATIONALE
Sixth	SIXTH: That the number of directors of said corporation shall be ELEVEN (11) and that the names and residence of the directors who are to serve until their successors are elected and qualified as	SIXTH: That the number of directors of said corporation shall be **SEVEN (7)** and that the names and residence of the directors who are to serve until their successors are	For operational efficiency and to streamline decision-making, the number of Board seats is proposed to be reduced from 11 to 7

	provided by the By-Laws are as follows: XXX	elected and qualified as provided by the By-Laws are as follows: XXX	

ITEM 18. OTHER PROPOSED ACTION

Other than the matters indicated in the Notice and Agenda included in this Information Statement, there are no other actions proposed to be taken at the meeting.

ITEM 19. VOTING PROCEDURES

Except as otherwise provided by law, each stockholder of record shall be entitled at every meeting of stockholders to one vote for each share of stock standing in his name on the stock books of this Company, which vote may be given personally or by attorney or authorized in writing. In accordance with the process on proxy validation, the instrument authorizing an attorney or proxy to act shall be exhibited to the Corporate Secretary if he shall so request. A majority vote of the shares present and constituting a quorum shall decide any matter submitted to the shareholders at the meeting, except in those cases where the law requires a greater number.

All matters subject to vote, except in cases where the law provides otherwise, shall be decided by the affirmative majority vote of stockholders present by proxy, in absentia or by remote communication and entitled to vote thereat, provided a quorum is present, except for the following which requires the affirmative vote of shareholders representing two-thirds (2/3) of DHI's outstanding capital stock:

1. The proposed Merger;

2. The proposed amendments to the Company's Articles of Incorporation; and

3. The proposed delegation of authority to amend the By-laws.

Meanwhile, the approval from the majority of the minority shareholders present or represented in the meeting is required for the waiver of rights or public offer for the shares to be issued to Indophil and Sonar arising from the Merger.

As to the manner of voting, there is no particular manner prescribed in the By-laws of the Company.

As discussed in Item 4, for this year's meeting, the Board of Directors has adopted a resolution allowing stockholders to exercise their right to vote *in absentia*. Each common share of the Company is entitled to one (1) vote for each agenda item presented for stockholder approval, except in the election of directors where one (1) share is entitled to as many votes as there are directors to be elected. Each stockholder may cast the vote to which the number of shares he owns entitles him, for as many persons as there are to be elected as directors, or he may accumulate or give to one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he may see fit, provided that the whole number of votes cast by him shall not exceed the number of shares owned by him multiplied by the whole number of directors to be elected.

The Corporate Secretary will be principally responsible for counting votes based on the number of shares entitled to vote owned by the stockholders who are present or represented by proxies at the Annual Meeting of the Stockholders. BDO Unibank – Trust and Investments Group, the Company's stock transfer agent, in conjunction with P&A, the Company's current external auditor, both independent parties, are tasked to

count votes on any matter property brought to the vote of the shareholders, including the election of directors.

For this year's meeting, the Board of Directors approved the authority of stockholders to vote *in absentia,* the procedures for which are detailed in the "***Guidelines for Participation via Remote Communication and Voting in Absentia***" appended to this Information Statement as **Annex A**.

ITEM 20. MARKET FOR REGISTRANT'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

The principal market for the Company's common equity is the Philippine Stock Exchange.

The market prices of the Company's share are as follows:

2026	High	Low	2024	High	Low
1st quarter	7.36	1.25	**1st quarter**	1.66	1.40
			2nd quarter	1.41	1.18
2nd quarter	9.24	5.78	**3rd quarter**	1.28	1.15
			4th quarter	1.57	1.15
2024	**High**	**Low**	**2020**	**High**	**Low**
1st quarter	*No trading*	3.00	**January 24, 2020** (Last trading date until resumption of trading in 2024)	3.35	3.00
2nd quarter	*No trading*				
3rd quarter August 20, 2024 *(Resumption of Trading)*	4.50	1.57			
4th quarter	1.90	1.40			

As of July 31, 2026 and December 29, 2025, the closing price of the Company's shares was at P7.84 and P1.39, respectively.

On February 13, 2020, the SEC Markets and Securities Regulation Department (**MSRD**) issued an Order of Suspension against DHI, suspending its Registration Statement (and Permit to Sell primary securities). The Order was issued in light of the Share Purchase Agreement dated 24 January 2020 entered into by BDO Unibank to sell its controlling stake in DHI to third parties and the subsequent amendment of DHI's primary business to a holding company. The SEC ruled that DHI's Registration Statement as a leasing and financing company was no longer true and accurate. Hence, the SEC ordered the suspension and required the filing of an Amended Registration Statement. The SEC furnished the PSE a copy of the Order, and on this basis, the PSE imposed a trading suspension of DHI on February 14, 2020.

On February 24, 2020, the Company filed its request for reconsideration of the Order and has sought guidance from the SEC on the requirement to amend its Registration Statement, if so required and appropriate under applicable laws and regulations. On April 17, 2024, an Amended Registration Statement

was filed with the SEC on behalf of DHI to reflect the changes in its primary and secondary purposes, transitioning from a leasing and financing entity to a listed holding company and in compliance with the Order.

On July 1, 2024 the SEC issued an order lifting the Order of Suspension imposed on DHI. The SEC found DHI to be compliant with the Order, having submitted an Amended Registration Statement as directed by the MSRD. Subsequently, effective August 20, 2024, the PSE resolved to lift the trading suspension of DHI after the company filed its Comprehensive Corporate Disclosure required by the PSE.

The total number of stockholders of the Company as of July 31, 2026 is one thousand fifty-nine (1,059). Common shares outstanding, in turn, totaled 2,162,475,312.

Holders

The Company's common stockholders, with their respective shareholdings as of July 31, 2026 are as follows:

Name	No. of Shares Held	% to Total
Monte Sur Equity Holdings, Inc.	1,513,791,248	70.00%
DFC Holdings, Inc.	191,854,123	8.87%
Directors	7,000	Nil
Various Stockholders (Public)	456,822,941	21.12%
	2,162,475,312	100.00000%

The top 20 stockholders of the Company as of July 31, 2026 are as follows:

Name of Stockholders	*Securities*	*Shares Held*	*Total Outstanding*
Monte Sur Equity Holdings, Inc.	Common	1,513,791,248	70.00%
PCD Nominee Corporation (Filipino)	Common	213,526,140	9.87%
DFC Holdings, Inc.	Common	191,854,123	8.87%
PCD Nominee Corporation (Foreign)	Common	178,293,128	8.24%
PCI Leasing & Finance, Inc.	Common	62,693,705	2.90%
Samuel Uy Chua	Common	21,000,000	0.97%
Equitable Computer Services, Inc. A/C Cequit11	Common	12,320,000	0.57%
Samuel Uy Chua	Common	3,011,150	0.14%
Constantino Chua	Common	2,497,200	0.12%
Equitable Computer Services, Inc.	Common	2,070,200	0.10%
Mercury Group of Companies, Inc.	Common	1,089,165	0.10%
Constantino Chua &/or Willington Chua &/or George W. Chua	Common	1,020,000	0.05%
Nardo R. Leviste	Common	759,000	0.04%
Willington Chua/Constantino Chua	Common	584,430	0.03%
Willington Chua	Common	508,530	0.02%
Pablo Son Keng Po	Common	455,400	0.02%

Name of Stockholders	*Securities*	*Shares Held*	*Total Outstanding*
Wilson Go	Common	438,625	0.02%
Lim Chin Ben	Common	425,040	0.02%
Sysmart Corporation	Common	358,835	0.02%
Abacus Capital & Investment Corp.	Common	303,000	0.01%

The top 20 stockholders of the Company as of December 31, 2025 are as follows:

Name of Stockholders	*Securities*	*Shares Held*	*Total Outstanding*
BDO Unibank, Inc./Banco De Oro Unibank Inc.*	Common	1,914,711,807	88.542597%
PCD Nominee Corporation (Filipino)	Common	248,209,611	11.478%
PCI Leasing & Finance, Inc.	Common	62,693,705	2.899%
Samuel Uy Chua	Common	21,000,000	0.971%
Equitable Computer Services, Inc. A/C Cequit11	Common	12,320,000	0.570%
Marylen Castro Mateo	Common	3,795,000	0.175%
Jesselen Castro Verzosa	Common	3,795,000	0.175%
Samuel Uy Chua	Common	3,011,150	0.139%
Constantino Chua	Common	2,497,200	0.115%
Equitable Computer Services, Inc.	Common	2,070,200	0.096%
Mercury Group of Companies, Inc.	Common	1,089,165	0.050%
Constantino Chua &/or Willington Chua &/or George W. Chua	Common	1,020,000	0.047%
PCD Nominee Corporation (Foreign)	Common	669,961	0.031%
Nardo R. Leviste	Common	759,000	0.035%
Willington Chua/Constantino Chua	Common	584,430	0.027%
Willington Chua	Common	508,530	0.024%
Pablo Son Keng Po	Common	455,400	0.021%
Wilson Go	Common	438,625	0.020%
Lim Chin Ben	Common	425,040	0.020%
Sysmart Corporation	Common	358,835	0.017%
Abacus Capital & Investment Corp.	Common	303,000	0.014%

* Includes shares of affiliate, BDO Capital & Investment Corporation. Number of shares reflects both direct and indirect shareholdings

Dividends

No dividends were declared in 2025. In 2024, the Company's Board of Directors approved the declaration of cash dividends amounting to P3,243,712,968 (P1.50 per share) to all stockholders of record as of April 30, 2024, and was paid on May 10, 2024.

The payment of dividends entails prior board approval of the amount, record and payment dates as recommended by Management based on the PSE, and SEC rules on declaration of cash dividends. Upon Board approval, necessary disclosures are made in compliance with regulatory requirements. Dividends are paid within thirty (30) days from date of declaration.

Dividends may only be declared from the Company's surplus profits, after making necessary provisions for reserves required by law or regulation. The Company ensures that it remains financially capable of sustaining operations after the dividend declaration and payout.

Recent Sales of Unregistered or Exempt Securities including Recent Issuance of Securities Constituting an Exempt Transaction

There were no recent sales of unregistered or exempt securities including recent issuance of securities constituting an exempt transaction.

ITEM 21. CORPORATE GOVERNANCE

Corporate Governance

Corporate governance in DHI encompasses effective oversight, strict regulatory compliance and sustainable value creation. These core values are designed to safeguard and promote the best interest of all stakeholders, ensuring a balanced, ethical, and forward-looking approach to business operations and governance. DHI's steadfast commitment to the highest standards of corporate governance is applied across the institution through consistent implementation of the principles of accountability, fairness, integrity, and transparency.

DHI complies with the SEC Code of Corporate Governance for Publicly-Listed Companies. It applies relevant international best practices of corporate governance issued by globally recognized standards-setting bodies such as the Organization for Economic Cooperation and Development (OECD) and the ASEAN Corporate Governance Scorecard (ACGS) which serve as essential points of reference.

This report describes the highlights of our corporate governance practices throughout the financial year ended December 31, 2025. Notably, the period subject of the report is before the Transaction or when the Company was a subsidiary of its prior majority shareholder, BDO Unibank.

Governance Structure

Board of Directors

Responsibility for good governance lies with the Board. It is responsible for providing effective leadership and overall direction to foster the long-term success of the Company. It oversees the business affairs of the Company, reviews the strategic plans and performance targets, financial plans and budgets, key operational initiatives, capital expenditures, acquisitions and divestments, annual and interim financial statements, and corporate governance practices. It also periodically reviews the Company's corporate mission and vision and ensures their continuous alignment with the Company's strategic plans. It oversees management performance, the enterprise risk management, internal control systems, financial reporting and compliance, related party transactions, continuing director education, and succession plans for the Board, the President, and senior management officers. It considers sustainability issues related to the environment, social, and governance factors as part of its sustainable company practices.

Board Composition

In 2025, the Board was composed of eleven (11) members with two (2) vacancies. It was led by a Non-Executive Chairperson with two (2) Independent Directors, four (4) Non-Executive Directors, and two (2) Executive Directors who are the President and Treasurer.

In 2025, Independent and Non-Executive Directors of the Company comprised 64% (7 of 11) of the Board. With four (4) of 11 Board seats occupied by independent directors, the Company went beyond the 1/3 minimum requirement of the Securities and Exchange Commission. Independent Directors chaired four (4) of six (6) board-level committees, namely Board Audit, Corporate Governance, Related Party Transactions, and Nominations. This provides independent, objective, and balanced judgment on significant corporate matters and ensures that key issues and strategies are objectively reviewed, constructively challenged, thoroughly discussed and rigorously examined.

The present composition of the Board still exceeds the minimum regulatory standards which require that independent and non-executive directors account for the majority.

Screening of Directors

The Board is responsible for the screening of new directors through the Nominations Committee. It leads the process of identifying and evaluating the nominees for directors. Using the Company's Board Diversity Policy as primary reference, the Nominations Committee evaluates the balance, skills, knowledge and experience of the existing Board membership and the requirements of the Company before the ASM. The result of the evaluation determines the role and key attributes an incoming director should have. The Nominations Committee receives recommendations for potential candidates and uses, to the extent possible, external search firms or external databases (i.e., ICD List of Members) in selecting the pool of candidates for the new members of the Board. The Nominations Committee recommends the most suitable candidate to the Board for appointment or election as director.

For reelection of incumbent directors, the Nominations Committee also considers the results of the most recent annual evaluation of the performance of the Board and Board-level Committees facilitated by an independent third-party evaluator, attendance record in meetings, participation in Board activities and overall contribution to the functioning of the Board.

Board Diversity

The Company adopted the revised Board Diversity Policy of its former parent, BDO Unibank, which sets out approaches to promote diversity in the membership of the Board of Directors and recognizes that diversity in skills, experience, gender, sexual orientation or preference, age, education, race, religion, business and other related expertise among its directors will foster critical discussion and promote balanced decision by the Board. It views diversity as an essential element in maintaining strong corporate governance through a strong and effective Board. The Policy will be updated and improved upon considering the Transaction and change in ownership.

The Board commits to continually promote and observe diversity in its membership. As a whole, the Board, through its members, should possess all of the necessary skills, experience and functional expertise to oversee the strategic direction of the Company. In determining the optimum composition of the Board and in filling vacancies, the Nominations Committee should consider all aspects of diversity in its Diversity Policy in order to maintain an appropriate balance of skills, background, experience, and knowledge in the Board composition, as well as the important role of women with appropriate and relevant skills and experience.

In evaluating the suitability of an individual board member and promoting diversity in the composition of the Board, the Nominations Committee annually reviews the Board and Board-level Committee

composition to ensure appropriate balance of skills, competencies, experience in its membership, and diversity to assure alignment with the new regulations. The Committee recommends to the Board of Directors the slate of candidates nominated by the stockholders for election to the Board of Directors during the Company's annual stockholders' meeting. The Committee takes into account the relevant qualifications of every candidate nominated for election, with competence and integrity as the primary factors.

The present members of the Board have extensive experiences in strategic planning and business strategy, investment management, accounting and finance, legal and compliance, entrepreneurship, asset management, taxation, human resource management, risk management and corporate governance.

Considering the growth, complexity and scope of the Company's business, the Board believes that its current size and composition provide sufficient diversity among its directors and enable it to bring about effective leadership and maintain strong corporate governance.

Selection and Appointment of Senior Executive Management

The Board is also responsible for approving the selection and appointment of a competent executive management led by the President including the heads of units who exercise control functions.

Review of Company's Mission, Vision, and Strategic Plans

The Board, being the highest governance body, is responsible for approving and updating the Company's mission, vision, objectives and strategies on a continuing basis and in overseeing management's implementation thereof, taking into account the Company's long-term financial interests, its level of risk tolerance, and ability to manage risks effectively. It is actively engaged in the affairs of the Company, keeps up with material changes in the Company's business and regulatory environment and ensures that the Company has beneficial influence on the economy. The Board similarly oversees the implementation of policies governing major areas of the Company's operations and holds special meetings to discuss strategic matters and critical concerns.

In 2025, the Board approved, reviewed, and oversaw the Company's financial budget and capital funding, business targets and strategies, and the release of the 2024 audited financial statements which were disclosed to the public on February 24, 2025, 55 days from year end, following the SEC Code of Corporate Governance for Publicly Listed Companies' recommendation of within 90 days from year-end. Its oversight functions include the review of operational and financial performance of senior management and works of the various committees in accordance with their Terms of Reference.

Before the year 2025 ended, the Board led the way in the review of the Vision, Mission and Core Values of DHI and exercise oversight over strategy, culture and long-term direction. The assessment made by the Board proved that Vison, Mission and Core Values statements are still relevant and appropriately aligned with the Company's current strategic context:

<u>Relevance to business model</u>

- DHI now functions as an investment/holding company (it formerly operated as a leasing and finance company) - its purpose is to hold/own real estate properties, securities/shares of stocks, and other assets, engage in investments and business activities involving those assets.
- The Mission's emphasis on "investments that are sustainable . . . and maximize shareholder value" is especially pertinent to a holding company that must select, manage and monitor its portfolio of assets.

- The Vision's focus on "invest in value-generating businesses which promote sustainability, economic growth and improve the lives of Filipinos" reflects a broader stakeholder orientation beyond just returns - which aligns with long-term value creation rather than short-term profits.

Strategic alignment with Parent Group and market environment

- As a former subsidiary of BDO Unibank, the Company's shift to a holding company structure signals strategic repositioning to greater flexibility in pursuing business opportunities.
- The Mission and Vision statements emphasize sustainability, social welfare and national growth - these align well with broader environmental, social and governance (ESG), stakeholder and governance themes, which are increasingly becoming relevant in the Philippines and globally.
- The Core Value of "dynamic and efficient organization" supports the need for the holding company to be agile, adaptive and disciplined in portfolio management; the "employees" and "shareholders" commitments underscore the internal culture and external accountability.

Long-term orientation

- The Mission and Core Values emphasize long-term returns ("consistently high returns") and continuous improvement; the Vision includes "improve the lives of Filipinos" and national/ community growth. These statements align with a strategic stance that focuses on enduring value rather than short-term financial engineering.

Stakeholder breadth

- The inclusion of employees, other stakeholders, communities, and social/environmental dimensions go beyond narrow shareholder focus. In the holding company context, where investment returns must be balanced with risk, reputation, sustainability and governance, this is appropriate and relevant.

Sustainability Initiatives

The Board also oversaw matters related to sustainability. In 2025, as a former subsidiary of BDO Unibank, the Company took part in the BDO Unibank's Environmental and Social Risk Management System (ESRMS) which provides guidance to identify, assess, and manage E&S risks and opportunities associated with the Company's operations.

Improving Board Effectiveness

The principles and requirements set out in the Philippine Code of Corporate Governance for Publicly-listed Companies (**CG Code**), the latest Enhanced Corporate Governance Guidelines for the BSP-Supervised Financial Institutions under BSP Manual of Regulations for Non-Bank Financial Institutions and the ASEAN Corporate Governance Scorecard all stress the importance of the role of an effective Board in establishing high standards of corporate governance to ensure the sustainable growth and long term resilience of an organization, whilst protecting the interests of all stakeholders.

A key step towards enhancing Board effectiveness is to evaluate the performance of the Board collectively, its Board Committees and individual Directors. In 2025, all Board members were asked to complete evaluation forms which utilized descriptive rating scale and open comments box. Below are the highlights of the Board evaluation results:

- The Board garnered an overall average rating of "Satisfactory". The key areas evaluated comprised board responsibilities, composition, conduct, interaction and communication, administration and process, strategic board meeting session, and board oversight of risks.

- The Board's strength lies in the composition of the members, which is perceived to be of the right size, with sufficient diversity, experience and credentials, as well as its interaction and communication process. Skills deemed essential for Directors such as corporate governance, strategic planning, legal and compliance, risk management, sustainability, corporate finance, accounting and finance, human resource management, are sufficiently exhibited by the current Board.

- Directors rated all Board Committees satisfactory in terms of understanding their respective roles and effectiveness in performing their functions.

- Directors considered themselves adequately trained in 2025. Among the training topics suggested were on industry updates, evolving domestic and international regulations, risk management, business continuity, crisis management, cybersecurity threats, sustainability, disruptive technology, digitalization, leadership, corporate culture and conduct, workforce of the future/talent management.

- Director's self and peer evaluation resulted to an average peer rating of satisfactory, indicating a high level of confidence among the Directors. Specific unique experiences, skills and key values of existing Directors were identified, and among the high competency and expertise of the Board are in the areas of corporate governance, strategic planning and business strategy, accounting and finance, corporate finance, risk management, legal and compliance, human resource management, asset management and entrepreneurship.

Senior Management and Employee Performance

The Board approves and monitors appropriate key performance indicators for senior management, which are aligned with the Company's strategic plan, and oversees management's conduct of the Company's business and intervenes as needed. Using an approved set of questionnaires, the Board reviewed Senior Management's performance against established criteria, for purposes of assessing its effectiveness and as a tool in its efforts to enhance its structure, composition, and procedures. The results of the assessment reveal that the Board generally perceives the Senior Management as strong especially in areas of qualifications, financial performance, strategy, and leadership.

The measurable standards for each employee established by the Company every year is the Key Result Areas (KRA) Plan. The KRA specifies the focus area of performance and the results expected that are aligned with the strategy of the Company. The KRA Plan is the effective performance management framework adopted to ensure that individual performance is tracked versus standards set by Management and Board. The fulfillment of these standards is the basis of the yearly appraisal rating of employees. For the heads of control functions, their annual performances are assessed by the Board-level Committees that oversee them. Their performances are measured against the regulatory expectations for their roles.

Continuing Education for Directors and Senior Management

The continuing education program for directors is an ongoing process to ensure the enhancement of their skills and knowledge. Every year, all directors and key officers are given updates and briefings, and are required to attend a corporate governance seminar on appropriate topics to ensure that they are continuously informed of the developments in the business and regulatory environments, including emerging opportunities and risks in the industry.

In 2025, directors of the Company complied with the annual corporate governance training requirement of four (4) hours. All nine (9) directors of DHI, attended the in-house corporate governance seminar held on July 25, 2025 by BDO Unibank.

- Prof. Ian Goldin, a distinguished economist, author and futurist and Director of Oxford Martin School of the University of Oxford, discussed artificial intelligence (AI) and its impact on business. Prof. Goldin cited that AI improves productivity by 10% and is significant for repetitive and data-driven tasks. He noted that the impact of AI to the BDO Group is multi-faceted: it is a rich tool that will allow the Group to do many things, but disruptive risks may exist in the area of customer identification and verification process will be a challenge. There is a need for massive investment in technology.

- Mr. Steve Martin, a leading authority on behavioral science and influence and CEO of Influence at Work (UK), shared his studies on changing consumer behavior as it applies to business and banking. Mr. Martin examined the two types of trust: competency-based (the confidence we have in an individual's or organization's skills and abilities) and integrity-based (the confidence that an individual or a business will honor their word). He exposed the rise of the super-distruster, who are disillusioned and conflicted, and have outright disregard of the elite. They are the future customers, which is bad news for banks. He reminded everyone that trust requires consistency: Customers look to the past for confidence about the future. Trust requires the use of the right messenger: What's being said often matters less than who is saying it. Trust is a contact sport: regular, meaningful, transparent.

- Finally, Mr. Shai Ganu, Managing Director of Willis Towers Watson and a recognized expert in executive compensation, board effectiveness and corporate governance across Asia Pacific, enlightened the directors on stewardship as the guiding principle for the board and people agenda. Mr. Ganu emphasized that the climate crisis is more pronounced than it has ever been, and stewardship necessitates careful and responsible management of nature to protect and enhance its value. Environmental, Social and Governance (ESG) is not Corporate Social Responsibility (CSR): ESG is an initiative, CSR is a strategy. Purpose-driven and evolved organizations are adopting ESG commitments that promote sustainability and positive business impact. Climate skills are necessary, and nature must be considered in the boardroom. Stewardship requires inculcating the right culture in a company.

Succession Planning

Succession planning for the Board and senior management is an important part of the governance process. The Board adopts a policy on retirement for directors and officers, as part of the succession plan, to promote dynamism. The Board, through the Corporate Governance Committee, reviews the succession framework/policy and leadership development plans for the Board and senior management. The Nominations Committee, on the other hand, leads the process for identifying and makes recommendations to the Board on, candidates for appointment as Directors of the Company as well as management positions requiring appointment by the Board, giving full consideration to succession planning and the leadership needs of the Company.

In the Board level, succession planning is always a conscious effort to the Board to assess every year the nominees for Board members. At such time, the remaining term of each independent director is also noted to allow the Board sufficient time to scout for successors. The Board, through the Nominations Committee, shortlists the candidates nominated by the stockholders by pre-screening and checking the qualifications of candidates. Also, the Board has adopted the nine-year term limit of independent directors as a way to refresh the Board membership progressively and in an orderly manner.

The Succession Planning Policy shall cover the steps involved in the (a) identification and development of talents, and (b) assessment and building of succession bench strength to ensure that potential successor is ready to transition to the next key leadership/position in the Company.

Remuneration of Directors and Senior Management

Our Remuneration policy is geared towards attracting, retaining, and motivating employees and members of the Board.

The remuneration framework for senior management includes fixed pay and bonuses as a long-term incentive program. It is linked to corporate and individual performance, based on an appraisal of senior management. The five most highly compensated officers are the President and four Executive Officers. All qualified employees may be entitled to an annual merit increase in salary, based on their performance for the immediately preceding year. This has a long-term and compounding effect to the fixed pay, which serves as basis for their retirement benefit. With the conversion of DHI to a Holding Company in October 2020, only five (5) Corporate Officers were retained in the Company. In 2025 and prior to the Transaction, except for the Corporate Secretary, all the other officers, namely: President, Treasurer, Compliance Officer, and Assistant Corporate Secretary were seconded from BDO Unibank and BDO Finance Corp. and receive their compensation directly from these companies. The Corporate Secretary, in turn, was an external counsel retained by BDO Unibank, who directly paid for his compensation. Non-Executive Directors (NEDs) receive per diem for attending board and committee meetings. In addition, the Company grants director fees, other than per diem, in accordance with law to ensure that the remuneration is commensurate with the effort, time spent, and responsibilities of NEDs. There is no distinction on the director's fee for a committee chairman or member. The total remuneration of each member of the Board is disclosed in this Definitive Information Statement and SEC Form 17-A (Annual Report) attached as **Annex E**.

Employees

The Company considers its Human Resources as extremely valuable. To ensure the protection and well-being of the employees, the Company has implemented policies and programs that cover the following areas:

- **Code of Conduct and Business Ethics**

  DHI believes that practicing right conduct and ethical behavior inspires and strengthens the confidence of all our stakeholders.

  The Code outlines the principles and policies that govern the activities of the institution, sets forth the rules of conduct in our work place and the standards of behavior of its directors, officers and employees in their activities and relationships with external shareholders. These reflect the core values the institution subscribes to and promote.

  The Code applies at all times to all members of the Board of Directors and Officers in their dealings with clients, suppliers, business partners and service providers. It covers the Company's commitment to a gender friendly workplace, concern for occupational health, safety and workplace environment, transparency, integrity and accountability, compliance with laws and regulations, standards of behavior and personal conduct, and ethics of doing business.

  Due to the Transaction and change in ownership, the Code will be updated.

- **Employee Welfare**

  DHI is committed to promote the physical, social and mental well-being of its employees. It aims to provide a workplace free from discrimination and all forms of physical, sexual and psychological abuse including harassment, bullying and intimidation. The Company established the Policy on Disclosure of Sensitive/Confidential Matters to Management to give employees the opportunity to communicate, with protection from reprisal, legitimate concerns about illegal, unethical or questionable practices in the workplace. Due to the Transaction and change in ownership, the Policy will be updated.

- **Health and Safety**

  DHI is committed to maintain a positive, harmonious and professional work environment with due importance accorded to the occupational health and safety of the employees and related external constituencies.

  The continuing activities to promote health and safety are the following:
  - No Smoking Policy in all offices and branches is strictly enforced;
  - No firearms allowed in all offices and branch premises;
  - Use of CCTV as a deterrent to possible criminal activities such as hold-ups/robberies;
  - Fire prevention measures and safety/evacuation drills for fire and earthquakes;
  - Installation of access ramps for persons with disability in our buildings and branches to make our offices safe and accessible to PWDs;
  - Regular safety inspections in corporate offices and branches nationwide to rectify immediately all noted unsafe conditions; and
  - Emergency Response Teams to ensure availability of emergency response personnel in time of disaster.

Corporate Social Responsibility

In 2025 and prior to the Transaction, the Company was a subsidiary of BDO Unibank. The Company's Corporate Social Responsibility commitment was manifested through the BDO Foundation, the corporate social responsibility arm of the BDO Group which undertakes initiatives to address the needs of the underprivileged and marginalized members of society. In 2025, the foundation implemented initiatives in the areas of financial inclusion and disaster response, rehabilitation and rebuilding. The Company will continue its Corporate Social Responsibility efforts under the new ownership.

Dividends

DHI recognizes the importance of providing equitable dividends consistent with its commitment to shareholders. Out of the annual net profits from operations of the Corporation, after providing for reserves required by law or regulation to be maintained, the Board of Directors shall have the power and authority to declare dividends in such amounts and on such dates it may determine, to be paid to the holders of the outstanding capital stock of the Corporation.

Upon Board approval, necessary disclosures are made in compliance with regulatory requirements. Dividends are paid within 30 days from date of declaration. The full dividend policy statement is published on the corporate website.

Government and Regulators

The Company supports the compliance with the spirit, not just the letter, of the laws and regulations of the jurisdictions it operates. All business deals and transactions shall adhere to regulatory requirements and

applicable laws particularly on data privacy and protection, anti-money laundering and other financial crimes, insider trading and consumer protection.

Transparency and Disclosures

DHI is fully committed to provide its investors and other stakeholders full transparency and timely information disclosure through filing with the SEC and PSE, as found in the following:

1. General Information Sheet (GIS)
2. Definitive Information Sheet (DIS)
3. SEC form 17-A
4. SEC form 17-C (current reports - material information)
5. SEC form 17-Q (Quarterly Report)
6. SEC form 23-A/B (Statement of Beneficial Owners)
7. Audited Financial Statements (AFS)

Required disclosures relating to:

1. Financial information is stated in the AFS, SEC Form 17-Q and the DIS
2. Shareholder matters are provided in the DIS
3. Executive compensation policy is stated in the DIS
4. Directors' fees are found in the DIS
5. Corporate actions, among others, are provided in the PSE official website www.pse.com.ph

Related Party Transactions

The Company has established policies and procedures on related party transactions (**RPT**) in accordance with SEC regulations. These include definition of related parties, coverage of RPT policy, guidelines in ensuring arm's length terms, identification and prevention of potential or actual conflicts of interest, adoption of materiality thresholds, internal limits for individual and aggregate exposures, whistle-blowing mechanisms, and restitution of losses and other remedies for abusive RPTs. The RPT Committee reviews and endorses to the Board for final approval all material RPTs. The RPT Policy ensures that every related party transaction is conducted in a manner that will protect the Company from any potential conflict of interest. The policy also covers the proper review, approval, ratification, and disclosure of transactions between the Company and any of its related parties in compliance with legal and regulatory requirements. The policy also requires that any member of the RPT Committee who has a potential interest in any related party transaction shall abstain from the discussion and endorsement of the related transaction. Likewise, any member of the Board who has interest in the transaction must abstain from the deliberation and approval of such related party transaction. Related party transactions, whose value may exceed 10% of the Company's total assets, require review of an external independent party to evaluate the fairness of its terms and conditions and approval of 2/3 vote of the Board, with at least a majority of the independent directors voting affirmatively. In 2025, with limited operations, no transaction qualified under the materiality threshold as defined in SEC Memorandum Circular No. 10 (Series of 2019) or the Rules on Material Related Party Transactions for Publicly-Listed Companies.

The full version of the Related Party Transactions Policy is published on our corporate website.

Chairperson of the Board

The Chairperson is primarily responsible for leading the Board and ensuring its effectiveness. He provides leadership to the Board, fosters constructive relationships with the directors, promotes an open environment for critical discussions and constructive debate on key issues and strategic matters, and ensures that the Board of Directors exercises strong oversight over the Company's business and performance of senior management. He takes a lead role in ensuring that the Board provides effective governance of the

Company and continues to operate at a very high standard of independence with the full support of the directors.

Board of Directors Meeting

The Board of Directors is responsible for the overall direction, management and supervision of DHI's affair, exercising collective authority in decision-making and corporate governance. In 2025, the Board of Directors convened seven (7) meetings. The table below presents the attendance record:

2025 Board Meetings				
Name of Director	**Position**	**No. of Meetings Attended**	**Total No. of Meetings**	**% of Attendance**
Elmer B. Serrano	Chairman	7	7	100%
John Emmanuel M. Lizares	Director/President	7	7	100%
Melanie S. Belen	Director	7	7	100%
Ismael G. Estela, Jr.	Independent Director	7	7	100%
Geneva T. Gloria	Director	7	7	100%
Lazaro Jerome C. Guevarra	Director	7	7	100%
Luis S. Reyes Jr.	Director & Treasurer	7	7	100%
Luis Ma. G. Uranza	Independent Director	7	7	100%
Lucy Co Dy*	Director	2	2	100%
Rebecca S. Torres**	Director	5	5	100%

**Newly-elected to the Board effective July 1, 2025, hence, attendance count started in August 2025*
***Resigned, effective June 30, 2025*

Independent and Non-Executive Directors' Meeting

Regular meetings are held by Independent and Non-Executive Directors (INED) with the heads of the control functions as well as the external auditor, without the presence of management or any executive, to discuss various matters or issues outside the Board Audit Committee and Risk Management Committee meetings. The INED also meets with the heads of business and operating units to understand further and engage in deeper discussions with the management. The meetings are chaired by the Lead Independent Director.

In 2025, two INED meetings were conducted. The first was in May 21 and the second one was done in November 13.

Board-level Committees

The Board has established six (6) committees to help in discharging its duties and responsibilities. These committees derive their authority from and report directly to the Board. Their mandates and scopes of responsibility are set forth in their respective Terms of Reference, which are subjected to annual review and may be updated or changed in order to meet the Board's needs or for regulatory compliance. The number and membership composition of committees may be increased or decreased by the Board as it deems appropriate, consistent with applicable laws or regulations specifically on the majority membership and chairmanship of independent directors in various committees. As of December 31, 2025, four (4) of six (6) board-level committees are chaired by Independent Directors.

The committees of the Board in 2025, whose members served until March 16, 2026 when DHI ceased to be a subsidiary of BDO Unibank, were as follows:

Executive Committee

Chairperson:
Lazaro Jerome N. Guevarra

Members:
John Emmanuel M. Lizares
Melanie S. Belen

FUNCTIONS:

- Exercises the power of the Board in the management and direction of the affairs of the Company.
- Acts as the main approving body for investments, advances or commitments and property-related proposals.
- Exercises oversight over the Company's sustainability program.

Board Audit Committee

Chairman:
Ismael G. Estela, Jr.
(Independent Director)

Members:
Lucy Co Dy
Luis Ma. G. Uranza
(Independent Director)

FUNCTIONS:

- Empowered by the Board to oversee the financial reporting process, internal control and risk management systems, internal and external audit functions, and compliance with applicable laws and regulations.

Their oversight function covers the following areas:

- On financial reporting, the committee reviews the integrity of the reporting process to ensure the accuracy and reliability of financial statements and compliance with financial reporting standards and disclosure requirements set for publicly listed companies.

- On internal control and risk management, it monitors and evaluates the adequacy, soundness and effectiveness of the Company's established internal control and risk management systems, policies and procedures including their implementation to provide reasonable assurance against fraud or other irregularities and material misstatement or loss.

- On internal and external audit, it recommends the appointment, reappointment, and removal of the internal and external auditors, remuneration, approval of terms of audit engagement and payment of fees. It reviews non-audit work of external auditors, if any, ensuring that it would not conflict with their duties nor pose a threat to their independence. It approves the annual audit plan and reviews audit results focusing on significant findings with financial impact and its resolution. It reviews the implementation of corrective actions to ensure that these are done in a timely manner to address deficiencies, non-compliance with policies, laws and regulations. Annually, it evaluates the performance of the Chief Internal Auditor and the internal and external audit functions.

- On compliance, it recommends the approval of the Compliance Charter and reviews annually the performance of the Chief Compliance Officer and the compliance function. It also reviews the annual plans of the Compliance Unit and evaluates the effectiveness of the regulatory compliance

framework of the Company to ensure that these are consistently applied and observed throughout the institution. It reviews the report of examination of regulators including replies to such reports for endorsement to the Board for approval.

In this context, the following were done in 2025:

On financial reporting, the Board Audit Committee (BAC) reviewed and recommended for approval to the Board the Company's quarterly unaudited and annual audited financial statements ensuring compliance with accounting standards and tax regulations. It endorsed for approval of the Board the Company's audited financial statements as of December 31, 2024 including the Notes to the Financial Statements. This was approved by the Board on February 19, 2025 and disclosed to the public on February 24, 2025, 55 days from the financial year-end, following the recommendation of SEC Code of Corporate Governance for Publicly Listed Companies. It believes that the financial statements are fairly presented in conformity with the relevant financial reporting standards in all material aspects. The related internal controls on financial reporting process and compliance with accounting standards were likewise reviewed.

In overseeing the internal audit function, it reviewed and approved the 2025 Internal Audit Policy Statement and the 2024 Internal Audit Closing Report after a thorough review of their scope, as well as changes to the plan, audit methodology and manpower resources. It reviewed audit reports focusing on high and moderate risk findings, if any, relating to operational, financial and compliance controls including risk assessment systems with impact to financial, reputation and information security. It regularly tracked the timely resolution of findings and asked for Management's action plans on items that needed to be addressed. It also assessed the performance of the Chief Internal Auditor and the internal audit function.

On external audit, it reviewed and approved the 2025 Audit Plans of the external auditor to ensure the adequacy of its scope and coverage and appropriateness of the timelines. On February 19, 2025, it approved and endorsed for approval of the Board the engagement with the Company's external auditor for its non-audit role as Board of Canvassers in the voting in the Company's Annual Stockholders Meeting on April 11, 2025. It reviewed and discussed the content of the engagement letter, scope of work, composition of engagement team among others, prior to the commencement of the non-audit work. It comprehensively discussed the external audit reports, focusing on internal controls, risk management, governance and matters with financial impact particularly on the changes in accounting and reporting standards. It reviewed Management's Letter as well as Management's response and action taken on the external auditor's findings and recommendations.

In overseeing the compliance function, it reviewed and approved the annual compliance plans. It monitored the progress and reviewed the status of the annual compliance plans and timely submission of regulatory and prudential reports. It also conducted the annual appraisal of the performance of the Compliance Officer for 2024. The Committee is satisfied that the compliance function was able to effectively carry out its plans and programs and fulfill its role as the central point of contact of regulators.

As part of its commitment to excellent corporate governance, the Committee conducted a self-assessment for its 2024 performance. The BAC likewise evaluated the performance of Internal Audit and Compliance, and External Audit to ensure their effectiveness and achievement of their objectives.

The BAC reports its evaluation of the effectiveness of the internal controls, financial reporting process, risk management systems of the Company, based on the report and unqualified opinion obtained from the External Auditor, the overall assurance provided by the Chief Internal Auditor and additional reports and information requested from Senior Management, and found these to be generally adequate across DHI.

The Board Audit Committee held five (5) meetings in 2025 with all incumbent members attending all meetings during their term.

Below is the attendance of the members in Committee meetings held in 2025:

Name	Director Type	No. of Meetings Attended	Total No. of Meetings	Percentage
Ismael G. Estela Jr.	Chairman	5	5	100%
Rebecca S. Torres*	Non-executive	3	3	100%
Lucy Co Dy**	Non-executive	2	2	100%
Luis Ma. G. Uranza	Independent	5	5	100%

**Resigned, effective June 30, 2025*
***Newly-elected, effective July 1, 2025*

Corporate Governance Committee

Chairperson:
Luis Ma. G. Uranza
(Independent Director)

Members:

Lucy Co Dy
Ismael G. Estela, Jr.
(Independent Director)

FUNCTIONS:

- Primarily tasked to assist the Board in formulating the governance policies and overseeing the implementation of the governance practices of the Company.
- Annually, it also oversees the performance evaluation of the Board of Directors, its committees, executive management, peer evaluation of directors, and conducts a self-evaluation of its performance. It provides an assessment of the outcome and reports to the Board the final results of the evaluation including recommendations for improvement and areas to focus on to enhance effectiveness.
- Reviews and assesses the adequacy of the Company's policies and practices on corporate governance including the Corporate Governance Manual and Interlocking Policy and recommends changes for approval of the Board.
- Oversees the continuing education program for directors and key officers and proposes relevant training for them.
- Oversees the Sustainability initiatives of the Company, particularly key processes, standards and strategies designed to manage environmental and social impact and governance.

During the year, the Corporate Governance Committee achieved the following:

a. Annual Continuing Education of Directors

   The Corporate Governance Committee facilitated the compliance of the directors of the Company with the regulatory requirement for an annual corporate governance seminar as part of their continuing education. The in-house seminar focused on the role played by artificial intelligence, changing consumer behavior and stewardship.

b. Adherence to Corporate Governance Standards

The Committee continuously monitored the Company's compliance with local and international corporate governance standards. It reviewed and endorsed for Board approval the Company's 2024 Integrated Annual Corporate Governance Report to the Securities and Exchange Commission (SEC), which documents Company's compliance with the SEC Code of Corporate Governance.

c. Board Effectiveness Evaluation

The 2024 performance evaluation of the Board was also reviewed and confirmed by the Committee. The Board's performance in terms of carrying out its responsibilities, composition, conduct, interaction and communication, administration and process, strategic board meeting session, and board oversight of risks were rated satisfactory. Skills deemed essential for Directors such as corporate governance, strategic planning and business strategy, risk management, legal and compliance, and sustainability, were deemed exhibited in the current Board. The Directors rated the Board Committees satisfactory in terms of their understanding of their respective roles and effectiveness in performing their functions. The results further indicate that the Chairperson and President demonstrated satisfactory leadership in their respective roles. Majority of the Directors considered themselves sufficiently trained in 2024.

The Corporate Governance Committee held five (5) meetings in 2025 with all incumbent members attending all meetings during their term.

Below is the attendance of the members in Committee meetings held in 2025:

Name	Director Type	No. of Meetings Attended	Total No. of Meetings	Percentage
Luis Ma. G. Uranza	Chairman	5	5	100%
Ismael G. Estela Jr.	Independent	5	5	100%
Rebecca S. Torres*	Non-executive	3	3	100%
Lucy Co Dy**	Non-executive	2	2	100%

**Resigned, effective June 30, 2025*
***Newly-elected, effective July 1, 2025*

Risk Management Committee

Chairman:
Lucy Co Dy

Members:

Luis Ma. G. Uranza
(Independent Director)
Ismael G. Estela, Jr.
(Independent Director)

FUNCTIONS:

- Is responsible for the oversight of the enterprise risk management program of the Company.
- Is responsible for approving the enterprise risk management framework and risk management plan developed by management, defining the policies, limits, and strategies for managing and controlling the major risks of the Company.
- Oversees the implementation and review of the risk management plan, including the system of limits of discretionary authority delegated by the Board of Directors to management under its purview and ensures that immediate corrective actions are taken whenever limits are breached.

- Is responsible for ensuring that there is periodic review of the effectiveness of the risk management systems and recovery plans, and that corrective actions are promptly implemented to address risk management concerns.
- Is responsible for conducting regular discussions with management on the current and emerging risk exposures, based on regular management reports, and direct concerned units on how to reduce these risks.
- Is also responsible for the appointment/selection, remuneration, approval and assessment of interlocking positions held, performance evaluation, and dismissal of the Chief Risk Officer, for ensuring that the risk management function has adequate resources and for effectively overseeing the risk-taking activities of the Company
- Works with the Audit Committee in certifying in the Annual Report the adequacy of the Company's risk management systems and controls.

In accordance with its mandate, the Committee conducted regular discussions on the Company's exposures to various risks as a holding company, including mitigation strategies, where necessary and applicable. The Committee also approved the results of the annual performance appraisal of the Chief Risk Officer.

The Risk Management Committee held one (1) meeting in 2025 with all incumbent members in attendance.

Nominations Committee

Chairman:
Luis Ma. G. Uranza
(Independent Director)

Members:

Lucy Co Dy
Ismael G. Estela, Jr.
(Independent Director)

FUNCTIONS:

- Leads the process of identifying candidates for election and appointment of Directors and all other positions requiring appointment of the Board of Directors, giving full consideration to succession planning and the leadership needs of the group. In particular, this process includes the profiling of the skills and competencies of the currently serving directors, the gaps in skills and competencies identified and the search for candidates who are aligned with the Company's directions to fill the gaps. It makes use of external database, e.g. Institute of Corporate Directors, or professional search, to the extent possible. It then makes appropriate recommendations to the Board.
- Makes recommendations to the Board on the composition and chairmanship of the various committees.
- Keeps under review the structure, size and composition of the Board, including the balance of skills, knowledge and experience and the independence of the Non-Executive Directors, and makes recommendations to the Board with regard to any changes.
- Reviews and approves the interlocking positions of Directors in other entities and ensure its compliance with the Company's Interlocking Policy.

After reviewing the composition of the Board and Board-level Committees, it approved the nominations of the regular and independent directors on February 19, 2025, in accordance with the criteria set forth in the By-laws of DHI, as well as pertinent regulations of the Securities and Exchange Commission and Philippine Stock Exchange. After due deliberations on the nominees, it recommended to the Board the appointment, reappointment or election of the Chairperson, Corporate Officers, and memberships in Board-level

Committees. The Committee also reviewed/approved the interlocking directorship and officership positions of the nominees to the Board in other entities.

The Nominations Committee meetings held three (3) meetings in 2025 with all incumbent members attending all meetings during their term.

Name	Director Type	No. of Meetings Attended	Total No. of Meetings	Percentage
Luis Ma. G. Uranza	Chairman	3	3	100%
Ismael G. Estela Jr.	Independent	3	3	100%
Rebecca S. Torres*	Non-executive	2	2	100%
Lucy Co Dy**	Non-executive	1	1	100%

**Resigned, effective June 30, 2025*
***Newly-elected, effective July 1, 2025*

Related Party Transactions Committee

Chairman:
Luis Ma. G. Uranza
(Independent Director)

Members:
Ismael G. Estela, Jr
(Independent Director)
Geneva T. Gloria

FUNCTIONS:

- Assists the Board in its oversight of the conduct of all Related Party Transactions (RPTs) to protect the interests of the Company and its stakeholders.
- Ensures proper disclosure of all approved RPTs in accordance with applicable legal and regulatory requirements and confirmation by majority vote at the Annual Stockholders' meeting of the Company's significant transactions with related parties.

The Related Party Transactions Committee (RPTC) carefully reviews the material related party transactions being proposed by Management and provides necessary action, including endorsement for approval of the Board. The Committee also reviews all non-material related party transactions for the year prior to its confirmation by the Board. As part of its continuing assessment of RPT limits, the Committee also approves the RPT materiality thresholds.

The RPTC held two (2) meetings in 2025 with all incumbent members attending all meetings during their term.

Name	Director Type	No. of Meetings Attended	Total No. of Meetings	Percentage
Luis Ma. G. Uranza	Chairman	2	2	100%
Ismael G. Estela Jr.	Independent	2	2	100%
Geneva T. Gloria	Non-executive	2	2	100%

Independent Control Functions

Compliance

In 2025, the Company's Compliance, through the Chief Compliance Officer (CCO) of BDO Finance Corporation, oversaw the design of the Company's compliance system and the overall compliance framework executed through a Compliance Program, and promotes their effective implementation. DHI Compliance reports to and is under the direct supervision of the Board Audit Committee. It is responsible for overseeing, coordinating, monitoring and ensuring compliance of the Company with existing laws, rules and regulations through the implementation of the overall compliance system and program in accordance with the requirements of the regulatory agencies, including but not limited to the identification and control of compliance risks, prudential reporting obligations as well as compliance training. The Compliance System forms the processes, people, policies and other components that, as an integral unit, ultimately drive the DHI's initiatives to conform to industry laws, regulations and standards. In line with DHI's initiatives is its commitment to ensure that activities of the Company and its personnel are conducted in accordance with all applicable laws and regulations and industry standards, and this commitment to compliance serves to protect the Company and its stakeholders. DHI's Compliance, as provided in its Charter, reports to the Board Audit Committee any significant compliance issues or breaches.

The Compliance Department and its compliance program endeavors to protect the Company's franchise, manage compliance risks and simultaneously support the business goals and growth of the institution by providing appropriate compliance insights and regulatory guidance to safeguard the Company and its stakeholders.

Internal Audit

In 2025, the Internal Audit Group reported functionally to the Board Audit Committee (BAC) of the Parent Bank and respective subsidiaries. It provided independent, objective, reliable and valued assurance and consulting services, over the effectiveness of governance, risk management and control processes. It operates under the Internal Audit Policy Statement (Internal Audit Charter) that is reviewed and approved annually by the BAC. It seeks BAC approval for the annual audit plan and any changes thereto, provides updates on accomplishments, reports results of audit conducted and tracks resolution of audit findings. In its year-end closing report, Internal Audit attests to the fulfillment of its mandated responsibilities and provides overall assurance on the effectiveness of internal control, risk management and governance processes.

Internal Audit generally conforms with standards such as the ISPPIA (International Standard for the Professional Practice of Internal Auditing) and the Code of Ethics, as confirmed by the results of its External Quality Assessment Review (EQAR). Internal Audit also adheres to the principles under COSO Internal Control Integrated Framework, COBIT (Control Objectives for Information and Related Technology), and other governing regulations. It is independent of the activities audited, and from the day-to-day internal control processes. With free access to all records, properties and personnel, it is able to report audit results, findings, opinions, and other information through clear reporting line.

It promotes continuous professional development of its auditors, especially in areas requiring specialized areas of knowledge and technical expertise, auditing techniques, and relevant changes in regulations.

Whistleblowing

DHI believes that the key to long-term sustainability and success largely depends on having a good name and solid reputation in the market place. To achieve this, the Company is committed to the highest standards of ethical values, integrity, honesty, accountability and transparency in the conduct of its business.

The Company's Policy on Disclosure of Sensitive/Confidential Matters to Management covers the tipping off of any incident, situation, circumstance or problem involving fraud and/or violation of policies for

further investigation which may result in or resulted in monetary loss and/or negative impact to the image of the Company.

Reporting may be done thru any available means such as but not limited to SMS text, letter, email or phone call directly to the Office of the President (OP) or the appropriate Head of the Unit concerned. For concerns directly involving the President and the other Executive Directors, the report should be addressed to the Board of Directors thru the Office of the Chairperson. For RPT-related concerns, the report should be addressed to the Chairman of Related Party Transactions Committee.

Engagement with Stakeholders

DHI employs a multi-pronged communications strategy to actively engage with its various stakeholders and promote transparency, awareness, and visibility about the Company.

The Company provides material and relevant information through official disclosures via PSE EDGE, the company website and media.

Compliance with the SEC Code of Corporate Governance

Publicly-listed companies are advised to disclose in their Annual Report the company's compliance with the Code of Corporate Governance and where there is non-compliance, to identify and explain the reason for such issue. As of December 31, 2025, the Company has substantially complied with the recommendations of the Code except for the following: 1) Policy on retirement age of directors and 2) Disclosure of executive remuneration on an individual basis.

On the retirement age of directors, the Board recognizes the fact that chronological age is not the main factor in determining effectiveness of the director in discharging his duties and responsibilities. The wisdom of senior directors is a valuable asset. The Board derives much benefit from their advices and opinions and will continue to utilize them for the benefit of all its stakeholders. Age discrimination is discouraged by law, as once a director has been elected, removal due solely to age is prohibited. In this regard, the Board decided to hold in abeyance the implementation of a retirement age policy for directors and instead review the individual director's potential contribution to the Company and its stakeholders, and decide on that basis.

On the disclosure of the remuneration on an individual basis for executive officers, this information is no longer disclosed. With the conversion of the Company to a Holding Company in October 2020, only five (5) Corporate Officers were retained in DHI. In 2025 and prior to the Transaction, except for the Corporate Secretary, all the other officers namely President, Treasurer, Compliance Officer, and Assistant Corporate Secretary are seconded from BDO Unibank and BDO Finance Corp. and receives their compensation directly from these companies. The Corporate Secretary is an external counsel retained by BDO Unibank, which directly pays for his compensation.

Looking Ahead

DHI, as a holding company, recognizes the importance of addressing climate change and supporting the country's transition towards a low-carbon economy. Through its Board, its Parent Company and Senior Management, the Company remains committed to advancing the sustainability agenda and achieving strategic resilience by consistently incorporating sustainability in the way it conducts business. The Board, being the highest governance body, plays a crucial role in ensuring that sustainability is embedded in the Company's compliance, corporate governance, and risk management frameworks. The Board sets the tone at the top by promoting an enterprise-wide culture that continually fosters environmentally and socially responsible business decisions. The Company endeavors to contribute to the country's sustained growth by

financing economic activities that nurture the environment, empower the Filipino consumers, and promote the best interest of the Company's various stakeholders. Consistent with the UN Sustainable Development Goals (SDGs), UN Global Compact, and the government's Sustainable Finance Roadmap, the Company constantly strives to create lasting, net positive impact through delivery of various products and services that are sustainable, inclusive, equitable, environment-friendly, and socially-relevant.

UNDERTAKING TO PROVIDE WITHOUT CHARGE A COPY OF THE COMPANY'S ANNUAL REPORT ON SEC FORM 17-A

THE COMPANY WILL PROVIDE WITHOUT CHARGE A COPY OF THE COMPANY'S ANNUAL REPORT FOR THE YEAR ENDED DECEMBER 31, 2025 (SEC FORM 17-A) TO ITS STOCKHOLDERS UPON RECEIPT OF A WRITTEN REQUEST ADDRESSED TO THE CORPORATE SECRETARY, 9TH FLOOR TOWER 2, HIGH STREET SOUTH CORPORATE PLAZA, 26th STREET, BONIFACIO GLOBAL CITY, TAGUIG CITY. AT THE DISCRETION OF MANAGEMENT, A CHARGE MAY BE MADE TO COVER THE REASONABLE EXPENSES INCURRED BY THE COMPANY IN FURNISHING THE EXHIBITS.

E. SIGNATURE PAGE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Taguig on AUG 20 2026.

DOMINION HOLDINGS, INC.

By:



ELMER B. SERRANO
Corporate Secretary

List of Annexes

Annex	Description
A	Guidelines for Participation via Remote Communication and Voting in Absentia
B	Certification on Non-Holding of Government Positions
C	Certification on Qualifications of Independent Directors
D	2025 Audited Financial Statements of DHI
E	2025 Annual Report (SEC Form 17-A) of DHI
F	Management's Discussion & Analysis
G	Interim Financial Statements (SEC Form 17-Q) as of 31 March 2026
H	Interim Financial Statements (SEC Form 17-Q) as of 30 June 2026
I	Minutes of the 2025 Annual Shareholders' Meeting of DHI

ANNEX A

GUIDELINES FOR PARTICIPATION VIA REMOTE COMMUNICATION AND VOTING IN ABSENTIA

DOMINION HOLDINGS, INC.
ANNUAL STOCKHOLDERS' MEETING
September 14, 2026 at 2:00 p.m.

Guidelines for Participating via Remote Communication and Voting *in Absentia*

The 2026 virtual Annual Stockholders' Meeting (**ASM**) of Dominion Holdings, Inc. (**DHI)** is scheduled on **September 14, 2026 (Monday) at 2:00 p.m.** with the end of trading hours of the Philippine Stock Exchange on **August 28, 2026 (Record Date)** as the record date set by the Board of Directors for the determination of stockholders entitled to the notice of, to attend, and to vote at such meeting and any adjournment thereof.

The ASM will be broadcasted via livestreaming accessible to registered participants. Stockholders will be allowed to register, attend, participate and vote via remote communication or *in absentia* pursuant to Sections 23 and 57 of the Revised Corporation Code of the Philippines.

Step 1. Pre-ASM Registration/Validation/Voting Procedures

Stockholder must notify the Office of the Corporate Secretary of their intention to participate in the ASM via remote communication or to exercise their right to vote *in absentia* by sending scanned copies of the documentary requirements with transmittal letter addressed to the Office of the Corporate Secretary by EMAIL to < inquiry@dominionholdings.com.ph>.

The following complete/accurate documentary requirements with transmittal letter MUST BE SENT TO AND RECEIVED by the Office of the Corporate Secretary no later than September 04, 2026:

- ***For Certificated Individual Stockholders***
  1. A clear copy of the stockholder's valid government-issued ID (such as passport, driver's license, or unified multipurpose ID) showing photo, signature and personal details, preferably with residential address.
  2. Stock certificate number/s.
  3. A valid and active e-mail address and contact number of stockholder.
  4. If appointing a proxy, duly accomplished and signed proxy indicating the votes on the agenda items. Proxy forms will be transmitted through e-mail upon request.

  If sending via email, attachments should be clear copies in JPG or PDF format. with each file size no larger than 2MB.

- ***For Certificated Multiple Stockholders or Joint owners***
  1. A clear copy of the ALL stockholders' valid government-issued IDs (such as passport, driver's license, or unified multipurpose ID) showing photo, signature and personal details, preferably with residential address.
  2. Stock certificate number/s.
  3. A valid and active email address and contact number of authorized representative.
  4. Proof of authority of stockholder voting the shares signed by the other registered stockholders, for shares registered in the name of multiple stockholders. (need *not* be notarized)
  5. If appointing a proxy, duly accomplished and signed proxy indicating the votes on the agenda items. Proxy forms will be transmitted through e-mail upon request.

  If sending via email, attachment/s should be clear copies in JPG or PDF format, with each file size no larger than 2MB.

- ***For Certificated Corporate/Partnership Stockholders***
  1. Secretary's Certification of Board resolution attesting to the authority of representative to participate by remote communication for, and on behalf of the Corporation/Partnership.

2. Stock certificate number/s.
3. A clear copy of the valid government-issued ID (such as passport, driver's license, or unified multipurpose ID) of stockholder's authorized representative showing photo, signature and personal details, preferably with residential address.
4. A valid and active email address and contact number of authorized representative
5. If appointing a proxy, duly accomplished and signed proxy indicating the votes on the agenda items. Proxy forms will be transmitted through e-mail upon request.

If sending via email, attachment/s should be clear copies in JPG or PDF format, with each file size no larger than 2MB.

- ***For Stockholders with Shares under PCD Participant/Broker Account***
  1. Certification from broker as to the number of shares owned by stockholder.
  2. A clear copy of the stockholder's valid government-issued ID (such as passport, driver's license, or unified multipurpose ID) showing photo, signature and personal details.
  3. Secretary preferably with residential address.
  4. A valid and active email address and contact number of stockholder or proxy.
  5. If appointing a proxy, duly accomplished and signed proxy indicating the votes on the agenda items. Proxy forms will be transmitted through e-mail upon request.

  If sending via email, attachment/s should be clear copies in JPG or PDF format, with each file size no larger than 2MB.

Stockholders will receive an e-mail reply from DHI's Office of the Corporate as soon as practicable. The Office of

Important Reminder: Please refrain from sending duplicate and inconsistent information/documents as this can result in failed registration. All documents/information shall be subject to verification and validation by DHI.

the Corporate Secretary's email reply will either confirm successful registration and provide the link/meeting details to DHI's 2026 ASM OR require submission of deficient documents. If you have not received any email reply, please call tel. no. +632-8479-2190.

Step 2: Voting in Absentia Procedure

Stockholders who have successfully registered shall be notified via email from the Office of the Corporate Secretary of their log-in credentials for the ASM. Registered stockholders can then cast their votes for specific items in the agenda by accomplishing the DHI's 2026 ASM Ballot Form. The ballot form will be sent to the registered stockholders.

1. Upon accessing and downloading the ballot, the stockholder can vote on each agenda item on the ballot print-out. A brief description of each item for stockholders' approval are appended as Annex A to the Notice of Meeting.

   1.1 A stockholder has the option to vote "Yes", "No", or "Abstain" on each agenda item for approval.

2. Once the stockholder has finalized his vote, he can proceed to submit his ballot by sending in JPG or PDF format to <inquiry@dominionholdings.com.ph> no later than September 04, 2026.

If sending via email, attachment/s should be clear copies in JPG or PDF format, with each file size no larger than 2MB.

Step 3*: *Virtual ASM

The ASM will be broadcasted live and stockholders who have successfully registered can participate via remote communication. Details of the meeting will be sent to stockholders in the emails provided by DHI.

Video recordings of the ASM will be adequately maintained by the Company and will be made available to participating stockholders upon request. Stockholders may access the recorded webcast of the ASM by sending an email request addressed to < inquiry@dominionholdings.com.ph>.

Open Forum

During the virtual meeting, the Company will have an Open Forum, during which, the meeting's moderator will read and where representatives of the Company shall endeavor to answer as many of the questions and comments received from stockholders as time will allow.

Stockholders may send their questions in advance by sending an email bearing the subject "ASM 2026 Open Forum" to < inquiry@dominionholdings.com.ph>. A section for stockholder comments/questions or a "chatbox" shall also be provided in the broadcasting platform.

The Company will endeavor to address separately via email those questions/comments received but not entertained during the Open Forum due to time constraints.

For any clarifications, please contact our Office of the Corporate Secretary through <inquiry@dominionholdings.com.ph>.

ANNEX B

CERTIFICATION ON NON-HOLDING OF GOVERNMENT POSITIONS

REPUBLIC OF THE PHILIPPINES)
TAGUIG CITY, METRO MANILA) S.S.

CERTIFICATION

I, **ELMER B. SERRANO**, of legal age, Filipino, with principal office at 9th Floor Tower 2 High Street South Corporate Plaza, 26th Street, Bonifacio Global City, Taguig City, after being duly sworn in accordance with law, hereby depose and state that:

1. I am the duly appointed and incumbent Corporate Secretary of **DOMINION HOLDINGS, INC.** (the **Company**), a corporation organized and existing under and by virtue of the laws of the Philippines, with principal office address at 12 ADB Avenue, Ortigas Center, 1555 Mandaluyong City.

2. As Corporate Secretary and based on the corporate records on file, I hereby certify that none of the Directors, Independent Directors, Officers, and any Employees of the Company, and none of the nominees for election as Directors and Independent Directors of the Company, have been elected to any government position or appointed to any government department, agency, bureau, or office that would disqualify them from serving as Director, Independent Director, Officer, or Employee of the Company.

3. I am issuing this Certification in compliance with the requirements of the Securities and Exchange Commission.

IN WITNESS WHEREOF, I have hereunto affixed my signature on this AUG 19 2026 at Taguig City.

[redacted]

ELMER B. SERRANO
Corporate Secretary

SUBSCRIBED AND SWORN to before me this AUG 19 2026 at Taguig City, affiant exhibited to me his [redacted]

Doc. No. 481;
Page No. 98;
Book No. I;
Series of 2026.

[redacted]

MARK STEPHEN C. SY

[redacted]

ANNEX C

CERTIFICATION ON QUALIFICATIONS OF INDEPENDENT DIRECTORS

REPUBLIC OF THE PHILIPPINES)
TAGUIG CITY, METRO MANILA) S.S.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **ROSMARI D. CARANDANG**, Filipino, of legal age, with address at [redacted], after having been sworn according to law, hereby depose and state that:

1. I am a nominee for Independent Director of Dominion Holdings, Inc. (the **Company**).

2. I am affiliated with the following companies and organizations (including Government-Owned and Controlled Corporations):

Company / Organization	Position / Relationship	Period of Service
Top Frontier Investment Holdings, Inc.	Independent Director	July 2026 to Present
Sagittarius Mines, Inc.	Independent Director	June 2026 to Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Company, as provided for in Section 38 of the Securities Regulation Code (**SRC**), its Implementing Rules and Regulations (**IRR**) and other issuances of the Securities and Exchange Commission (**SEC**).

4. Other than as disclosed in item 2 above, I am not related to any director/officer/substantial shareholder of the Company, its subsidiaries, and affiliates.

5. To the best of my knowledge, I am not subject of any pending criminal or administrative investigation or proceeding.

6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the SRC and its IRR, Code of Corporate Governance, and other SEC issuances.

7. I shall inform the Corporate Secretary of the Company of any changes in the above-mentioned information within five (5) days from its occurrence.

IN WITNESS WHEREOF, I have hereunto affixed my signature on this AUG 19 2026 at TAGUIG CITY.

[redacted]
ROSMARI D. CARANDANG
Affiant

SUBSCRIBED AND SWORN *to before me this* AUG 19 2026 *at* TAGUIG CITY, affiant exhibited to me ~~her~~ Tax Identification Number [redacted]

Doc. No. 479;
Page No. 97;
Book No. I;
Series of 2026.

[redacted]
MARK STEPHEN C. SY
[redacted]

REPUBLIC OF THE PHILIPPINES)
TAGUIG CITY, METRO MANILA) S.S.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **LEONARDO D. CUARESMA, JR.**, Filipino, of legal age, with address at [redacted], after having been sworn according to law, hereby depose and state that:

1. I am a nominee for Independent Director of Dominion Holdings, Inc. (the **Company**).

2. I am affiliated with the following companies and organizations (including Government-Owned and Controlled Corporations):

Company / Organization	Position / Relationship	Period of Service
Leonardo Sr. and Remedios Cuaresma Foundation, Inc. (Non-Stock, Non-Profit Corp.)	President and CEO	July 2024 to Present
Cebu Landmasters, Inc.	Independent Director	June 2026 to Present
Sagittarius Mines, Inc.	Independent Director	June 2026 to Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Company, as provided for in Section 38 of the Securities Regulation Code (**SRC**), its Implementing Rules and Regulations (**IRR**) and other issuances of the Securities and Exchange Commission (**SEC**).

4. Other than as disclosed in item 2 above, I am not related to any director/officer/substantial shareholder of the Company, its subsidiaries, and affiliates.

5. To the best of my knowledge, I am not subject of any pending criminal or administrative investigation or proceeding.

6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the SRC and its IRR, Code of Corporate Governance, and other SEC issuances.

7. I shall inform the Corporate Secretary of the Company of any changes in the above-mentioned information within five (5) days from its occurrence.

IN WITNESS WHEREOF, I have hereunto affixed my signature on this AUG 19 2026 at TAGUIG CITY.

[redacted]
LEONARDO D. CUARESMA, JR.
Affiant

SUBSCRIBED AND SWORN to before me this AUG 19 2026 at TAGUIG CITY, affiant exhibited to me his Tax Identification Number [redacted]

Doc. No. 480;
Page No. 97;
Book No. I;
Series of 2026.

[redacted]
MARK STEPHEN C. SY

[redacted]

REPUBLIC OF THE PHILIPPINES)
TAGUIG CITY, METRO MANILA) S.S.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **VICKY CASTILLO LIM TAN**, Filipino, of legal age, with address at [redacted] after having been sworn according to law, hereby depose and state that:

1. I am a nominee for Independent Director of Dominion Holdings, Inc. (the **Company**).

2. I am affiliated with the following companies and organizations (including Government-Owned and Controlled Corporations):

Company / Organization	Position / Relationship	Period of Service
Maya Bank, Inc.	Independent Director; Chairperson, Corporate Governance Committee; Member, Audit Committee	December 2021-2023 November 2024-present April 2026-present
Sagittarius Mines, Inc.	Independent Director	June 2026 to Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Company, as provided for in Section 38 of the Securities Regulation Code (**SRC**), its Implementing Rules and Regulations (**IRR**) and other issuances of the Securities and Exchange Commission (**SEC**).

4. Other than as disclosed in item 2 above, I am not related to any director/officer/substantial shareholder of the Company, its subsidiaries, and affiliates.

5. To the best of my knowledge, I am not subject of any pending criminal or administrative investigation or proceeding.

6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the SRC and its IRR, Code of Corporate Governance, and other SEC issuances.

7. I shall inform the Corporate Secretary of the Company of any changes in the above-mentioned information within five (5) days from its occurrence.

IN WITNESS WHEREOF, I have hereunto affixed my signature on this AUG 19 2026 at TAGUIG CITY.

[redacted]

VICKY CASTILLO LIM TAN
Affiant

SUBSCRIBED AND SWORN to before me this AUG 19 2026 at TAGUIG CITY, affiant exhibited to me her Tax Identification Number [redacted]

Doc. No. 478;
Page No. 97;
Book No. IV;
Series of 2026.

[redacted]

MARK STEPHEN C. SY

[redacted]

ANNEX D

2025 AUDITED FINANCIAL STATEMENTS OF DHI

Outlook

Your BIR AFS eSubmission uploads were received

Annex A

From eafs@bir.gov.ph <eafs@bir.gov.ph>
Date Wed 3/18/2026 1:38 PM
To BDO <dominionholdings-accounting@bdo.com.ph>
Cc URBI.KRYSLENEKAE@BDO.COM.PH <URBI.KRYSLENEKAE@BDO.COM.PH>

Hi DOMINION HOLDINGS, INC.,

Valid files

- EAFS000486050ITRTY122025.pdf
- EAFS000486050AFSTY122025.pdf
- EAFS000486050RPTTY122025.pdf

Invalid file

- <None>

Transaction Code: **AFS-0-AFBHGDD80QWPMVZXMN22XSPPR0JDHEG9C**
Submission Date/Time: **Mar 18, 2026 01:38 PM**
Company TIN: **000-486-050**

Please be reminded that you accepted the terms and conditions for the use of this portal and expressly agree, warrant and certify that:

- The submitted forms, documents and attachments are complete, truthful and correct based on the personal knowledge and the same are from authentic records;
- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

This is a system-generated e-mail. Please do not reply.

DOMINION HOLDINGS

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Dominion Holdings, Inc. (Formerly: BDO Leasing and Finance Inc.)** (the Company) is responsible for the preparation and fair presentation of the financial statements, including the schedules attached therein, for the years ended December 31, 2025 and 2024, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

The Board of Directors reviews and approves the financial statements, including the schedules attached therein, and submits the same to the members to the stockholders.

Punongbayan & Araullo, the independent auditors appointed by the stockholders, has audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in their report to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit.

Signature: [redacted]
ELMER B. SERRANO
Chairperson

Signature: [redacted]
JOHN EMMANUEL M. LIZARES
President

Signature: [redacted]
LUIS S. REYES JR.
Treasurer

Signed this 24th day of February 2026

Dominion Holdings, Inc.
39/F BDO Corporate Center Ortigas
12 ADB Avenue
Ortigas Center
Mandaluyong City 1555
Philippines
Tel +632 8688-1288 loc. 36509, 45469, 36151

DOMINION HOLDINGS

SUBSCRIBED and SWORN to me before this _____ day of 26 FEB 2026, 2025 affiant exhibiting to me his/her Social Security Number, as follows:

NAMES	SSS NUMBER
Elmer B. Serrano	[redacted]
John Emmanuel M. Lizares	
Luis S. ReyesJr.	

[redacted]
ATTY. KIM B. BRIGUERA-DACARA
[redacted]

Doc No: 174
Page No: 36
Book No: CLXXV
Series of: 2026



Dominion Holdings, Inc.
39/F BDO Corporate Center Ortigas
12 ADB Avenue
Ortigas Center
Mandaluyong City 1555
Philippines
Tel +632 8688-1288 loc. 36509, 45469, 36151

P&A Grant Thornton

FOR SEC FILING

Financial Statements and
Independent Auditors' Report

Dominion Holdings, Inc.

December 31, 2025, 2024 and 2023

Punongbayan & Araullo (P&A) is the Philippine member firm of Grant Thornton International Ltd

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

Report of Independent Auditors

The Board of Directors and the Stockholders
Dominion Holdings, Inc.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
39th Floor, BDO Corporate Center Ortigas
12 ADB Avenue, Ortigas Center
Mandaluyong City

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Dominion Holdings, Inc. (the Company), which comprise the statements of financial position as at December 31, 2025 and 2024, and the statements of income, statements of comprehensive income, statements of changes in equity and statements of cash flows for each of the three years in the period ended December 31, 2025, and the notes to the financial statements, including material accounting policy information.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2025 and 2024, and its financial performance and its cash flows for each of the three years in the period ended December 31, 2025 in accordance with Philippine Financial Reporting Standards (PFRS Accounting Standards).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics), as applicable to audits of financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the financial statements of public interest entities in the Philippines. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

We have determined that there are no key audit matters to communicate in our report.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Company's Securities and Exchange Commission (SEC) Form 20-1S (Definitive Information Statement), SEC Form 17-A, and the Annual Report for the year ended December 31, 2025, but does not include the financial statements and our auditors' report thereon. The SEC Form 20-IS, SEC Form 17-A and Annual Report are expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audits of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with PFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with PSA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

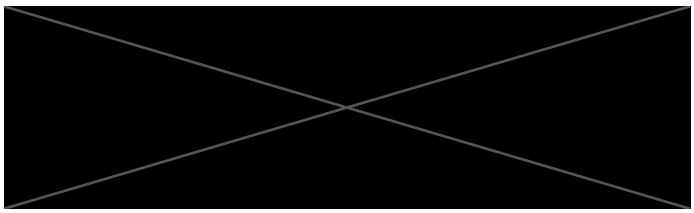
Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. As discussed in Note 11 to the financial statements, the Company presented the supplementary information required by the Bureau of Internal Revenue (BIR) under the Revenue Regulations (RR) No. 15-2010 in a supplementary schedule filed separately from the basic financial statements. RR No. 15-2010 requires the supplementary information to be presented in the notes to the financial statements. Such supplementary information required by the BIR is the responsibility of management and is not a required part of the basic financial statements prepared in accordance with PFRS Accounting Standards; it is neither a required disclosure under the Revised Securities Regulation Code Rule 68 of the SEC. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

The engagement partner in the audit resulting in this independent auditors' report is Yusoph A. Maute.

PUNONGBAYAN & ARAULLO



By: Yusoph A. Maute
Partner



February 24, 2026

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
STATEMENTS OF FINANCIAL POSITION
AS OF DECEMBER 31, 2025 AND 2024
(Amounts in Philippine Pesos)

	Notes	2025	2024
A S S E T S			
CASH AND CASH EQUIVALENTS - Net	6	**P 3,327,203,511**	P 3,200,386,222
MONEY MARKET PLACEMENTS - Net	6	**25,200,904**	-
OTHER ASSETS - Net		**127,448,774**	127,478,558
TOTAL ASSETS		**P 3,479,853,189**	P 3,327,864,780
LIABILITIES AND EQUITY			
ACCOUNTS PAYABLE AND OTHER LIABILITIES	8	**P 23,404,740**	P 10,779,432
CAPITAL STOCK	9	**2,225,169,030**	2,225,169,030
ADDITIONAL PAID-IN CAPITAL		**571,095,676**	571,095,676
TREASURY SHARES	9	**(81,776,628)**	(81,776,628)
RETAINED EARNINGS	9	**741,960,371**	602,597,270
Total Equity		**3,456,448,449**	3,317,085,348
TOTAL LIABILITIES AND EQUITY		**P 3,479,853,189**	P 3,327,864,780

See Notes to Financial Statements.

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
STATEMENTS OF INCOME
FOR THE YEARS ENDED DECEMBER 31, 2025, 2024 AND 2023
(Amounts in Philippine Pesos)

	Notes	2025	2024	2023
INCOME				
Interests and discounts	6, 7, 10	**P 185,066,343**	P 262,848,777	P 342,674,559
Reversal of impairment and credit losses - net	6, 7	**-**	6,213,315	-
Gain on redemption of unit investment trust fund	7	**-**	-	1,048,999
		185,066,343	269,062,092	343,723,558
OPERATING COSTS AND EXPENSES				
Trust fees	10	**3,237,683**	5,005,480	3,591,034
Director's fees	10	**1,916,667**	2,193,333	2,182,222
Professional fees		**1,238,798**	1,300,435	1,068,673
Service fees	10	**984,250**	1,074,196	696,250
Advertising		**763,415**	470,069	516,687
Taxes and licenses	11	**432,758**	1,538,670	1,630,124
Impairment and credit losses	6, 7	**40,300**	-	6,135,361
Interest expense	11	**-**	1,099,666	-
Other expenses	11	**76,102**	4,369,950	2,292,801
		8,689,973	17,051,799	18,113,152
PROFIT BEFORE TAX		**176,376,370**	252,010,293	325,610,406
TAX EXPENSE	11	**(37,013,269)**	(49,888,687)	(48,329,174)
NET PROFIT		**P 139,363,101**	P 202,121,606	P 277,281,232
Basic and Diluted Earnings Per Share	12	**P 0.06**	P 0.09	P 0.13

See Notes to Financial Statements.

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
FOR THE YEARS ENDED DECEMBER 31, 2025, 2024 AND 2023
(Amounts in Philippine Pesos)

	Notes	**2025**	2024	2023
NET PROFIT		**P 139,363,101**	P 202,121,606	P 277,281,232
OTHER COMPREHENSIVE INCOME (LOSS)				
Item that will be reclassified subsequently to profit or loss				
Transfer of realized gains on disposed debt investments at fair value through other comprehensive income (FVOCI) to statements of income	7	**-**	(10,123,209)	-
Net unrealized fair value gain on debt investments at FVOCI	7	**-**	-	10,123,209
Impairment loss (recovery) on debt investments at FVOCI	7	**-**	(3,630,406)	3,630,406
Tax income (expense)	11	**-**	2,530,802	(2,530,802)
		-	(11,222,813)	11,222,813
TOTAL COMPREHENSIVE INCOME		**P 139,363,101**	P 190,898,793	P 288,504,045

See Notes to Financial Statements.

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2025, 2024 AND 2023
(Amounts in Philippine Pesos)

	Capital Stock	Additional Paid-in Capital	Treasury Shares, At Cost	Net Unrealized Fair Value Gains (Losses) on FVOCI	Retained Earnings	Total Equity
Balance at January 1, 2025	P 2,225,169,030	P 571,095,676	(P 81,776,628)	P -	P 602,597,270	P 3,317,085,348
Total comprehensive income	-	-	-	-	139,363,101	139,363,101
Balance at December 31, 2025	**P 2,225,169,030**	**P 571,095,676**	**(P 81,776,628)**	**P -**	**P 741,960,371**	**P 3,456,448,449**
Balance at January 1, 2024	P 2,225,169,030	P 571,095,676	(P 81,776,628)	P 11,222,813	P 3,644,188,632	P 6,369,899,523
Cash dividend declaration				-	(3,243,712,968)	(3,243,712,968)
Total comprehensive income	-	-	-	(11,222,813)	202,121,606	190,898,793
Balance at December 31, 2024	P 2,225,169,030	P 571,095,676	(P 81,776,628)	P -	P 602,597,270	P 3,317,085,348
Balance at January 1, 2023	P 2,225,169,030	P 571,095,676	(P 81,776,628)	P -	P 3,366,907,400	P 6,081,395,478
Total comprehensive income	-	-	-	11,222,813	277,281,232	288,504,045
Balance at December 31, 2023	P 2,225,169,030	P 571,095,676	(P 81,776,628)	P 11,222,813	P 3,644,188,632	P 6,369,899,523

See Notes to Financial Statements.

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2025, 2024 AND 2023
(Amounts in Philippine Pesos)

	Notes	2025	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax		**P 176,376,370**	P 252,010,293	P 325,610,406
Adjustments for:				
Interests and discounts	6, 7, 10	**(185,066,343)**	(262,848,777)	(342,674,559)
Impairment and credit losses	6, 7	**40,300**	-	6,135,361
Reversal of impairment and credit losses	6, 7	**-**	(6,213,315)	-
Operating loss before changes in operating assets and liabilities		**(8,649,673)**	(17,051,799)	(10,928,792)
Decrease (increase) in other assets		**29,784**	(85,986)	(56,045)
Increase (decrease) in accounts payable and other liabilities		**12,625,308**	124,329	(5,451,295)
Cash generated from (used in) operations		**4,005,419**	(17,013,456)	(16,436,132)
Interest received		**184,769,723**	287,665,688	250,098,951
Cash paid for final taxes	11	**(36,957,853)**	(49,888,687)	(48,329,174)
Net Cash From Operating Activities		**151,817,289**	220,763,545	185,333,645
CASH FLOWS FROM INVESTING ACTIVITIES				
Placement in short-term placements	6	**(25,000,000)**	(1,988,400,000)	(3,915,550,000)
Maturities of short-term placements	6	**-**	5,903,950,000	5,907,664,283
Proceeds from redemption of fair value through other comprehensive income (FVOCI)	7	**-**	2,300,000,000	3,821,610,000
Acquisition of financial assets at FVOCI	7	**-**	-	(6,006,005,297)
Net Cash From (Used in) Investing Activities		**(25,000,000)**	6,215,550,000	(192,281,014)
CASH FLOWS FROM A FINANCING ACTIVITY				
Payment of cash dividends	9	**-**	(3,243,712,968)	-
NET INCREASE IN CASH AND CASH EQUIVALENTS		**126,817,289**	3,192,600,577	(6,947,369)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**3,200,386,222**	7,785,645	14,733,014
CASH AND CASH EQUIVALENTS AT END OF YEAR		**P 3,327,203,511**	P 3,200,386,222	P 7,785,645

See Notes to Financial Statements.

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2025 AND 2024
(Amounts in Philippine Pesos)

1. CORPORATE INFORMATION

1.1 Corporate Information

Dominion Holdings, Inc. (DHI or the Company), formerly BDO Leasing and Finance, Inc., is a domestic corporation incorporated in 1981. Its shares were listed in the Philippine Stock Exchange (PSE) on January 6, 1997.

On January 31, 2020, the Board of Directors (BOD) approved the amendment of the Company's primary and secondary purpose from operating as a leasing and financing entity, which provides direct leases, sale and leaseback arrangements and real estate leases to operate as a listed holding company that invests in, purchase, acquire or own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or dispose real and personal property of every kind. On July 21, 2020, the stockholders approved the amendments. On March 1, 2022, the Company's BOD approved the amendment of the Company's name to Dominion Holdings, Inc., the same was approved by the stockholders on April 20, 2022. On June 9, 2022, the Company filed with the Securities and Exchange Commission (SEC) its application to amend the Company's article of incorporation's first and second article, which was subsequently approved by the SEC on July 18, 2022.

The Company is a subsidiary of BDO Unibank, Inc. (BDO Unibank or Parent Company), a universal bank incorporated and doing business in the Philippines. BDO Unibank offers a wide range of banking services such as traditional loan and deposit products, as well as treasury, remittance, trade services, credit card services, trust and others.

As a subsidiary of BDO Unibank, Bangko Sentral ng Pilipinas (BSP) has the authority to examine the Company, when examining the Bank, as it is majority-owned by the Bank. Although the Company is no longer considered a BSP-supervised financial institution, the Company aligns with BSP's regulations, where applicable, as a subsidiary of a bank and as a good corporate governance practice.

The Company's principal office is located at 39th Floor, BDO Corporate Center Ortigas, 12 ADB Avenue, Ortigas Center, Mandaluyong City.

The Parent Bank's principal office address is at BDO Corporate Center, 7899 Makati Avenue, Makati City while the temporary business address is at BDO Towers Valero, 8741 Paseo de Roxas Street, Salcedo Village, Makati City effective October 30, 2021 until further notice.

1.2 Approval of Financial Statements

The accompanying financial statements of the Company for the year ended December 31, 2025 (including the comparative financial statements as of December 31, 2024 and for the years ended December 31, 2024 and 2023) were authorized for issue by the Company's BOD on February 19, 2026.

2. MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policy information that has been used in the preparation of these financial statements are summarized below and in the succeeding pages. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation of Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The financial statements of the Company have been prepared in accordance with Philippine Financial Reporting Standards (PFRS Accounting Standards). PFRS Accounting Standards are adopted by the Financial and Sustainability Reporting Standards Council (FSRSC) from the pronouncements issued by the International Accounting Standards Board (IASB) and approved by the Philippine Board of Accountancy.

The financial statements have been prepared using the measurement bases specified by PFRS Accounting Standards for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Financial Statements

The financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Company presents a statement of comprehensive income separately from the statement of income.

The Company presents a third statement of financial position as at the beginning of the preceding period when it applies an accounting policy retrospectively, or makes a retrospective restatement or reclassification of items that has a material effect on the information in the statement of financial position at the beginning of the preceding period. The related notes to the third statement of financial position are not required to be disclosed.

(c) Functional and Presentation Currency

These financial statements are presented in Philippine pesos, the functional and presentation currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the financial statements of the Company are measured using the functional currency. Functional currency is the currency of the primary economic environment in which the Company operates.

2.2 Adoption of Amended PFRS Accounting Standards

(a) Effective in 2025 that are Relevant to the Company

The Company adopted for the first time amendments to PAS 21, *The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability*, which are mandatorily effective for annual periods beginning on or after January 1, 2025. The amendments require entities to assess whether a currency is exchangeable and to determine a spot exchange rate when exchangeability is lacking. These amendments also mandate the disclosure of information that enables users of financial statements to understand the impact of a currency not being exchangeable. The amendments had no significant impact on the financial statements of the Company.

(b) Effective Subsequent to 2025 but not Adopted Early

There are amendments to existing standards effective for annual periods subsequent to 2025, which are adopted by the FSRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and unless otherwise indicated, none of these are expected to have significant impact on the Company's financial statements:

(i) PFRS 9 and PFRS 7 (Amendments), *Financial Instruments, and Financial Instruments: Disclosures – Amendments to the Classification and Measurement of Financial Instruments* (effective from January 1, 2026)

(ii) PFRS 18, *Presentation and Disclosure in Financial Statements* (effective from January 1, 2027). The new standard impacts the classification of profit or loss items (i.e., into operating, investing and financing categories) and the presentation of subtotals in the statement of profit or loss (i.e., operating profit and profit before financing and income taxes). The new standard also changes the aggregation and disaggregation of information presented in the primary financial statements and in the notes. It also introduces required disclosures about management-defined performance measures. The amendments, however, do not affect how an entity recognizes and measures its financial condition, financial performance and cash flows.

2.3 Financial Instruments

(a) Classification, Measurement and Reclassification of Financial Assets

The Company's financial assets include financial assets at amortized cost and are presented in the statement of financial position as Cash and Cash Equivalents and Money Market Placements. Cash and cash equivalents include cash on hand, demand deposits and short-term, highly liquid investments with original maturities of three months or less, readily convertible to known amounts of cash. Money market placements include short-term investment with original maturity of more than 90 days.

(b) Effective Interest Rate Method and Interest Income

Interest income is recorded using the effective interest rate (EIR) method for all financial instruments measured at amortized cost and interest-bearing financial instruments at fair value through other comprehensive income (FVOCI). The Company recognizes interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the financial instrument. Hence, it recognizes the effect of potentially different interest rates charged at various stages, and other characteristics of the product life cycle (including prepayments, penalty interest and charges).

If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk, the adjustment is booked as a positive (negative) adjustment to the carrying amount of the asset in the statement of financial position with an increase (reduction) in interest income. The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets.

For financial assets that have become credit-impaired subsequent to initial recognition [see Note 2.3(c)], interest income is calculated by applying the effective interest rate to the net carrying amount of the financial assets (after deduction of the loss allowance). If the asset is no longer credit-impaired, the calculation of interest income reverts to gross basis. For financial assets that were credit-impaired on initial recognition, interest income is calculated by applying a credit-adjusted EIR to the amortized cost of the asset. The calculation of interest income does not revert to a gross basis, even if the credit risk of the asset improves.

(c) Impairment of Financial Assets

At the end of the reporting period, the Company assesses its expected credit losses (ECL) on a forward-looking basis associated with its financial assets carried at amortized cost. The Company considers a broader range of information in assessing credit risk and measuring ECL, including past events, current conditions, reasonable and supportable forecasts that affect collectability of the future cash flows of the financial assets.

The Company measures loss allowances at an amount equal to lifetime ECL, except for the following financial instruments for which they are measured as 12-month ECL:

- debt securities that are identified to have 'low credit risk' at the reporting date; and,

- other financial instruments (other than lease receivables) on which credit risk has not increased significantly since their initial recognition.

For these financial instruments, the allowance for credit losses is based on 12-month ECL associated with the probability of default (PD) of a financial instrument in the next 12 months (referred to as 'Stage 1' financial instruments). When there has been a significant increase in credit risk subsequent to the initial recognition of the financial asset, a lifetime ECL (which are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial asset) will be recognized (referred to as 'Stage 2' financial instruments). A lifetime ECL shall also be recognized for 'Stage 3' financial instruments, which include financial instruments that are subsequently credit-impaired, as well as purchased or originated credit impaired (POCI) assets.

The Company's definition of credit risk, information on how credit risk is mitigated by the Company and detailed ECL measurement, as determined by the management, are disclosed in Note 4.2.

(d) Classification and Measurement of Financial Liabilities

Financial liabilities pertain to accounts payable and other liabilities (except tax-related payables). All interest-related charges are included as part of Interest expense under Operating Costs and Expenses in the statements of income.

2.4 Other Income and Expense Recognition

A contract with a customer that results in a recognized financial instrument in the Company's financial statements may be partially within the scope of PFRS 9, *Financial Instruments,* and partially within the scope of PFRS 15, *Revenues from Contracts with Customers*. In such case, the Company first applies PFRS 9 to separate and measure the part of the contract that is in-scope of PFRS 9, and then apply PFRS 15 to the residual part of the contract. Expenses and costs, if any, are recognized in profit or loss upon utilization of the assets or services or at the date these are incurred. All finance costs are reported in profit or loss on accrual basis.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Company's financial statements in accordance with PFRS Accounting Standards requires management to make judgements and estimates that affect the amounts reported in the financial statements and related notes. Judgements and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may ultimately differ from these estimates.

3.1 Critical Management Judgements in Applying Accounting Policies

In the process of applying the Company's accounting policies, management has made the following judgements, apart from those involving estimation, which have the most significant effect on the amounts recognized in the financial statements:

(a) Evaluation of Business Model Applied in Managing Financial Instruments

The Company developed business models which reflect how it manages its portfolio of financial instruments. The Company's business models need not be assessed at entity level or as a whole but shall be applied at the level of a portfolio of financial instruments (i.e., group of financial instruments that are managed together by the Company) and not on an instrument-by-instrument basis (i.e., not based on intention or specific characteristics of individual financial instrument).

In determining the classification of a financial instrument under PFRS 9, the Company evaluates in which business model a financial instrument, or a portfolio of financial instruments belong to taking into consideration the objectives of each business model established by the Company (e.g., held-for-trading, generating accrual income, direct matching to a specific liability) as those relate to the Company's investment and trading strategies.

(b) Testing the Cash Flow Characteristics of Financial Assets and Continuing Evaluation of the Business Model

In determining the classification of financial assets under PFRS 9, the Company assesses whether the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal outstanding, with interest representing time value of money and credit risk associated with the principal amount outstanding. The assessment as to whether the cash flows meet the test is made in the currency in which the financial asset is denominated. Any other contractual term that changes the timing or amount of cash flows (unless it is a variable interest rate that represents time value of money and credit risk) does not meet the amortized cost criteria. In cases where the relationship between the passage of time and the interest rate of the financial instrument may be imperfect, known as modified time value of money, the Company assesses the modified time value of money feature to determine whether the financial instrument still meets the SPPI criterion.

The objective of the assessment is to determine how different the undiscounted contractual cash flows could be from the undiscounted cash flows that would arise if the time value of money element was not modified (the benchmark cash flows). If the resulting difference is significant, the SPPI criterion is not met. In view of this, the Company considers the effect of the modified time value of money element in each reporting period and cumulatively over the life of the financial instrument.

In addition, PFRS 9 emphasizes that if more than an infrequent sale is made from portfolio of financial assets carried at amortized cost, if any, an entity should assess whether and how such sales are consistent with the objective of collecting contractual cash flows.

3.2 Key Source of Estimation Uncertainty

The key assumptions concerning the future and other significant sources of estimation uncertainty at the end of the reporting period that may result in a material adjustment to the carrying amounts of assets and liabilities within the next reporting period include the estimation of allowance for ECL. The measurement of the allowance for ECL on financial assets at amortized cost requires the use of significant assumptions about future economic conditions and credit behavior, such as the likelihood of customers defaulting and the resulting losses.

4. RISK MANAGEMENT

With its culture of managing risk prudently within its capacity and capabilities, the Company will pursue its strategy and business plans to achieve its desired long-term target returns to its shareholders and satisfy or abide by the needs of its other stakeholders, including its regulators.

The Company believes that, as there are opportunities, there are associated risks and the objective is not to totally avoid risks, but to adequately and consistently evaluate, manage, control, and monitor the risks and ensure that the Company is adequately compensated for all the risks taken. Good risk management involves making informed and rational decisions about the level of risks the institution wants to take, in the pursuit of its objectives, but with consideration to return commensurate with the risk-taking activity.

The Company's goal is to remain a strong company that is resilient to possible adverse events. Hence, the Company ensures:

- strong financial position by maintaining adequate capital ratios;
- sound management of liquidity; and,
- ability to generate sustainable earnings commensurate with the risks taken.

Risk management begins at the highest level of the organization. At the helm of the risk management infrastructure is the BOD who is responsible for establishing and maintaining a sound risk management system. The BOD assumes oversight over the entire risk management process and has the ultimate responsibility for all risks taken. It regularly reviews and approves the institution's tolerance for risks, as well as, its business strategy and risk philosophy.

4.1 Interest Rate Risk

On December 31, 2025 and 2024, the Company has no material exposure to changes in interest rates since all financial assets and financial liabilities have fixed rates.

4.2 Credit Risk

As of December 31, 2025, the Company's financial assets that are subject to credit risk are related only to cash and cash equivalents. In general, the Company regularly monitors the credit quality of these financial assets and incorporates this information into its credit risk controls and policies.

4.2.1 Credit Quality Analysis

In 2025 and 2024, the Company has no financial instruments that are purchased or originated credit impaired assets.

As of December 31, 2025 and 2024, the Company held Cash and cash equivalents and Money market placements which are all in Stage 1 (see Note 6).

The credit risk for Company's financial assets are presented in Note 4.2.3(c).

4.2.2 Concentrations of Credit Risk

The Company's concentrations of credit risk (net of allowance) at the reporting date pertains to cash and cash equivalents amounting to P3,327,203,511 and P3,200,386,222 in 2025 and 2024, respectively, and money market placements amounting to P25,200,904 in 2025 (see Note 6). There are no money market placements as at December 31, 2024. All of these credit risk concentrations pertain to counterparties engaged in financial activities.

4.2.3 Amounts Arising from Expected Credit Losses

At each reporting date, the Company assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

The assessment of credit risk of a portfolio of assets entails further estimations as to the likelihood of defaults occurring, of the associated loss ratios and of default correlations between counterparties. The Company measures credit risk using PD, loss given default (LGD) and exposure at default (EAD).

(a) Significant Increase in Credit Risk

When determining whether the risk of default on a financial instrument has increased significantly since initial recognition, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and expert credit assessment and including forward-looking information (FLI).

The objective of the assessment is to identify whether a significant increase in credit risk has occurred for an exposure by comparing:

- the remaining lifetime PD as at the reporting date; with
- the remaining lifetime PD for this point in time that was estimated at the time of initial recognition of the exposure (adjusted where relevant for changes in prepayment expectations).

The Company uses the following criteria in determining whether there has been a significant increase in credit risk: (i) quantitative test based on movement in PD; and (ii) qualitative indicators, such as substantial decline in sales or intermittent delays in payment.

(i) Credit Risk Grading

The Company allocates each exposure to a credit risk grade based on a variety of data that is determined to be predictive of the risk of default and applying experienced credit judgment. Credit risk grades are defined using qualitative and quantitative factors that are indicative of risk of default. These factors vary depending on the nature of the exposure and the type of borrower.

The credit grades are defined and calibrated such that the risk of default increases exponentially at each higher risk grade so, for example, the difference in the PD between an AAA and AA rating grade is lower than the difference in the PD between a B and B- rating grade.

The Company's cash and cash equivalents and money market placements are graded BBB as of December 31, 2025 and 2024.

(ii) Generating the Term Structure of PD

Credit risk grades are a primary input into the determination of the term structure of PD for exposures. The Company collects performance and default information about its credit risk exposures analyzed by jurisdiction or region and by type of product and borrower as well as by credit risk grading. For some portfolios, information from external credit reference agencies is also used. The Company employs statistical models to analyze the data collected and generate the term structure of PD estimates.

(iii) Determining Whether Credit Risk has Significantly Increased

The Company assesses whether credit risk has increased significantly since initial recognition at each reporting date. Determining whether an increase in credit risk is significant depends on the characteristics of the financial instrument and the borrower. What is considered significant varies across financial assets of the Company. The credit risk may also be deemed to have increased significantly since initial recognition based on qualitative factors linked to the Company's risk management processes that may not otherwise be fully reflected in its quantitative analysis on a timely basis. This will be the case for exposures that meet certain heightened risk criteria, such as net loss, significant drop in risk ratings, and intermittent delays in payments.

If there is evidence that there is no longer a significant increase in credit risk relative to initial recognition, then the loss allowance on an instrument returns to being measured as 12-month ECL.

(iv) Forward-looking Information

The Company incorporates FLI into both the assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and the measurement of ECL.

The Company has identified and documented key drivers of credit risk and credit losses for each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables and credit risk and credit losses.

The relevant macro-economic variables for selection generally include, but are not limited to, gross domestic product growth rate, unemployment rate, inflation rate, foreign exchange rates, stock market index, oil prices and interest rates.

The significance of the selected macro-economic variables as predictors of default may change over time as historical information is added. As such, the generated macroeconomic models are updated at least on an annual basis. Management has also considered other FLIs not incorporated within the above economic scenarios, such as any regulatory, legislative, or political changes, but are not deemed to have a significant impact on the calculation of ECL. Management reviews and monitors the appropriateness of FLIs at least annually.

(v) Measurement of ECL

The key inputs into the measurement of ECL are the term structure of PD, LGD and EAD.

ECL for exposures in Stage 1 is calculated by multiplying the 12-month PD by LGD and EAD. Lifetime ECL is calculated by multiplying the lifetime PD by LGD and EAD.

The methodology of estimating PDs is discussed in Note 4.2.3(a)(ii) under the heading "Generating the term structure of PD".

LGD is the magnitude of the likely loss if there is a default. The Company adopted the foundation internal ratings-based approach wherein senior claims on sovereigns, banks, securities firms and other financial institutions that are not secured by recognized collateral will be assigned a 45% LGD.

EAD represents the expected exposure in the event of a default. The Company derives the EAD from the current exposure to the counterparty and potential changes to the current amount allowed under the contract and arising from amortization. The EAD of a financial asset is its gross carrying amount at the time of default. EAD is determined by modelling the range of possible exposure outcomes at various points in time using scenario and statistical techniques.

As described above, and subject to using a maximum of a 12-month PD for Stage 1 financial assets, the Company measures ECL considering the risk of default over the maximum contractual period (including any borrower's extension options) over which it is exposed to credit risk, even if, for credit risk management purposes, the Company considers a longer period. The maximum contractual period extends to the date at which the Company has the right to require repayment of an advance or terminate a loan commitment or guarantee.

Where modelling of a parameter is carried out on a collective basis, the financial instruments are grouped on the basis of shared risk characteristics. The groupings are subject to regular review to ensure that exposures within a particular group remain appropriately homogeneous.

For portfolios in respect of which the Company has limited historical data, external benchmark information (e.g., PD from external credit rating agencies, Basel LGD) is used to supplement the internally available data. The portfolios for which external benchmark information represents a significant input into measurement of ECL include exposures to foreign borrowers and low default borrower segments.

The following table sets out the gross carrying amounts and allowance for ECL of the exposures to credit risk on financial assets with low credit risk measured at amortized cost as of December 31:

(Amounts in PHP)	Note	**2025**	2024
Cash and cash equivalents	6	**3,329,944,771**	3,203,107,944
Allowance for ECL	6	**(2,741,260)**	(2,721,722)
		3,327,203,511	3,200,386,222
Money market placement	6	**25,221,667**	-
Allowance for ECL	6	**(20,763)**	-
		25,200,904	-

4.2.4 Liquidity Risk

Liquidity risk is the risk that there could be insufficient funds available to fulfill payment obligations in full and on time when they become due. The Company manages its liquidity needs by holding sufficient liquid assets of appropriate quality to meet funding requirements, manage and control liquidity gaps through Maximum Cumulative Outflow (MCO) limits, regular liquidity stress testing to ensure positive cashflow across all identified stress scenarios, and establishment of a Liquidity Contingency Plan, to ensure adequate liquidity under both business-as-usual and stress conditions. The Company carefully monitors scheduled debt servicing payments for short-term and long-term financial liabilities as well as cash outflows due in its day-to-day activities.

Presented in succeeding page are the financial assets and financial liabilities as of December 31, 2025 and 2024 analyzed according to when these are expected to be recovered or settled.

(Amounts in PHP)	One to Three Months	Three Months to One Year	Total
2025			
Financial assets —			
Cash and cash equivalents	**3,327,203,511**	**-**	**3,327,203,511**
Money market placements	**25,200,904**	**-**	**25,200,904**
	3,352,404,415	**-**	**3,352,404,415**
Financial liabilities —			
Accounts payable and other liabilities	**23,266,868**	**-**	**23,266,868**
2024			
Financial assets —			
Cash and cash equivalents	3,200,386,222	-	3,200,386,222
Financial liabilities —			
Accounts payable and other liabilities	10,617,494	-	10,617,494

4.2.5 Write-offs

The Company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded that there is no reasonable expectation of recovery of the financial asset. Indicators that there is no reasonable expectation of recovery include: cessation of enforcement activity; and, where the Company's recovery method is through foreclosure of collateral and the value of the collateral is less than the outstanding contractual amounts of the financial assets to be written-off. The Company still has an enforceable right to receive payment even if the financial assets have been written off except in certain cases.

5. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

5.1 Carrying Amounts and Fair Values by Category

For the Company's financial assets and financial liabilities carried at amortized cost as at December 31, 2025 and 2024, management has determined that their carrying amounts are equal to or approximately their fair values.

The methods and assumptions used by the Company in estimating the fair value of the financial instruments are as follows:

(i) Cash and Cash Equivalents and Money Market Placement

The fair values of cash and cash equivalents and money market placements approximate carrying amounts given their short-term maturities.

(ii) Accounts Payable and Other Liabilities

Fair values approximate carrying amounts given the short-term maturities of the liabilities.

5.2 Fair Value Measurement and Disclosures

5.2.1 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and financial liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS Accounting Standards, are categorized into three levels based on the significance of inputs used to measure the fair value.

The fair value hierarchy has the following levels.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;

- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

For purposes of determining the market value at Level 1, a market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

For investments which do not have quoted market price, the fair value is determined by using generally acceptable pricing models and valuation techniques or by reference to the current market of another instrument which is substantially the same after taking into account the related credit risk of counterparties or is calculated based on the expected cash flows of the underlying net asset base of the instrument.

When the Company uses valuation technique, it maximizes the use of observable market data where it is available and relies as little as possible on entity specific estimates. If all significant inputs required to determine the fair value of an instrument are observable, the instrument is included in Level 2. Otherwise, it is included in Level 3.

5.2.2 Financial Instruments Measured at Amortized Cost for Which Fair Value is Disclosed

The following summarizes the fair value hierarchy of the Company's financial assets and financial liabilities which are not measured at fair value in the statements of financial position but for which fair value is disclosed.

(Amounts in PHP)	Notes	Level 1	Level 3	Total
December 31, 2025				
Financial assets —				
Cash and cash equivalents	6	**3,327,203,511**	**-**	**3,327,203,511**
Money market placements	6	**25,200,904**	**-**	**25,200,904**
		3,352,404,415	**-**	**3,352,404,415**
Financial liabilities —				
Accounts payable and other liabilities	8	**-**	**23,266,868**	**23,266,868**
December 31, 2024				
Financial assets —				
Cash and cash equivalents	6	3,200,386,222	-	3,200,386,222
Financial liabilities —				
Accounts payable and other liabilities	8	-	10,617,494	10,617,494

There have been no significant transfers between Levels 1 and 2 in the reporting periods.

Summarized below are the information on how the fair values of the Company's financial assets and financial liabilities are determined.

(a) Financial Instruments in Level 1

Cash and cash equivalents consist primarily of funds in the form of Philippine currency notes and coins held in the Company's bank. Money market placements include short-term investments with original maturity of more than 90 days. Carrying amounts approximate the fair values given the relatively short-term maturities of these instruments.

(b) Financial Instruments in Level 3

The Company classifies financial instruments such as accounts payable and other receivables, have no quoted prices or observable market data where reference of fair value can be derived; hence, fair value is determined based on their discounted amount of estimated future cash flows expected to be received or paid, or based on their cost which management estimates to approximate their fair values.

5.3 Offsetting of Financial Instruments

Currently, all financial assets and financial liabilities are settled on a gross basis; however, each party will have the option to settle such amount on a net basis in the event of default of the other party. As such, as of December 31, 2025 and 2024, the Company has no financial assets and liabilities with offsetting arrangement.

6. CASH AND CASH EQUIVALENTS AND MONEY MARKET PLACEMENTS

Cash and cash equivalents include the following components as of December 31:

(Amounts in PHP)	Note	**2025**	2024
Cash in banks	10(a)	**3,148,307**	2,582,770
Short-term placements	10(a)	**3,326,796,464**	3,200,525,174
		3,329,944,771	3,203,107,944
Allowance for ECL		**(2,741,260)**	(2,721,722)
		3,327,203,511	3,200,386,222

Cash in banks earn interest at rates based on daily bank deposit rate of 0.06% in 2025, 2024 and 2023.

Interest receivables amounting to P13,518,131 and P12,925,175 in 2025 and 2024, respectively, and is presented as part of Cash and Cash Equivalents and Money Market Placements in the statements of financial position.

The total interest income earned from cash in banks and short-term placements amounted to P185,066,343, P234,024,634 and P117,609,860 in 2025, 2024 and 2023, respectively, which is presented as part of Interests and discounts account under Income in the Company's statements of income.

The Company recognized impairment loss (recovery) on cash and cash equivalents and money market placement amounting to P40,300, (P2,582,908) and P2,504,955 in 2025, 2024, and 2023, respectively, which is presented as part of Impairment and credit losses account under Operating Costs and Expenses in the 2025 and 2023 statements of income and netted against Reversal of impairment and credit losses - net account under Income in 2024 statement of income.

Short-term placements as of December 31, 2025 and 2024 are presented in the statements of financial position as follows:

(Amounts in PHP)	**2025**	2024
Cash equivalents:		
Gross carrying amount	**3,326,796,464**	3,200,525,174
Allowance for ECL	**(2,738,668)**	(2,719,527)
	3,324,057,796	3,197,805,647
Money market placements:		
Gross carrying amount	**25,221,667**	-
Allowance for ECL	**(20,763)**	-
	25,200,904	-
	3,349,258,700	3,197,805,647

The reconciliation of the carrying amounts of the money market placements are as follows:

(Amounts in PHP)	**2025**	2024
Balance at the beginning of year	**-**	3,941,346,704
Placements	**25,000,000**	1,988,400,000
Accrued interest income	**221,667**	-
Impairment recovery (loss)	**(20,763)**	5,294,173
Maturities	**-**	(5,903,950,000)
Collections of accrued interest income	**-**	(31,090,877)
Balance at the end of year	**25,200,904**	-

Short-term placements under Cash and cash equivalents are made for varying periods of 42 days to 90 days and 119 days for money market placements in 2025, 47 days to 63 days in 2024, and earn interest at annual rate ranging between 5.23% to 5.75% in 2025, 6.03% to 6.38% in 2024 (see Note 10).

The Company recognized impairment recovery (loss) on money market placements amounting to (P20,763), P5,294,173 and (P2,501,576) in 2025, 2024 and 2023, respectively, which is presented as part of Impairment and credit losses account under Operating Costs and Expenses section in 2025 and 2023 in the statements of income and as part of Reversal of impairment and credit losses - net account under the Income section in 2024 statement of income.

7. FINANCIAL ASSETS AT FVTPL AND FVOCI

In 2023, the Company invested P6,020,004,237 in Unit Investment Trust Fund (UITF) with a term of one day and was redeemed resulting in a gain on redemption of P1,048,999 presented under Income in the 2023 statement of income. The proceeds were reinvested in various debt securities (bonds) at a discount amounting to P6,006,005,297 and were classified as financial assets at FVOCI.

The reconciliation of the carrying amounts of financial assets at FVOCI as of December 31 2024 *(Amounts in PHP)*:

Balance at beginning of year	2,306,560,507
Disposals/redemption	(2,300,000,000)
Transfer of realized fair value gains	(10,123,209)
Amortization of discount	13,405,342
Collections of accrued interest income	(9,842,640)
Balance at end of year	-

Financial assets at FVOCI earn interest at fixed rates ranging from 2.75% to 3.74% in 2024 and 2023 with an original term of 1.5 to 3 years. The total interest income earned amounted to P28,824,143 and P225,064,699 in 2024 and 2023, respectively, which is presented as part of Interests and discounts account under Income in the Company's 2024 and 2023 statements of income. There were no similar transactions in 2025.

In 2023, the Company recognized fair value gains on financial assets at FVOCI amounting to P10,123,209. The fair values of these financial assets have been determined based on quoted prices in active markets. The fair value gains were subsequently transferred to profit or loss upon redemption in 2024.

In 2023, the Company also recognized impairment loss on financial assets at FVOCI amounting to P3,630,406, which is presented as part of Impairment and credit losses account under Operating Costs and Expenses in the 2023 statement of income and is added to the fair value gains on debt instruments at FVOCI under items that are reclassified subsequently to profit or loss in the 2023 statement of comprehensive income. The recognized impairment loss on financial assets at FVOCI amounting to P3,630,406 was reversed upon redemption in 2024, and is presented as part of Reversal of impairment and credit losses - net account under Income in the 2024 statement of income.

8. ACCOUNTS PAYABLE AND OTHER LIABILITIES

Accounts payable and other liabilities consist of the following:

(Amounts in PHP)	**2025**	2024
Accounts payable	**23,266,868**	10,617,494
Withholding taxes payable	**137,872**	161,938
	23,404,740	10,779,432

9. EQUITY

9.1 Capital Management Objectives, Policies and Procedures

The Company's capital management objectives are:

- to provide an adequate return to shareholders by pricing products commensurately with the level of risk; and,

- to ensure the Company's ability to continue as a going concern.

The Company sets the amount of capital in proportion to its overall financing structure and the Company manages the capital structure and adjusts it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Company's capital and overall financing as of December 31, 2025 and 2024 are shown below.

(Amounts in PHP)	**2025**	2024
Total equity	**3,456,448,449**	3,317,085,348
Cash and cash equivalents	**(3,327,203,511)**	(3,200,386,222)
Money market placements - net	**(25,200,904)**	-
Net capital	**104,044,034**	116,699,126
Overall financing (total equity)	**3,456,448,449**	3,317,085,348
Capital-to-overall financing ratio	**0.03 : 1.00**	0.04 : 1.00

As of December 31, 2025 and 2024, the Company complies with this minimum paid-up capital requirement.

9.2 Preferred Shares

The Company has 200,000 authorized preferred shares at P100 par value a share with the following features:

(a) Issued serially in blocks of not less than 100,000 shares;
(b) No pre-emptive rights to any or all issues on other disposition of preferred shares;
(c) Entitled to cumulative dividends at a rate not higher than 20% yearly;
(d) Subject to call or with rights for their redemption, either mandatory at a fixed or determinable date after issue; and,
(e) Non-voting, except in cases expressly provided for by law.

None of these authorized preferred shares have been issued as of December 31, 2025 and 2024.

9.3 Common Shares

As of December 31, 2025 and 2024, out of the total authorized capital stock of 3,400,000,000 common shares with par value of P1.00 per share, 2,162,475,312 common shares, net of treasury shares of 62,693,718 are issued and outstanding.

9.4 Retained Earnings – Free

The Company's retained earnings are restricted to the extent of the cost of the treasury shares amounting to P81,776,628 as of the end of the reporting periods.

On April 12, 2024, the Company's BOD approved the declaration of cash dividends amounting to P3,243,712,968 (P1.50 per share) to all stockholders of record as of April 30, 2024, and was paid on May 10, 2024. There is no similar transaction in 2025.

9.5 Track Record of Registration of Securities

On January 6, 1997, the Company was listed with the PSE with 106,100,000 additional common shares and 15,120,000 existing common shares with par value of P1.00 per share. The listing was approved by the SEC in May 1996.

On January 27, 2020, the PSE approved the request of the Company for the voluntary trading suspension of its shares. This is to allow the investing public an equal access to the information about the Share Purchase Agreement entered by BDO Unibank on January 24, 2020 for making informed decisions.

The trading of DHI shares in the PSE was originally placed on hold since January 27, 2020 due to a voluntary trading suspension and a SEC requirement to amend the Company's registration statement.

As of January 20, 2020, the Company's number of shares registered totaled 3,400,000,000 with par value of P1.00 per share and closed at a price of P3.16.

Subsequently, the SEC lifted its Order of Suspension on July 1, 2024, while the PSE resolved to lift the trading suspension of the Company effective August 20, 2024 after the Company filed its Comprehensive Corporate Disclosure.

The Company's listed shares closed at P1.60 per share on the last trading day of 2024 and at P1.39 per share as of December 29, 2025.

On January 20, 2026, the Company requested for voluntary trading suspension following the receipt of information from its Parent Bank that it has signed a share purchase agreement with Monte Sur Equity Holdings, Inc. for the sale of 1,513,732,718 common shares (see Note 13).

On January 21, 2026, PSE implemented a continued trading suspension on the shares of the Company pending submission of additional information on the transaction.

10. RELATED PARTY TRANSACTIONS

The Company's related parties are BDO Unibank, BDO Trust Investment Group (TIG) and BDO Finance Corporation (BDOFC) as described below and succeeding page.

The summary of the Company's significant transactions with its related parties in 2025, 2024 and 2023 are as follows:

		Amount of Transaction		
(Amounts in PHP)	Notes	**2025**	2024	2023
Stockholders				
Cash dividends declared and paid	9.4	**-**	3,243,712,968	-
Ultimate parent company (BDO Unibank)				
Interest income on short-term placements and investments	*(a)*	**19,415,723**	64,611,907	77,869,196
Trust fees	*(d)*	**3,237,683**	5,005,480	3,591,034
Service fees	*(b)*	**480,250**	570,196	360,250
Interest income on savings and demand deposits	*(a)*	**4,041**	16,424	9,385
UITF redemption	*(c)*	**-**	-	6,021,053,236
UITF placement	*(c)*	**-**	-	6,020,004,237
Realized fair value gains	*(c)*	**-**	-	1,048,999
Related party under common Ownership (BDOFC)				
Management fees	*(e)*	**504,000**	504,000	336,000
Others				
Director's fees	*(f)*	**1,916,667**	2,193,333	2,182,222

Below is the summary of the outstanding balances with each related party as of December 31, 2025 and 2024.

		Outstanding Balance	
(Amounts in PHP)	Note	**2025**	2024
Ultimate parent company (BDO Unibank)			
Savings and demand deposits	*(a)*	**3,145,715**	2,580,576

(a) The Company maintains savings and demand deposit and short-term placement accounts with BDO Unibank. As of December 31, 2025 and 2024, savings and demand deposit and short-term placements accounts maintained with BDO Unibank are included under Cash and Cash Equivalents and in the statements of financial position (see Note 6). The savings and demand deposits generally earn interest at annual rate of 0.06% in 2025, 2024 and 2023, and short-term placements earn interest at an effective rate of 5.38% in 2025, 6.01% in 2024 and 5.75% in 2023. Interest income earned on these deposits is reported as Interests and discounts account in the statements of income.

(b) The Company entered into an agreement with BDO Unibank on stock transfer services. Service fees paid by the Company to BDO Unibank are shown as part of Service fees account under Operating Costs and Expenses in the statements of income. There were no outstanding receivable and payable on these transactions as of December 31, 2025 and 2024.

(c) In April 2023, the Company purchased and redeemed UITF amounting to P6,020,004,237 which resulted to a realized fair value gains amounted to P1,048,999. Realized fair value gains are presented under Income in the 2023 statement of income. There was no similar transaction in 2024 and 2025.

(d) In April 2023, the Company entered into an investment management agreement with BDO TIG for services related to the Company's fund management. Fees paid by the Company to BDO-TIG is reported as Trust fees account under Operating Costs and Expenses in the statements of income. There were no outstanding payable on these transactions as of December 31, 2025 and 2024.

(e) In May 2023, the Company entered into a service level agreement with BDOFC wherein BDOFC will charge the Company for certain management services that the former provides to the latter. Management fees paid by the Company to BDOFC are shown as part of Service fees account under Operating Costs and Expenses in the 2025 and 2024 statements of income. There was no outstanding payable arising from this transaction in 2025 and 2024.

(f) The Company recognized Director's fees amounting to P1,916,667, P2,193,333, and P2,182,222 in 2025, 2024, and 2023, respectively, and is presented under Operating Costs and Expenses account in the statements of income. There was no outstanding payable arising from these transactions as of December 31, 2025 and 2024.

11. TAXES

11.1 Taxes and Licenses

This account is composed of the following:

(Amounts in PHP)	**2025**	2024	2023
Listing fee	**398,750**	788,061	787,531
Documentary stamp tax	**840**	116,853	6,917
Local tax	**265**	2,472	799,002
Deficiency taxes	**-**	604,609	-
Others	**32,903**	26,675	36,674
	432,758	1,538,670	1,630,124

In 2024, the Company paid deficiency taxes and compromise penalty amounting to P3,578,289 (exclusive of interest amounting to P1,099,666) on income tax, gross receipts tax, expanded withholding tax for taxable year 2021. The related expenses were presented as part of Taxes and licenses and Other expenses under Operating Costs and Expenses section in the 2024 statement of income. There is no similar transaction in 2025 and 2023.

11.2 Current and Deferred Taxes

The components of tax expense for the years ended December 31 follow:

(Amounts in PHP)	**2025**	2024	2023
Reported in statements of income —			
Current tax expense —			
Final tax 20%	**37,013,269**	49,888,687	48,329,174
Reported in statements of comprehensive income (loss) —			
Deferred tax (income) expense on			
Unrealized fair value losses (gains) on			
financial assets at FVOCI	**-**	(2,530,802)	2,530,802

A reconciliation of tax on pretax profit computed at the applicable statutory rates to tax expense reported in the statements of income follows:

(Amounts in PHP)	**2025**	2024	2023
Tax on pretax profit at 25%	**44,094,093**	63,002,573	81,402,602
Adjustment for income subjected			
to lower tax rate	**(9,253,317)**	(15,823,507)	(37,601,716)
Tax effects of:			
Unrecognized deferred tax assets on —			
Net operating loss carry-over (NOLCO)	**2,161,164**	3,196,929	2,975,581
Non-taxable income	**-**	(1,553,329)	-
Non-deductible expenses	**11,329**	1,066,021	1,552,707
Tax expense	**37,013,269**	49,888,687	48,329,174

The Company is subject to MCIT, which is computed at 2% of gross income in 2025 and 2024 and 1.5% of gross income in 2023, as defined under tax regulations or RCIT, whichever is higher. In 2025, 2024 and 2023, the Company claimed itemized deductions in computing for its income tax due.

In 2025 and prior years, the Company has not recognized deferred tax assets on certain temporary differences, NOLCO and other tax credits since management believes that the future income tax benefits will not be realized within the availment period, as defined under the tax regulations. In 2023, the Company recognized deferred tax liability on unrealized fair value gains on financial assets at FVOCI. In 2024, the Company derecognized the deferred tax liability upon maturity of its financial assets at FVOCI (see Note 7).

Presented in succeeding page are the details of the Company's remaining NOLCO, which can be claimed as deductions from taxable income within three to five years from the year the tax loss is incurred. Specifically, NOLCO incurred in 2021 and 2020 can be claimed as a deductions from the gross income until 2026 and 2025, respectively in accordance with the Republic Act. No. 11494, *Bayanihan to Recover as One Act*. In 2022, the NOLCO period is reverted back to within three years from the year the tax loss was incurred.

(Amounts in PHP)

Year Incurred	Original Amount	Applied Amount	Expired Amount	Remaining Amount	Valid Until
2025	8,645,447	-	-	8,645,447	2028
2024	12,787,715	-	-	12,787,715	2027
2023	11,902,324	-	-	11,902,324	2026
2022	14,918,441	-	(14,918,441)	-	-
2021	14,910,709	-	-	14,910,709	2026
2020	172,289,847	-	(172,289,847)	-	-
	235,454,483	**-**	**(187,208,288)**	**48,246,195**	

Presented below are the details of the Company's remaining MCIT for the years 2022 and 2021.

(Amounts in PHP)

Year Incurred	Original Amount	Applied Amount	Expired Amount	Remaining Amount	Valid Until
2022	9,547	-	(9,547)	-	2025
2021	20,690	-	(20,690)	-	2024
	30,237	**-**	**(30,237)**	**-**	

11.3 Supplementary Information Required Under Revenue Regulations (RR) No. 15-2010

The Bureau of Internal Revenue (BIR) issued RR No. 15-2010 which required certain supplementary information to be disclosed as part of the notes to financial statements. The supplementary information is, however, not a required part of the basic financial statements prepared in accordance with PFRS Accounting Standards; it is neither a required disclosure under the SEC rules and regulations covering the form and content of financial statements under the Revised Securities Regulation Code Rule 68.

The Company presented this tax information required by the BIR as a supplementary schedule filed separately from the basic financial statements.

12. EARNINGS PER SHARE

Basic earnings per share were computed as follows:

(Amounts in PHP)	**2025**	2024	2023
Net profit	**139,363,101**	202,121,606	277,281,232
Divided by the weighted average number of outstanding common shares – net*	**2,162,475,312**	2,162,475,312	2,162,475,312
Basic earnings per share	**0.06**	0.09	0.13

* net of treasury shares

There were no outstanding dilutive potential common shares as of December 31, 2025, 2024 and 2023.

13. EVENTS AFTER THE REPORTING PERIOD

In early 2026, a certain buyer (a related party to certain shareholders of the Parent Bank) offered to buy the Parent Bank's investment in the Company. Accordingly, on January 10 and 16, 2026, and February 23, 2026 respectively, the BODs of the Parent Bank and BDO Capital and Investment Corporation (BDO Capital), a related party under common ownership, approved the sale of all of their shares held in the Company at a purchase price based on their pro-rata share in the sum of the enterprise net asset value of the Company as of closing date and a premium of P200 million equivalent to an estimated purchase price of P1.68 per share. Proceeds of the sale of the 1,914,712,207 shares held is estimated at P3.2 billion.

On January 19, 2026, a Share Purchase Agreement was executed by the Parent Bank with such interested buyer for the sale and purchase of 1,513,732,718 common shares of the Company, representing 70% of the Company based on the above estimated price per share of P1.68. A mandatory tender offer to the other shareholders of the Company is being conducted by the buyer from February 10, 2026 until March 11, 2026, as required under the Securities Regulation Code. The sale is expected to be completed in 2026.

14. CONTINGENT LIABILITIES AND COMMITMENTS

In the ordinary course of business, the Company incurs contingent liabilities and commitments arising from normal business transactions which are not reflected in the accompanying financial statements. As of December 31, 2025, management does not anticipate significant losses from these contingencies and commitments that would adversely affect the Company's financial position and results of operations.

15. MATURITY ANALYSIS OF ASSETS AND LIABILITIES

All assets and liabilities as of December 31, 2025 and 2024 have contractual maturity and settlement dates of within one year.

P&A Grant Thornton

Report of Independent Auditors to Accompany Supplementary Information Required by the Securities and Exchange Commission Filed Separately from the Basic Financial Statements

Punongbayan & Araullo
20th Floor, Tower 1
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6766 Ayala Avenue
1200 Makati City
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The Board of Directors and the Stockholders
Dominion Holdings, Inc.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
39th Floor, BDO Corporate Center Ortigas
12 ADB Avenue, Ortigas Center
Mandaluyong City

We have audited the financial statements of Dominion Holdings, Inc. for the year ended December 31, 2025, on which we have rendered our report thereon dated February 24, 2026. Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The applicable supplementary information (see List of Supplementary Information) is presented for purposes of additional analysis in compliance with the requirements of Revised Securities Regulation Code Rule 68, and is not a required part of the basic financial statements prepared in accordance with Philippine Financial Reporting Standards. Such supplementary information is the responsibility of the Company's management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PUNONGBAYAN & ARAULLO

[redacted]

By: Yusoph A. Maute
Partner

[redacted]

February 24, 2026

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
SEC Supplementary Schedules
December 31, 2025

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Schedule	*Description*	*Page*
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Other Required Information

Reconciliation of Company Retained Earnings for Dividend Declaration

Supplementary Schedule of External Auditor Fee-Related Information

Map Showings the Relationship Between the Company and its Related Entities

Schedule of Financial Soundness Indicators

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule A - Financial Assets
December 31, 2025
(Amount in Philippine Pesos)

Name of issuing entity and association of each issue	*Number of shares or principal amount of bonds or notes*	*Amount shown on the balance sheet*	*Valued based on the market quotation at balance sheet date*	*Income received and accrued*
- nothing to report -				

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule B - Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)
December 31, 2025
(Amount in Philippine Pesos)

			Deductions		*Ending Balance*		
Name and designation of debtor	*Balance at beginning of period*	*Additions*	*Amounts collected*	*Amounts written off*	*Current*	*Not current*	*Balance at end of period*

- nothing to report -

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule C - Amounts Receivable from Related Parties which are eliminated during the consolidation of financial statements
December 31, 2025
(Amount in Philippine Pesos)

			Deductions				
Name and Designation of debtor	**Balance at beginning of period**	**Additions**	**Amounts collected**	**Amounts written off**	**Current**	**Non-current**	**Balance at end of period**

- nothing to report -

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule D - Long-Term Debt
December 31, 2025
(Amount in Philippine Pesos)

Title of issue and type of obligation	*Amount authorized by indenture*	*Amount shown under caption "Current portion of long-term debt" in related balance sheet*	*Amount shown under caption "Long-Term Debt" in related balance sheet*	*Interest Rate*	*Maturity Date*
- nothing to report -					

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule E - Indebtedness to Related Parties
December 31, 2025
(Amount in Philippine Pesos)

Name of related party	*Balance at beginning of period*	*Balance at end of period*

- nothing to report -

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule F - Guarantees of Securities of Other Issuers
December 31, 2025
(Amount in Philippine Pesos)

Name of issuing entity of securities guaranteed by the company for which this statement is filed	*Title of issue of each class of securities guaranteed*	*Total amount guaranteed and outstanding*	*Amount owned by person for which statement is filed*	*Nature of guarantee*

- nothing to report -

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule G - Capital Stock
December 31, 2025
(Amount in Philippine Pesos)

				Number of shares held by		
Title of Issue	***Number of shares authorized***	***Number of shares issued and outstanding as shown under the related balance sheet caption***	***Number of shares reserved for options, warrants, coversion and other rights***	***Related parties***	***Directors, officers and employees***	***Others***
Preferred Shares	200,000	-	-	-	-	-
Common shares	3,400,000,000	2,162,475,312		1,914,712,207	228,335,001	19,428,104
BDO Unibank Inc.				1,914,712,207		

*Determination of number of shares and outstanding

Number of shares issued	2,225,169,030
Less shares held in treasury	62,693,718
	2,162,475,312

DOMINION HOLDINGS, INC.
Supplementary Schedule of External Auditor Fee-Related Information
BDO Corporate Center Ortigas, 12 ADB Avenue, Ortigas Center, Mandaluyong City
Reconciliation of Retained Earnings Available for Dividend Declaration
December 31, 2025

Unappropriated Retained Earnings at Beginning of Year		P	602,597,270
Items that are directly debited to Unappropriated Retained Earnings			
Dividend declaration during the reporting period		-	
Unappropriated Retained Earnings at Beginning of Year, as adjusted			602,597,270
Net Income for the Current Year			139,363,101
Less: Category C.1: Unrealized income recognized in the profit or loss during the reporting period (net of tax)			
Equity in net income of associate/joint venture, net of dividends declared	-		
Unrealized foreign exchange gain, except those attributable to cash and cash equivalents	-		
Unrealized fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	-		
Unrealized fair value gain of investment property	-		
Other unrealized gains or adjustments to the retained earnings as result of certain transactions accounted for under the PFRS (describe nature)	-		
Sub-total			-
Add: Category C.2: Unrealized income recognized in the profit or loss in prior reporting periods but realized in the current reporting period (net of tax)			
Realized foreign exchange gain, except those attributable to cash and cash equivalents	-		
Realized fair value adjustment (mark-to-market gains) of financial instruments at FVTPL	-		
Realized fair value gain of investment property	-		
Other realized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	-		
Sub-total			-
Add: Category C.3: Unrealized income recognized in profit or loss in prior periods but reversed in the current reporting period (net of			
Reversal of previously recorded foreign exchange gain, except those attributable to cash and cash equivalents	-		
Reversal of previously recorded fair value adjustment (mark-to-market gains) of financial instrument at FVTPL	-		
Reversal of previously recorded fair value gain of investment property	-		
Reversal of other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS, previously recorded	-		
Sub-total			-
Adjusted Net Income/Loss			-
Add: Category D: Non-actual lossess recognized in profit or loss during the reporting period (net of tax)			
Depreciation on revaluation increment (after tax)	-		
Sub-total			-
Add/ Less: Category E: Adjustments related to relief granted by the SEC and BSP (see Footnote 3)			
Amortization of the effect of reporting relief	-		
Total amount of reporting relief granted during the year	-		
Others (describe nature)	-		
Sub-total			-

Add/ Less: Category F: Other items that should be excluded from the determination of the amount of available for dividends distribution			
Net movement of treasury shares (except for reacquisition of redeemable shares)	-		
Net movement of deferred tax asset not considered in the reconciling items under the previous categories	-		
Net movement in deferred tax asset and deferred tax liabilities related to same transaction, e.g., set up of right-of-use of asset and lease liability, set-up of asset and asset retirement obligation, and set-up of service concession asset and concession payable	-		
Adjustment due to deviation from PFRS/GAAP - gain (loss)	-		
Others	-		
Sub-total			-
Unappropriated Retained Earnings Available for Dividend Distribution at End of Year		**P**	**741,960,371**

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
For the Years Ended December 31, 2025 and 2024

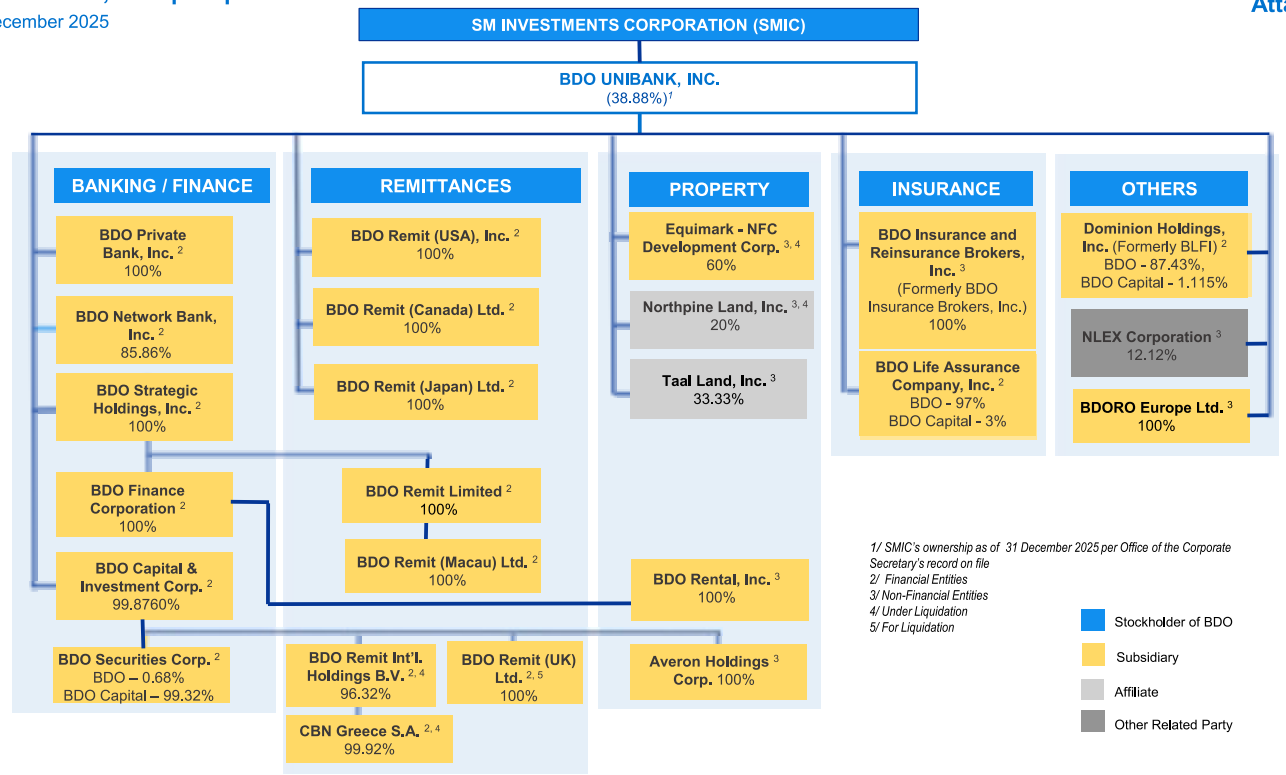
	2025	2024
Total Audit Fee	**P 134,930**	P 131,000
Non-audit service fees:		
Other assurance service	**-**	-
Tax service	**-**	-
All other service	**-**	-
Total Non-Audit Fees	**134,930**	131,000
Total Audit and Non-audit Fees	**P 134,930**	P 131,000

Audit and Non-audit fees of other related entities	**2025**	2024
Audit fees	**P -**	P -
Non-audit services fees:		
Other assurance services	**-**	-
Tax services	**-**	-
All other services	**-**	-
Total Audit and Non-audit Fees of other related entities	**P -**	P -

BDO Unibank Inc., Group Map

As of 31 December 2025

Attachment I



P&A Grant Thornton

Report of Independent Auditors on Components of Financial Soundness Indicators

Punongbayan & Araullo
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The Board of Directors and the Stockholders
Dominion Holdings, Inc.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
39th Floor, BDO Corporate Center Ortigas
12 ADB Avenue, Ortigas Center
Mandaluyong City

We have audited, in accordance with Philippine Standards on Auditing, the financial statements of Dominion Holdings, Inc., for the years ended December 31, 2025 and 2024 and for each of the three years in the period ended December 31, 2025, on which we have rendered our report thereon dated February 24, 2026. Our audit was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Company's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS Accounting Standards) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purposes of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission and is not a required part of the basic financial statements prepared in accordance with PFRS Accounting Standards. The components of these financial soundness indicators have been traced to the Company's financial statements as at December 31, 2025 and 2024 and for each of the three years in the period ended December 31, 2025 and no material exceptions were noted.

PUNONGBAYAN & ARAULLO

[redacted]

By: Yusoph A. Maute
Partner

[redacted]

February 24, 2026

Dominion Holdings, Inc.
(Formerly: BDO Leasing and Finance, Inc.)
Financial Ratios
December 31, 2025 and 2024
(Amounts Philippine Pesos)

		2025	2024	**2025**	2024
I.	**Current/liquidity ratios**				
	Current ratio				
	Total current assets	**3,479,853,189**	3,327,864,780	**148.68**	308.72
	Total current liabilities	**23,404,740**	10,779,432		
	Acid Test Ratio				
	Quick assets	**3,352,470,581**	3,327,864,780	**143.24**	308.72
	Total current liabilities	**23,404,740**	10,779,432		
II.	**Solvency ratios; debt-to-equity ratios**				
	Solvency ratio				
	(After tax net profit + Depreciation)	**139,363,101**	202,121,606	**5.95**	18.75
	Total liabilities	**23,404,740**	10,779,432		
	Debt-to-equity ratio				
	Total liabilities	**23,404,740**	10,779,432	**0.01**	0.00
	Total equity	**3,456,448,449**	3,317,085,348		
III.	**Asset-to-equity ratio**				
	Asset-to-equity ratio				
	Total assets	**3,479,853,189**	3,327,864,780	**1.01**	1.00
	Total equity	**3,456,448,449**	3,317,085,348		
IV.	**Interest coverage ratio**				
	Interest coverage ratio				
	Earnings before interest and taxes	**176,376,370**	253,109,959	**0.00**	0.00
	Interest expense	**-**	-		
V.	**Profitability ratios**				
	Net profit margin				
	Net Profit	**139,363,101**	202,121,606	**75.30%**	75.12%
	Interest income + Other operating income	**185,066,343**	269,062,092		
	Return on equity				
	Net profit	**139,363,101**	202,121,606	**4.11%**	4.16%
	Average equity	**3,386,766,899**	4,855,475,104		
	Return on assets				
	Net profit	**139,363,101**	202,121,606	**4.09%**	4.16%
	Average assets	**3,403,858,985**	4,855,475,104		

VI. Others

Total real estate investments to Assets

Total investment properties	**-**	-	**0.00%**	0.00%
Total assets	**3,479,853,189**	3,327,864,780		

Loans to Assets

Total loans and other receivables	**-**	-	**0.00%**	0.00%
Total assets	**3,479,853,189**	3,327,864,780		

DOSRI to Net worth

Receivables from Directors, Officers, Stakeholders and Related Interests	**-**	-	**0.00%**	0.00%
Total equity	**3,456,448,449**	3,317,085,348		

Amount of receivable from a single corporation to Total receivables

Loan to a single corporation	**-**	-	**0.00%**	0.00%
Total loans and other receivables	**-**	-		

ANNEX E

2025 ANNUAL REPORT (SEC FORM 17-A) OF DHI

COVER SHEET

							9	7	8	6	9

S.E.C. Registration Number

D	O	M	I	N	I	O	N		H	O	L	D	I	N	G	S	,		I	N	C	.							

(Company's Full Name)

N	O	.	1	2		A	D	B		A	V	E	.		O	R	T	I	G	A	S		C	E	N	T	E	R	,
M	A	N	D	A	L	U	Y	O	N	G		C	I	T	Y	,		P	H	I	L	I	P	P	I	N	E	S		

(Business Address : No. Street Company / Town / Province)

Elmer B. Serrano	(632)8888-0000 loc. 35761
Contact Person	Company Telephone Number

1	2	3	1	SEC FORM 17-A	Any day in April
Month		*Day*		FORM TYPE	*Month* *Day* Annual Meeting

Registered & Listed

Secondary License Type, If Applicable

MSRD	
Dept. Requiring this Doc.	Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number LCU

Document I.D. Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SECTION 177 OF THE CORPORATION CODE OF THE PHILIPPINES

1. For the fiscal year ended: **December 31, 2025**

2. SEC Identification Number: **97869** 3. BIR Tax Identification No.: **000-486-050-000**

4. Exact name of issuer as specified in its charter: **DOMINION HOLDINGS, INC.**

5. **Metro Manila, Philippines** 6. (SEC Use Only)
Province, Country or other jurisdiction of incorporation or organization
Industry Classification Code:

7. **No. 12 ADB Avenue, Ortigas Center, Mandaluyong City, Metro Manila Philippines**
Address of principal office

8. **(632) 8888-0000**
Issuer's telephone number, including area code

9. **N.A.**
Former name, former address, and former fiscal year, if changed since last report.

10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

	Subscribed and Outstanding	
Title of Each Class	**No. of Shares**	**Amount in Pesos**
Common	**2,162,475,312**	**Php 2,162,475,312.00**
Total	**2,162,475,312**	**Php 2,162,475,312.00**

11. Are any or all of these securities listed on a Stock Exchange.

Yes [**X**] No [ ]

If yes, state the name of such stock exchange and the classes of securities listed therein:

The Philippine Stock Exchange, Inc. **Common Shares only**

12. Check whether the issuer:

(a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17.1 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 177 of The Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports);
Yes [**X**] No [ ]

(b) has been subject to such filing requirements for the past ninety (90) days.
Yes [**X**] No [ ]

13. Aggregate market value of the voting stock held by non-affiliates: **Php3,768,731,513.25**

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PART I - BUSINESS & GENERAL INFORMATION

ITEM 1. BUSINESS

DOMINION HOLDINGS, INC. (**DHI** or the **Company**) is a domestic corporation incorporated in 1981. Its shares were listed on the Philippine Stock Exchange (**PSE**) on January 6, 1997.

The Company's principal office is located at 12 ADB Avenue, Ortigas Center, Mandaluyong City.

On January 31, 2020, the Board of Directors (**BOD** or **Board**) approved the amendment of the Company's primary and secondary purpose *from* operating as a leasing and financing entity, which provides direct leases, sale and leaseback arrangements and real estate leases, *to* operating as a listed holding company that invests in, purchases, acquires or owns, holds, uses, sells, assigns, transfers mortgage, pledges, exchanges, or disposes real and personal property of every kind. On July 21, 2020, the stockholders approved the amendments.

On March 01, 2022, the Company's BOD approved the amendment of the Company's name to "Dominion Holdings, Inc." in line with the conversion of the Company into a holding company. This was subsequently approved by the stockholders on April 20, 2022.

On July 18, 2022, the Securities and Exchange Commission (**SEC**) approved the amendments of the first and second articles of the Company's Article of Incorporation's, effectively approving the conversion of the Company into a holding company and its new name, *Dominion Holdings, Inc.*

The Company was a subsidiary of BDO Unibank, Inc. (**BDO Unibank**), a universal bank incorporated and doing business in the Philippines. On January 19, 2026, the Company received advice from BDO Unibank that it signed a Share Purchase Agreement with Monte Sur Equity Holdings, Inc. (**Monte Sur**) for the sale of 1,513,732,718 shares translating to 70% of DHI (the **Transaction**), subject to customary closing conditions for transactions of this nature such as a tender offer by Monte Sur. The Transaction was completed on March 16, 2026, and DHI ceased to be a subsidiary of BDO Unibank since then.

The Company's objective and primary purpose is to hold/own real estate properties, securities/shares of stocks, and other assets of other companies, and engage in investment and business activities involving these assets. As an investment holding company, DHI will have more flexibility in pursuing business opportunities which will enhance shareholder value for all shareholders.

Related Party Transactions

The Company established policies and procedures on related party transactions (**RPTs**) in accordance with the regulations of the SEC and, since it was previously a subsidiary of BDO Unibank, the *Bangko Sentral ng Pilipinas* (**BSP**). These include definition of related parties, coverage of RPT policy, guidelines in ensuring arm's-length terms, identification and prevention of potential or actual conflicts of interest, adoption of materiality thresholds, internal limits for individual and aggregate exposures, whistle-blowing mechanisms, and restitution of losses and other remedies for abusive RPTs. The RPT Committee reviews and endorses to the Board for final approval all material RPTs. The Related Party Transactions policy ensures that every related party transaction is conducted in a manner that will protect the Company from any potential conflict of interest. The policy also covers the proper review, approval, ratification, and disclosure of transactions between the Company and any of its related parties in compliance with legal and regulatory requirements. The policy also requires that any member of the RPT Committee who

has a potential interest in any related party transaction shall abstain from the discussion and endorsement of the related transaction. Likewise, any member of the Board who has interest in the transaction must abstain from the deliberation and approval of such related party transaction. RPTs, whose value may exceed 10% of the Company's total assets, require review of an external independent party to evaluate the fairness of its terms and conditions and approval of 2/3 vote of the Board, with at least a majority of the independent directors voting affirmatively. The full version of the Related Party Transactions Policy is published in our corporate website at DHI-Revised-Related-Party-Transactions-Policy-1.pdf, which will be enhanced considering DHI is no longer a subsidiary of BDO Unibank.

As of December 31, 2025, the Company has no existing or expiring patents, copyrights, licenses, franchises, concessions, and royalty agreements. As of even date, the Company remains a licensee from BDO Unibank for the following trademarks of the Company's logomark and current corporate names, which are registered with the Philippine Intellectual Property Office, subject to the transfer of certain marks to the Company as a result of the Transaction:

Trademark	Validity of Registration
DOMINION HOLDINGS	June 2023 to June 2033
DOMINION HOLDINGS	June 2023 to June 2033
DOMINION HOLDINGS	June 2023 to June 2033
DOMINION HOLDINGS	June 2023 to June 2033

ITEM 2. PROPERTIES

With the discontinuance of its operations as a leasing and finance company, DHI pre-terminated all its lease contracts for its head office premises and all branch offices with BDO Unibank. Further, the Company has sold on an arm's length basis its facilities, office furniture, fixtures, and equipment to BDO Finance Corporation (**BDOFC**).

ITEM 3. LEGAL PROCEEDINGS

The Company is a party to various legal proceedings which arise in the ordinary course of its past operations as a leasing and financing company. No such legal proceedings, either individually or in the aggregate, are expected to have a material adverse effect on the Company or its consolidated financial condition.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

Except for matters taken up during the annual meeting of the shareholders, there were no matters submitted to the vote of stockholders of the Company during the period covered by this report.

PART II - OPERATIONAL AND FINANCIAL INFORMATION

ITEM 5. MARKET FOR ISSUER'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

The principal market for the Company's common equity is the PSE. At its meeting held on October 26, 2022, the Board of Directors of the Company approved the change of the Company's stock symbol in the PSE from "BLFI" to "DHI" in view of the Company's change in corporate name.

The market prices of the Company's shares are as follows:

2025	High	Low	2024	High	Low
1st quarter	1.66	1.40	1st quarter	No trading	
2nd quarter	1.41	1.16	2nd quarter	No trading	
3rd quarter	1.28	1.15	3rd quarter August 20, 2024 *(Resumption of Trading)*	4.50	1.57
4th quarter	1.57	1.15	4th quarter	1.90	1.40
2020	**High**	**Low**	**2019**	**High**	**Low**
January 24, 2020 *(Last trading date until resumption of trading in 2024)*	3.35	3.00	1st quarter	2.29	2.22
			2nd quarter	2.42	2.32
			3rd quarter	2.02	2.00
			4th quarter	2.02	1.84

As of January 31, 2025 and December 29, 2025, the closing price of the Company's shares was at P1.50 and P1.39, respectively.

On February 13, 2020, the SEC Markets and Securities Regulation Department (**MSRD**) issued an Order of Suspension against DHI, suspending its Registration Statement (and Permit to Sell Primary Securities), in light of the Share Purchase Agreement dated 24 January 2020 entered into by BDO Unibank to sell its controlling stake in DHI to third parties and the subsequent amendment of DHI's primary business to a holding company. The SEC ruled that DHI's Registration Statement as a leasing and financing company was no longer true and accurate, and required the filing of an Amended Registration Statement. The SEC furnished the PSE a copy of the Order, and on this basis, the PSE imposed a trading suspension of DHI on February 14, 2020.

On April 17, 2024, an Amended Registration Statement was filed with the SEC by DHI to reflect the changes in its primary and secondary purposes, transitioning from a leasing and financing entity to a listed holding company and in compliance with the Order.

On July 01, 2024, the SEC issued an order lifting the Order of Suspension imposed on DHI. The SEC found DHI to be compliant with the Order, having submitted an Amended Registration Statement as directed by the MSRD. Subsequently, effective August 20, 2024, the PSE lifted the trading suspension of DHI after filing the required Comprehensive Corporate Disclosure.

The total number of stockholders of the Company as of December 31, 2025 is 1,084. Common shares outstanding in turn totaled 2,162,475,312.

The total treasury shares of the Company as of December 31, 2025 is 62,693,718 shares.

In 2025, the Company did not declare any dividends. In 2024, cash dividends in the amount of P1.50 per share were declared by the Company's Board and paid to all stockholders of record as of April 30, 2024 on May 10, 2024.

Holders

The Company's common stockholders, with their respective shareholdings as of December 31, 2025 are as follows:

Name	No. of Shares Held	% to Total
BDO Unibank, Inc.[1]	1,914,711,807	88.542597%
Various Stockholders (Public)	247,763,505	11.457403%
	2,162,475,312	**100.00000%**

Includes shares of affiliate, BDO Capital & Investment Corporation. Number of shares reflects both direct and indirect shareholdings

The top 20 stockholders of the Company as of December 31, 2025, are as follows:

Name of Stockholders	*Securities*	*Shares Held*	*Total Outstanding*
BDO Unibank, Inc./Banco De Oro Unibank Inc.*	Common	1,914,711,807	88.542597%
PCD Nominee Corporation (Filipino)	Common	248,209,611	11.478%
PCI Leasing & Finance, Inc.	Common	62,693,705	2.899%
Samuel Uy Chua	Common	21,000,000	0.971%
Equitable Computer Services, Inc. A/C Cequit11	Common	12,320,000	0.570%
Marylen Castro Mateo	Common	3,795,000	0.175%
Jesselen Castro Verzosa	Common	3,795,000	0.175%
Samuel Uy Chua	Common	3,011,150	0.139%
Constantino Chua	Common	2,497,200	0.115%
Equitable Computer Services, Inc.	Common	2,070,200	0.096%
Mercury Group of Companies, Inc.	Common	1,089,165	0.050%
Constantino Chua &/or Willington Chua &/or George W. Chua	Common	1,020,000	0.047%
Nardo R. Leviste	Common	759,000	0.035%
PCD Nominee Corporation (Foreign)	Common	669,961	0.031%
Willington Chua/Constantino Chua	Common	584,430	0.027%
Willington Chua	Common	508,530	0.024%
Pablo Son Keng Po	Common	455,400	0.021%
Wilson Go	Common	438,625	0.020%
Lim Chin Ben	Common	425,040	0.020%
Sysmart Corporation	Common	358,835	0.017%

**Includes shares of affiliate, BDO Capital & Investment Corporation. Number of shares reflects both direct and indirect shareholdings.*

Dividends

No dividends were declared in 2025. In 2024, the Company's BOD approved the declaration of cash dividends amounting to P3,243,712,968 (P1.50 per share) to all stockholders

of record as of April 30, 2024, and was paid on May 10, 2024.

The payment of dividends entails prior board approval of the amount, and the record and payment dates as recommended by Management based on the PSE and SEC rules on declaration of cash dividends. Upon Board approval, necessary disclosures are made in compliance with regulatory requirements. Dividends are paid within 30 days from date of declaration.

Dividends may only be declared from the Company's surplus profits, after making necessary provisions for reserves required by law or regulation. The Company ensures that it remains financially capable of sustaining operations after the dividend declaration and payout.

Recent Sales of Unregistered or Exempt Securities, Including Recent Issuance of Securities Constituting an Exempt Transaction

There were no recent sales of unregistered or exempt securities including recent issuance of securities constituting an exempt transaction.

ITEM 6. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

2025 Compared to 2024

In 2025, the Company recorded a Net Income of Php139.4 Million, representing a 31% decrease from the Php202.1 Million recorded in 2024. The decline was largely attributable to reduced interest earnings following the contraction of investable funds after the Php3.2 Billion Cash Dividend distribution in May 2024. Moreover, the sustained moderation in policy rates by the BSP further exerted downward pressure on yields, contributing to softer overall returns for the year.

Despite the earnings slowdown, the Company remained focused on reinvestment of its funds that maintained the strength its balance sheet. Total Assets expanded by 5% to Php3.5 Billion as of December 31, 2025. Total Liabilities reached Php23.4 Million, while Stockholders' Equity improved to Php3.5 Billion from Php3.3 Billion in the prior year, underscoring the Company's solid capitalization and earnings retention.

The Company's five (5) key performance indicators are as follows:

	December 31, 2025	December 31, 2024
Current Ratio	148.68 : 1	308.72 : 1
Quick asset ratio	143.24 : 1	308.72 : 1
Debt to Equity Ratio	.01 : 1	0.00 : 1
Net Profit Margin	75.30%	75.12%
Return on Equity	4.11%	4.17%

Liquidity Ratios normalized but remain robust during the year, with the Current Ratio (computed as Current Assets divided by Current Liabilities) and Quick Asset Ratio (Quick Assets divided by Current Liabilities) settling at 148.68:1 and 143.24:1, respectively compared to 308.72:1 in the prior year.

Leverage remains negligible at .01:1 Debt-to-Equity.

Profitability Metrics were broadly stable as Net Profit Margin (Net Income over Gross Revenue) was practically maintained at 75% while Return on Equity (Net Income over Average

Equity) softened to 4.11% due to lower earnings in 2025.

2024 Compared to 2023

In 2024, the Company reported a Net Income of Php202.1 Million, primarily driven by Interest Earnings from Time Deposits and Debt Securities. This represents a 27% decline compared to the Php277.3 Million recorded at the end of 2023. The decrease in earnings is attributed to the reduced cash available for investment, following the declaration of Php3.2 Billion in Cash Dividends in May 2024, as compared to the no Dividends declared in 2023.

The substantial Dividend distribution resulted in a lower asset base for the Company, and reduced the amount of investible funds.

Total Liabilities stood at Php10.8 Million. However, Stockholder's Equity declined proportionally, dropping from Php6.4 billion to Php3.3 billion, resulting from the dividend payout.

The Company's five (5) key performance indicators are as follows:

	December 31, 2024	December 31, 2023
Current Ratio	308.72 : 1	599.06 : 1
Quick asset ratio	308.72 : 1	599.06 : 1
Debt to Equity Ratio	0.00 : 1	0.00 : 1
Net Profit Margin	75.12%	80.67%
Return on Equity	4.17%	4.45%

The Current Ratio (computed as Current Assets divided by Current Liabilities) and Quick Asset Ratio (Quick Asset divided by Current Liabilities) decreased from last year's 599.06:1. Debt-to-Equity Ratio, computed as total liabilities divided by total equity remained at 0.00:1.

Net Profit Margin, computed as Net Income over Gross Revenue, declined from 80.67% to 75.12%. Return on Equity, which is Net Income over Average Equity, declined slightly to 4.17% in 2024 from 4.45% in 2023. The decline in profitability and equity performance underscores the impact of the substantial dividend payout and lower interest rates in 2024. Despite these challenges, the Company maintains strong liquidity, as reflected in its high current and quick assets ratios.

2023 Compared to 2022

In 2023, the Company registered a Net Income of Php277.3 Million mainly derived from Interest Earnings on Time Deposits and Debt Securities. The shift of the investment portfolio from Unit Investment Trust Fund in 2022 to Time Deposits and Debt Securities resulted in the significant increase in Net Income from Php69.3 Million recorded in 2022.

As of December 31, 2023, Total Assets grew by 4.7% to Php6.4 Billion of which Php3.9 Billion was invested in Time Deposits and Php2.3 Billion was invested in Debt Securities. The balance mainly pertains to Creditable Withholding Taxes of Php127.4 Million.

Total Liabilities amounted to Php13.2 Million.

Stockholders' Equity rose from Php6.1 Billion in 2022 to Php6.4 Billion in 2023 as earnings from investments are plowed back to the Company.

The Company's five (5) key performance indicators are as follows:

	December 31, 2023	December 31, 2022
Current Ratio	599.06 : 1	378.58 : 1
Quick asset ratio	599.06 : 1	378.58 : 1
Debt to Equity Ratio	0.00 : 1	0.00 : 1
Net Profit Margin	80.67%	54.61%
Return on Equity	4.45%	1.15%

The Current Ratio (computed as Current Assets divided by Current Liabilities) and Quick Asset Ratio (Quick Asset divided by Current Liabilities) increased from last year's 378.58:1. Debt-to-Equity ratio (computed as Total Liabilities divided by Total Equity) remained at zero for two years, as the Company remains debt-free. Net Profit Margin (computed as Net Income over Gross Revenue) rose to 80.67%. Return on Equity (Net Income over Average Equity) increased to 4.45% in 2023.

Policy on Revenue Recognition – Other Income

Income that are one off are recognized as Other Income. These are recognized as they are earned.

Key Variable and Other Qualitative and Quantitative Factors

With approvals from its BOD and Stockholders, DHI (formerly BDO Leasing and Finance, Inc.) voluntarily surrendered its secondary license as a financing company to the SEC.

On July 21, 2022, the SEC released its approval dated July 18, 2022 of the change in corporate name of BDO Leasing and Finance Inc. to "Dominion Holdings, Inc.", the change in the Company's primary and secondary purposes from a leasing and financing company to that of a holding company, and the corresponding amendments to the Company's Articles of Incorporation and By-laws.

On January 19, 2026, the Company received advice from BDO Unibank that it signed a Share Purchase Agreement with Monte Sur for the sale of 1,513,732,718 shares translating to 70% of DHI (or the Transaction), at a purchase price based on their pro-rata share in the sum of the enterprise Net Asset Value of the Company as of closing date and a premium of P200 million, equivalent to a purchase price of P1.70328913 per share. The Transaction was completed on March 16, 2026, and DHI ceased to be a subsidiary of BDO Unibank since then.

As an investment holding company, DHI will have more flexibility in pursuing business opportunities which will enhance shareholder value for all shareholders.

None of the following are present as of December 31, 2025:

a. known trends, events or uncertainties that will have any material impact on the Company's liquidity;
b. events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation;
c. material off-balance sheet transactions, arrangements, obligations and other relationships of the Company with unconsolidated entities or other persons created during the reporting period;
d. material commitments for capital expenditures during the year;

e. known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations.
f. significant elements of income or loss that did not arise from the Company's continuing operations; and
g. seasonal aspects that had a material effect on the financial condition or results of operations.

Internal and Externals Sources of Liquidity

From January to September 2020, the Company relied on revenue from operations and lines from creditor banks for its source of liquidity.

The sale of substantially all assets of the Company was used to pay-off or retire all credit obligations. The residual cash was placed in Unit Investment Trust Funds (**UITFs**) until its redemption in October 2022. The proceeds from the redemption of the UITFs was placed in Short-Term Time Deposits and Debt Securities.

ITEM 7. FINANCIAL STATEMENTS

The Financial Statements of the Company included in the 2025 Annual Report to Stockholders are incorporated herein by reference. The schedules listed in the accompanying Index to Supplementary Schedules are filed as part of this Form.

INFORMATION ON INDEPENDENT ACCOUNTANT

Information on Independent Accountant and Other Related Matters

(1) External Audit Fees and Services

(a) Audit and Audit-Related Fees

The aggregate fees billed for each of the last two (2) fiscal years for professional services rendered by the External Auditor were P0.135 million and P0.131 million for the year 2025 and 2024, respectively. These fees cover services rendered by the External Auditor for audit of the Financial Statements and other services in connection with statutory and regulatory filings for fiscal years 2025 and 2024.

(b) Tax fees and other fees

Other fees amounting P0.056 million and P0.05 were paid to the auditing firm of Punongbayan & Araullo, CPAs (**P&A**) for the years 2025 and 2024.

For details, please refer to Supplementary Schedule of External Auditor Fee-Related Information, which presents the two-year comparative summary of audit and non-audit fees for the fiscal years 2025 and 2024, in compliance with SEC Memorandum Circular (MC) No. 18, Series of 2024.

(c) The Board Audit Committee (**BAC**) has the oversight responsibility over the audit function and activities of Internal and External Auditors. It provides assurance that (a) financial disclosures made by the management as presented in the Internal Auditor's report reasonably reflect the financial condition; the results of operation; and the plans and long-term commitments; and (b) internal controls are operating as intended and

whether modifications are necessary.

The BAC has the responsibility to select and recommend to the Board the External Auditors. It reviews the audit coverage of the External Auditors and deliberates on their audit report prior to endorsement to the Board for approval. It reports to the Board audit-related matters requiring the Board's action.

ITEM 8. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURES

In 2025 and 2024, the auditing firm of P&A has been appointed as the Company's Independent Public Accountant. There was no event in the past where P&A and the Company had any disagreement with regard to any matter relating to accounting principles or practices, financial statement disclosure or auditing scope and procedures.

PART III - CONTROL AND COMPENSATION INFORMATION

ITEM 9. DIRECTORS AND EXECUTIVE OFFICERS OF THE REGISTRANT

1. Directors and Corporate Officers

The Company's Board is empowered to direct, manage, and supervise, under its collective responsibility, the affairs of the Company. The members of the Board are elected annually by the stockholders to hold office for a term of one (1) year, and shall serve until their respective successors have been elected and qualified.

Below is the list of the members of the Board and the corporate officers as of December 31, 2025 and their business experience during the past five (5) years. Unless otherwise noted, the members of the Board and officers listed below resigned effective as of 16 March 2026 due to the closing of the Transaction between BDO Unibank and Monte Sur.

ELMER B. SERRANO
Chairman (*incumbent Corporate Secretary*)
X years old, Filipino

Atty. Elmer B. Serrano served as Chairman of the Board of the Company from April 20, 2022 until March 16, 2026. He was appointed to serve as the Corporate Secretary of the Corporation on the same day.

Atty. Serrano is a practicing lawyer specializing in Corporate Law, Banking and Finance, and Securities Law. He is the founder and Managing Partner of the law firm SERRANO LAW. Atty. Serrano has been awarded "Asia Best Lawyer" in Banking & Finance, Merger & Acquisitions and Capital Markets by the International Financial Law Review (**IFLR**) consistently since 2019 and "Leading Lawyer-Highly Regarded" by IFLR 1000. Atty. Serrano has also been inducted to the Legal 500's "Hall of Fame" as among the lawyers who received constant praise from clients for continued excellence.

Atty. Serrano is also the Corporate Secretary of the biggest and most respected public companies, such as SM Investments Corporation, SM Prime Holdings, Inc., Atlas Consolidated Mining and Development Corporation, DFNN, Inc., as well as private companies that are leaders in their respective industries, such as Premium Leisure Corp. and 2GO Group, Inc. He is also the Corporate Information Officer of BDO Unibank and Corporate Secretary of the Bank's subsidiaries and affiliates. Atty. Serrano also sits as a director of several public

companies. He is an Independent Director of Philippine Telegraph & Telephone Corporation and Benguet Corporation, and Director of EEI Corporation, DFNN, Inc. and 2GO Group, Inc.

Atty. Serrano is counsel to prominent associations in the financial industry, such as the Bankers Association of the Philippines, the Philippine Payments Management, Inc. and the PDS Group of Companies.

Atty. Serrano is a Certified Associate Treasury Professional and was among the top graduates of the Trust Institute of the Philippines in 2001. Atty. Serrano holds a Juris Doctor degree from the Ateneo de Manila University and a BS Legal Management degree from the same university.

JOHN EMMANUEL M. LIZARES
Director & President
[redacted] years old, Filipino

Mr. Lizares was elected to the Board of the Company on August 01, 2023. He is concurrently the President/Director of BDO Finance Corporation and BDO Rental, Inc. He is Senior Vice President and was previously the Unit Head of Institutional Banking Group-Commercial Banking East C since July 2016. He has more than 30 years of experience in credit lending. He holds a Bachelor of Science degree in Business Economics from the University of the Philippines. Prior to joining BDO in July 2001, Mr. Lizares was with the Retail Banking of Far East Bank & Trust Company.

LUIS S. REYES, JR.
Director & Treasurer
[redacted] years old, Filipino

Mr. Reyes was first elected to the Board of the Company on April 18, 2012, and was appointed as Treasurer on April 23, 2014. He is concurrently the Executive Vice President for Investor Relations and Corporate Planning of BDO Unibank. He is also the Treasurer of BDO Finance Corporation, Director and Treasurer of BDO Rental, Inc., Director of BDO Strategic Holdings, Inc. and BDORO Europe Ltd., and Chairman of Nashville Holdings, Inc. Before joining BDO, Mr. Reyes was a First Vice President of Far East Bank & Trust Company, Trust Banking Group. He holds a Bachelor of Science degree in Business Economics from the University of the Philippines.

LAZARO JEROME C. GUEVARRA
Director
[redacted] years old, Filipino

Mr. Guevarra was elected to the Board of the Company on April 20, 2022. He is concurrently Executive Vice President of BDO Unibank. In BDO Unibank, he is the Chief of Staff for the Office of the President and concurrently the Head for the Governance Group, administratively overseeing the Legal Services & Corporate Secretary, Compliance, Internal Audit, and Information & Cyber Security Office. He holds the following positions in the BDO Group: Chairman of BDO Remit (Canada), Ltd., BDO Remit (Japan), Ltd., BDO Remit (USA), Inc. and BDO Insurance and Reinsurance Brokers, Inc.; Director of BDO Strategic Holdings, Inc., BDORO Europe Ltd., and Averon Holdings Corporation; Trustee of BDO Foundation; and Advisor to the Board of BDO Securities Corporation. He was previously the Head of Advisory, Mergers & Acquisition of BDO Capital & Investment Corporation and President of BDO Securities Corporation. He holds a Bachelor's degree in Economics from the University of the Philippines. He has more than thirty-five (35) years of experience in Banking and Mergers

& Acquisitions.

MELANIE S. BELEN
Director
[redacted] ears old, Filipino

Ms. Belen was elected to the Board of the Company on April 20, 2022. She is currently Consultant of Risk Management Group of BDO Unibank. She is concurrently President/Director of BDO Strategic Holdings, Inc. and Ivory Homes, Inc. She is also Director of Taal Land, Inc. and Chairperson/Director Equimark-NFC Development Corporation. Before joining BDO, she was a Country Vice President of Scholastic Inc. (Grolier International), and Chief Financial Consultant of Healthy Options. Ms. Belen is a Certified Public Accountant (CPA) and holds a Bachelor of Science degree in Commerce from the University of Sto. Tomas, and a Master's Degree in Business Management from the Asian Institute of Management.

GENEVA T. GLORIA
Director
[redacted] years old, Filipino

Ms. Gloria was elected to the Board of the Company on April 20, 2022. She holds the position of Senior Vice President & Head of BDO Remittance-Transaction Banking Group of BDO Unibank, Inc. She also assumes directorships in the following subsidiaries: BDO Network Bank, Inc., BDO Remit International Holdings B.V., BDO Remit (UK) Ltd., BDO Remit (Canada) Ltd., BDO Remit (Japan) Ltd., BDO Remit Limited, BDO Remit (USA), inc. and BDO Remit (Macau) Limited. Ms. Gloria's banking career spans more than three decades, with almost 30 years of experience in the remittance business. Her expertise encompasses business development, operations, project management, marketing, as well as both local and foreign remittance. She gained a deep understanding of the overseas Filipino market during her five-year tenure as an expatriate, where she operated remittance subsidiaries. Under Ms. Gloria's leadership, BDO Unibank consistently received the BSP's "Commercial Bank that Generated the Largest Overseas Filipino Remittances" Award from 2008-2010 and 2013-2019. Ms. Gloria has been supporting various government projects for the Overseas Filipino Market. In 2014, Ms. Gloria and her team launched a grassroots marketing campaign across the country, alongside financial literacy programs for clients overseas. The project has then expanded into community marketing efforts in remote areas through the combined networks of BDO and BDO Network Bank. Ms. Gloria led the two institutions into maximizing both of the banks' reach & accessibility – successfully reaching the underserved & unserved markets & fulfilling the bank's commitment to financial inclusion. Through Ms. Gloria, the Bank's synergy with SM has also evolved into making the latter an avenue for the Overseas Filipino market to enjoy exclusive offers made especially for them. Ms. Gloria received her Bachelor of Science degree in Business Administration from the University of the Philippines.

LUCY C. DY
Director
[redacted] years old, Filipino

Ms. Dy was elected to the Board of the Company on July 1, 2025. She is a consultant of BDO Unibank. She holds the position of Director of BDO Life Assurance Company, Inc., BDORO Europe, Ltd., Dominion Holdings, Inc., BDO Rental, Inc.; Director & Treasurer of BDO Strategic Holdings, Inc. and Ivory Homes, Inc.; Chairperson/Director of BDO Remit Limited; and Trustee & Treasurer of BDO Foundation, Inc. She is also Treasurer of BDO Capital & Investment Corporation and BDO Insurance and Reinsurance Brokers, Inc.

She holds a Bachelor's degree in Accounting from the University of Santo Tomas.

LUIS MA. G. URANZA
Lead Independent Director
[illegible] years old, Filipino

Atty. Uranza was elected as Independent Director of the Company on April 20, 2022. He is concurrently an Independent Director of BDO Private Bank, BDO Finance Corporation and BDO Capital & Investment Corporation. He has previously served as the Corporate Secretary of various banks, financial institutions, and listed companies. His professional experience in the field of litigation is also extensive due to his engagement as trial counsel in notable civil, criminal and administrative cases.

Atty. Uranza is currently the Rehabilitation Receiver, appointed by the Securities and Exchange Commission, to oversee the financial recovery of Victorias Milling Co., Inc. which is one of the major sugar millers and refiners in the country whose shares are listed and traded in the Philippine Stock Exchange. Atty. Uranza has also been given similar appointments by the commercial courts of Makati City and the City of Cagayan de Oro to oversee the financial rehabilitation of several other companies.

In the course of his law practice, Atty. Uranza gained proficiency in oil and gas exploration laws and regulations as a result of his membership in the Board of Directors of PNOC-Exploration Corporation which is a government owned and controlled corporation created for the primary purpose of exploring and developing the fossil fuel and natural gas resources of the country. Moreover, the Philippine Government (through its various agencies) has also engaged the professional services of Atty. Uranza as: (a) Special Legal Counsel of the Presidential Commission on Good Government, (b) Legal Consultant to the Special Presidential Task Force created by Executive Order No. 156 to investigate the tax credit scam at the Department of Finance, and (c) Legal Consultant to the Office of the General Manager of the Manila International Airport Authority.

Atty. Uranza is a member of the Philippine Bar who has been engaged in the practice of law for more than forty (40) years. He earned both his academic degrees in business (B.S.B.A.) and in law (Ll.B.) from the University of the Philippines.

ISMAEL G. ESTELA, JR.
Independent Director
[illegible] years old, Filipino

Mr. Estela was elected as Independent Director of the Company on April 20, 2022. He is presently an Independent Trustee of BDO Foundation, Inc., and Independent Director of BDO Finance Corporation and Top Bank Philippines. Inc. He serves as Chairman of the Board of Directors of Blue Plate Exalt Foods Corp**.** He was formerly Senior Vice President and Corporate Governance Officer of BDO Unibank, assigned to Corporate Compliance and Legal Services & Internal Audit Group, and held various directorship positions in BDO Group: BDO Remit (Canada) Ltd., BDO Remit (Japan) Ltd., BDORO Europe Ltd., and Express Padala International, Inc. He was also Head of Transaction Banking doing cash management, electronic banking, and remittance services. He is a Certified Public Accountant (CPA) and holds a Bachelor of Science degree in Accounting from the University of San Carlos.

JOSEPH JASON M. NATIVIDAD
[illegible]rporate Secretary
[illegible] years old, Filipino

Atty. Natividad was appointed Corporate Secretary of the Company on May 31, 2010. He concurrently holds the position of Corporate Secretary of BDO Network Bank Inc., the DSV/Agility Group of Companies in the Philippines, Kirin Resources, Inc., Regan Industrial Sales, Inc., Win-Max Development Corporation, Supreme Steel Pipe Corporation, Superior Land Holdings Corp., and serves as a member of the Board of Directors and Corporate Secretary of Gaia South, Inc. He is also the Assistant Corporate Secretary of BDO Insurance and Reinsurance Brokers, Inc. Atty. Natividad is likewise a Director, Corporate Treasurer & Corporate Secretary of Luster and Grey. He served as Assistant Corporate Secretary of Equitable PCI Bank from September 2006 to June 2007, prior to its merger with Banco de Oro; BDO Capital & Investment Corporation, BDO Securities Corporation, and BDO Rental, Inc. He is also Board Secretary of the Private Education Retirement Annuity Association (PERAA), a retirement fund administrator of private schools. Atty. Natividad is currently a Partner of the Factoran & Natividad Law Offices. He has been in law practice for more than 25 years, mainly in the fields of corporate law and environmental law. He has a Bachelor's degree in Management, major in Legal Management, from the Ateneo de Manila University, and obtained his Juris Doctor degree from the Ateneo de Manila University School of Law.

MA. CECILIA S. SANTOS
Assistant Corporate Secretary
[redacted] ears old, Filipino

Atty. Santos was appointed as Assistant Corporate Secretary of the Company since October 1, 2015. She is concurrently the First Vice President and Alternate Corporate Information Officer of BDO Unibank. She is the Corporate Secretary of BDO Finance Corporation, BDO Foundation, Inc. BDO Strategic Holdings, Inc., BDO Rental, Inc., Averon Holdings Corporation, Nashville Holdings, Inc., Ivory Homes, Inc., and Equimark-NFC Development Corporation Further, she is also the Assistant Corporate Secretary of BDO Private Bank, Inc. and BDO Network Bank, Inc. She was formerly the Corporate Secretary of Armstrong Securities, Inc., BDO Nomura Securities, Inc., and Director and Corporate Secretary of PCI Insurance Brokers, Inc., PCI Management Consultants, Inc., PCI Travel Corporation, The Executive Banclounge, Inc., and The Sign of the Anvil, Inc.

In addition, she is currently assigned at BDO Unibank Legal Services and Corporate Secretary Group as Head of two (2) Teams, to wit: IP/Legal Support Team providing legal assistance to BDO Unibank's Support Groups and Subsidiaries and in managing the BDO Group's Intellectual Property (BDO and BDO-related trademarks and domain names), and Corporate Secretariat Team providing corporate secretariat services to BDO Unibank and its Subsidiaries. In 2017, 2018, 2019, and 2020, she was featured in the World Trademark Review 300 as among the World's Top 300 Leading Trademark Professionals. In 2023, she was included in the GC Powerlist Philippines 2023–Legal 500. She holds a Bachelor of Arts degree major in Economics from University of Sto. Tomas and finished law at San Beda College of Law (Dean's Lister).

COSME S. TRINIDAD, JR.
[redacted] mpliance and Corporate Governance Officer
[redacted] years old, Filipino

Mr. Trinidad was appointed as Compliance and Corporate Governance Officer of the Company on February 1, 2024. He is concurrently the Risk and Compliance Officer, Data Protection Officer, Corporate Governance and Information Security Officer of BDO Finance Corp. and BDO Rental, Inc. He is First Vice President and was the Team Head of Institutional Banking Group-Commercial Banking Central Luzon since August 2020. He was formerly Unit Head of Marketing-Luzon in BDO Leasing and Finance, Inc. for 8 years. He joined BDO Risk

Management Group in 2008 handling credit policy and portfolio review. He holds a Masters Degree in Business Administration from De La Salle University and graduated Magna Cum Laude with a degree in Bachelor of Science in Fisheries, major in Business Management from the University of the Philippines.

Below is the list of the incumbent members of the Board and the corporate officers as of the date of this report and their business experience during the past five (5) years:

ISIDRO A. CONSUNJI
airman

years old, Filipino

Mr. Consunji was elected to the Board of the Company on March 16, 2026 and assumed the office of Chairman on March 30, 2026. He is also the Chairman and President of DMCI Holdings, Inc, and has served in the said role for 29 years since March 1995. He is also the Chairman of the Semirara Mining and Power Corp. He also serves as a director of Atlas Consolidated Mining and Development Corporation. He graduated with a degree in Bachelor of Science and Engineering from the University of the Philippines and obtained his Master of Business Economics from Center for Research and Communication and Master of Business Management from the Asian Institute of Management (AIM). He took up Advance Management Program from IESE School in Barcelona, Spain.

FREDERIC C. DYBUNCIO
ident

ears old, Filipino

Mr. DyBuncio was elected to the Board and appointed as President of the Company on March 16, 2026. He is also the President and Chief Executive Officer of SM Investments, and the Chairman of the Board of Atlas Consolidated Mining and Development Corporation.

Prior to holding the post, he was a career banker who spent over 20 years with JP Morgan Chase and its predecessor institutions. During his stint in the banking industry, he was assigned to various executive positions where he gained substantial professional experience in the areas of credit, relationship management and origination, investment banking, capital markets, and general management. He has worked and lived in several major cities including New York, Seoul, Bangkok, Hong Kong, and Manila. He is the recipient of Corporate Governance Asian Excellence Awards Asia's Best CEO for 2018-2022 and more recently, of Asia's Golden Icon Award for Remarkable Leadership in Financial Excellence in 2025.

He graduated from Ateneo de Manila University with a Bachelor of Science degree in Business Management and finished a Master's degree in Business Management program at the Asian Institute of Management.

HENRY T. SY, JR.
Director

ears old, Filipino

Mr. Henry T. Sy, Jr. was elected to the Board of the Company on March 16, 2026. He is the Vice Chairman of SM Investments Corporation and Chairman of SM Prime Holdings, Inc. and Synergy Grid & Development Phils., Inc. He is also the Chairman and Chief Executive Officer of SM Development Corporation and Vice Chairman of National Grid Corporation of the Philippines. He is responsible for the real estate acquisitions and development activities of the SM Group, which include the identification, evaluation, and negotiation for potential

sites as well as the input of design ideas. He graduated with a Management degree from De La Salle University.

TULSI DAS C. REYES
ctor
ears old, Filipino

Mr. Reyes was elected to the Board of the Company on March 16, 2026. He is the President and Chief Operating Officer of DMCI Mining Corporation, CERI Logistics Inc., Berong Nickel Corporation, and Zambales Diversified Metals Corporation. He is also the President of Sta. Cruz Storage Corporation and Chief Operating Officer of Royal Star Aviation, Inc. He is a Board Member of the Philippine Nickel Industry Association since 2016 and a Member of the UP Engineering R&D Foundation since 2024. He is a graduate of the Advanced Management Program of the University of Asia & the Pacific and has a Geography degree from Canada.

ROSMARI D. CARANDANG
In ependent Director
years old, Filipino

Retired Supreme Court Associate Justice Carandang was elected to the Board as an Independent Director on March 16, 2026. She is also the Chancellor of the Philippine Judicial Academy since February 2022. She mandatorily retired as SC Associate Justice last January 9, 2022, after serving the High Court as its 181st Associate Justice for more than three years. Justice Carandang is an alumna of the University of the Philippines where she obtained her Bachelor of Arts major in Political Science degree in 1971 and Bachelor of Laws degree in 1975, graduating cum laude and class salutatorian. She placed ninth in the 1975 Bar Examinations with an average of 84.95 percent. Justice Carandang worked as a technical assistant in the Commission on Audit in 1976, and then went into private practice and worked with various financial institutions. She was appointed Presiding Judge of the Regional Trial Court of Manila, Branch 12. In March 2003, she was promoted to the Court of Appeals where she became Chairperson of its Third Division and Rules Committee, prior to her appointment as Associate Justice.

LEONARDO D. CUARESMA JR.
Independent Director
years old, Filipino

Mr. Leonardo D. Cuaresma Jr. was elected to the Board as an Independent Director on March 16, 2026. He is the former Managing Partner and Chief Operating Officer of Punongbayan & Araullo (P&A), serving from 2012 to 2023. He served as Vice-Chairman of the Board of Partners of P&A, as well as its Head of the People and Culture Group and Branches Operations. He is a fellow of the Institute of Corporate Directors. and served as the past Chairman and past President of the Philippine Auditing Assurance Standards Council and the Association of Certified Public Accountants in Public Practice, respectively. He received his Bachelor's Degree in Accountancy from the University of the East, and a Masters in Management from the Asian Institute of Management. He attended the Advanced Management Program of the Wharton Business School of the University of Pennsylvania, and the Pacific Rim Bankers Program of the University of Washington.

VICKY C. LIM TAN
Independent Director
years old, Filipino

Ms. Vicky C. Lim Tan was elected to the Board as an Independent Director on March 16,

2026. She is an independent Board member and Chairperson of the Corporate Governance Committee of Maya Bank, Inc. She served the Philippines as a member of the Board of Directors of the Maharlika Investment Corporation. She was with the Asian Development Bank (**ADB**) in various roles from 2000 to 2021, where she led project teams in developing country partnership strategies, and formulating and executing loans, equity investments, and grant facilities in private and government entities across infrastructure and financial sectors. She was the ADB's Budget Director and was the Principal Director and Head of the Bank's Department of Communications and served in the Bank's Integrity Oversight Committee and the Investment Committee of the Staff Pension fund. Post-ADB, she joined SteelAsia – the Philippines' largest steel manufacturing company as its Deputy President. She is a member of Women Corporate Directors International, NextGen Organization of Women Corporate Directors, and the Management Association of the Philippines, and is a fellow of the Foundation for Economic Freedom. She is a National University of Signatory Distinguished Senior Fellow. She finished at the top of her Masters of Business Administration class at the University of the Philippines, where she also took her undergraduate degree in Business Administration and Accountancy, placing 6th in the Certified Public Accountant board examinations.

FERNANDO A. RIMANDO
Treasurer
[redacted] years old, Filipino

Mr. Rimando was appointed as Treasurer of the Company on March 16, 2026. He is currently the Chief Finance Officer of Carmen Copper Corporation, a wholly-owned subsidiary of the listed company, Atlas Consolidated Mining and Development Corporation

ELMER B. SERRANO
Corporate Secretary
[redacted] years old, Filipino

Same as above.

TEPHANIE M. GANDIA
Assistant Corporate Secretary and Corporate Information Officer
[redacted] years old, Filipino

Atty. Gandia was appointed as Assistant Corporate Secretary of the Company on March 30, 2026 and likewise serves as its Corporate Information Officer. She is a practicing lawyer specializing in corporate and M&A, banking and capital markets and is a Partner of SERRANO LAW. She was named Asia Future Leader by IFLR, the first and only one recognized from the Philippines, and is now recognized as a Rising Star Partner by IFLR 1000. Atty. Gandia is also among the first to be ranked by The Legal 500 as a Rising Star in Corporate and M&A and has been consistently recognized as one of the elite up-and-coming lawyers and Next Generation Partner. She is also cited as a Recommended Lawyer in various practice areas. Atty. Gandia obtained her Juris Doctor degree from the University of the Philippines and graduated cum laude with a degree in BA Political Science from the same university.

Board and Senior Management Performance

The 2024 performance evaluation of the Board and key officers was reviewed and confirmed by the Corporate Governance Committee. The Board's performance in terms of carrying out its responsibilities, composition, conduct, interaction and communication, administration and process, strategic board meeting session, and board oversight of risks were rated satisfactory.

Skills deemed essential for Directors such as corporate governance, strategic planning and business strategy, risk management, legal and compliance, and sustainability, were deemed exhibited in the current Board. The Directors rated the Board Committees satisfactory in terms of their understanding of their respective roles and effectiveness in performing their functions. The results further indicate that the Chairperson and President demonstrated satisfactory leadership in their respective roles. Majority of the Directors considered themselves sufficiently trained in 2024.

The 2025 evaluation of the Board and key officers will be spearheaded by the Corporate Governance Committee using an approved set of questionnaires. The Corporate Governance Officer prepares the overall report and presents the results of the Board evaluation to the Corporate Governance Committee for discussion and endorsement to the Board, including the recommended actions and focus areas to improve effectiveness, if any.

Significant Employee

There is no person, other than the senior executive officers above, who is expected by the Company to make significant contributions to the Company**.**

Family Relationships

There are no family relationships up to the fourth civil degree either by consanguinity or affinity among directors, executive officers, or persons nominated or chosen by the Registrant to become directors or executive officers as of December 31, 2025.

Involvement of Directors and Executive Officers in Certain Legal Proceedings

To the Company's knowledge, none of its directors or executive officers is named or is involved in any legal proceeding during the last five (5) years, which will have any material effect on the Company, its operations, reputation, or financial condition.

Specifically, to the Company's knowledge, none of its directors and senior executives have been subject of the following legal proceedings during the last five (5) years:

i. bankruptcy petition by or against any business of which such director or senior executive was a general partner or executive officer either at the time of bankruptcy or within two (2) years prior to that time;

ii. a conviction by final judgment, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign;

iii. to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities or banking activities; and

iv. being found by a domestic or foreign court of competent jurisdiction (in a civil action), the SEC or comparable foreign body, or a domestic or foreign exchange or other organized trading, market or self-regulatory organization, to have violated the securities or commodities law or regulation, and the judgment has not been reversed, suspended or vacated.

ITEM 10. EXECUTIVE COMPENSATION

Disclosure and Transparency

The Company recognizes the need to report material information in a complete, accurate and timely manner thru easily accessible medium of communications. Significant items that are disclosed include the following:

A. Executive Compensation Policy

It is the objective of the Company to attract, motivate, and retain high-performing executives necessary to maintain its leadership position in the industry. To be competitive in the marketplace, the Company offers a remuneration package composed of fixed salary, benefits and long-term incentives. Below are the compensation details of the directors and key executive officers of the Company:

(1) President and four most highly compensated executive officers

in millions of pesos	Year	Annual Compensation	Other Compensation
President and four most highly compensated executive officers	2026 (estimate)	none*	none*
	2025	none*	none*
	2024	none*	none*
	2023	none*	none*

* Except for the Corporate Secretary, all the other officers, namely, the President, Treasurer, Compliance Officer, and Assistant Corporate Secretary in 2025 were seconded from BDO Unibank and BDO Finance Corp. and receive their compensation directly from these companies. The Corporate Secretary in turn, is an external counsel retained by BDO Unibank, which directly paid for his compensation.

There are no actions to be taken with regard to election, any compensatory plan, contract, or arrangement, bonus or profit-sharing, change in pension/ retirement plan, granting of or extension of any options, warrants or rights to purchase any securities.

(2) Compensation of directors and officers as a group

In Million Pesos	**Year**	**Annual Compensation**	**Other Compensation**
All other officers and directors	2026 (estimate)	1.92	none
	2025	1.92	none
	2024	2.19	none
	2023	2.18	none

B. Compensation of Directors

Each director is entitled to receive *per diem* allowance for attending board and committee meetings. As provided by law, the total compensation of directors shall not exceed 10% of the net income before income tax of the Company for the preceding year.

Each member of the Board of Directors received the following amounts as Directors for the year 2025:

Name of Director	Amount
1. Elmer B. Serrano	Php500,000.00
2. John Emmanuel M. Lizares	0.00
3. Melanie S. Belen	0.00
4. Ismael G. Estela, Jr.	583,333.33
5. Geneva T. Gloria	0.00
6. Lazaro Jerome C. Guevarra	0.00
7. Lucy C. Dy*	0.00
8. Rebecca S. Torres**	250,000.00
9. Luis R. Reyes, Jr.	0.00
10. Luis Ma. G. Uranza	583,333.33
Total	**Php1,916,666.66**

**Newly-elected to the Board effective July 1, 2025*
***Resigned, effective June 30, 2025*

Above-mentioned amounts include total fees and *per diems* received by the Directors for their attendance in meetings of the Board. Executives of BDO Unibank and DHI did not receive any Directors' fees nor per diems as Directors of the Company.

There is no distinction on the fee for a Committee chairman and member. Other than these fees, the non-executive Directors do not receive any share options, profit sharing, bonus, or other forms of emoluments.

The Company may grant to the Directors any compensation other than *per diem* upon approval of the shareholders representing at least a majority of the outstanding capital stock.

C. Outstanding warrants or options held by the Company's CEO, executive officers, and all officers and directors as a group.

There are no outstanding warrants or options held by the Company's President, officers, and all Directors as a group.

D. Any repricing of warrants or options held by such officers or directors in the last completed fiscal year, as well as the basis for each such repricing.

There are no outstanding warrants or options held by the Company's President, officers, and all Directors as a group.

ITEM 11. SECURITY OWNERSHIP OF CERTAIN RECORD AND BENEFICIAL OWNERS AND MANAGEMENT

Security Ownership of Certain Record/Beneficial Owners

As of December 31, 2025, the following are known to the Company to be directly or indirectly the record and/or beneficial owners of more than 5% of the Company's voting securities:

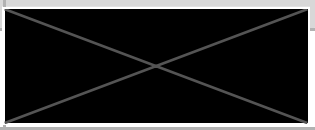
Title of class	Name, address of Record Owner & Relationship with Issuer	Name of Beneficial Owner & Relationship with Record Owner	Citizenship	Number of Shares Held	Percent
Common	BDO Unibank, Inc. together with its wholly-owned subsidiary BDO Capital & Investment Corporation BDO Corporate Center, 7899	Record and beneficial (affiliate and majority stockholder)	Filipino	1,914,711,807	88.54%

	Makati Avenue, Makati City***/Parent Company***				
Common	PCD Nominee Corp. ("PCD") / [redacted], ***PCD has no relationship with the Issuer except as stockholder. PCD, being a nominee corporation, only holds legal title, not beneficial ownership of the lodged shares.***	Various stockholders No stockholder owns more than 5% of the Company's voting securities through PCD	Filipino	248,209,611	11.478%
			Non-Filipino	669,961	0.031%

The persons authorized to vote the shares of BDO Unibank are Ms. Teresita T. Sy and Mr. Nestor V. Tan.

As of December 31, 2025, the following stockholders own more than 5% of BDO Unibank:

Title of Class	Name, address of Record Owner and relationship with BDO Unibank	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	Number of Shares Held	Percent
Common and Preferred	**SM Investments Corporation** 10th Floor, One E-com Center, Harbour Drive, Mall of Asia Complex, CBP-I-A, Pasay City / Parent Company	Sy Family (Substantial stockholders)	Filipino	2,314,045,022	38.88%
Common	**PCD Nominee Corporation** [redacted]	Various stockholders	Non-Filipino	1,449,764,339	24.36%
Common	**PCD Nominee** * [redacted]	Various stockholders	Filipino	828,662,141	13.92%
Common and Preferred	**Sybase Equity Investments Cor oration SEIC** ** [redacted]	Various stockholders	Filipino	759,318,699	12.76%
Common	**Multi-Realty Development Cor oration MRDC** [redacted]	SM Investments Corp. (Subsidiary)	Filipino	353,035,964	5.93%

Title of Class	Name, address of Record Owner and relationship with BDO	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	Number of Shares Held	Percent
					
	TOTAL			**5,704,826,165**	**95.85%**

* Exclusive of PCD-lodged shares of SEIC
** Inclusive of PCD-lodged shares of SEIC

Security Ownership of Management

As of December 31, 2025, the total number of shares owned by the Directors and management of the Company as a group is 23,670 common shares, which is equivalent to 0.0010946% of the total outstanding common shares of the Company. The Company's Directors and officers as of December 31, 2025 own the following Common Shares:

Title of Class	Name of Beneficial Owner	Position	Citizenship	No. of Shares	Percentage
Common	Elmer B. Serrano*	Chairman	Filipino	100 (D)	0.0000046%
Common	John Emmanuel M. Lizares*	Director & President	Filipino	100 (D)	0.0000046%
Common	Luis S. Reyes Jr.*	Director, Treasurer	Filipino	100 (D)	0.0000046%
Common	Luis Ma. G. Uranza*	Lead Independent Director	Filipino	100 (D)	0.0000046%
Common	Ismael G. Estela Jr.*	Independent Director	Filipino	100 (D)	0.0000046%
Common	Lazaro Jerome C. Guevara*	Director	Filipino	100 (D)	0.0000046%
Common	Geneva T. Gloria*	Director	Filipino	100 (D)	0.0000046%
Common	Melanie S. Belen*	Director	Filipino	100 (D)	0.0000046%
Common	Lucy C. Dy*	Director	Filipino	100 (D)	0.0000046%
Common	Cosme S. Trinidad Jr.*	Compliance and Corporate Governance Officer	Filipino	22,770 (D)	0.0010530%
	Total			**23,670**	**0.0010946%**

**Resigned from the Company effective March 16, 2026.*

Directors and officers of the Company are required to report to the Company any acquisition or disposition of the Company's shares within three (3) business days from the date of the transaction. As prescribed by PSE's Disclosure Rules, the Company shall disclose to the PSE any acquisition or disposition of its shares by its Directors and Officers within five (5) trading days from the transaction. Under Section 23 of the Securities Regulation Code (SRC), the Company shall likewise disclose to SEC within ten (10) days after the close of each calendar month thereafter, if there has been a change in such ownership of shares by Directors and Officers at the close of the calendar month and such changes in his ownership as have occurred during such calendar month.

ITEM 12. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

The Company has adopted a comprehensive and extensive policy for its related party transactions in compliance with the regulatory requirements of not only the SEC, but also of the BSP since the Company was a subsidiary of a bank prior to the closing of the Transaction between

Monte Sur and BDO Unibank on March 16, 2026. Pursuant to the SEC MC No. 10, series of 2019 (Rules on Material Related Party Transactions for Publicly-Listed Companies), the Company adopted a Material Related Party Transactions Policy on October 2019, which was revised last May 2024 to reflect the change in name of Company to its current name. A copy of the Policy is available in the Company's website and will be enhanced considering the closing of the Transaction.

Related Parties broadly refer to the following: Directors, Officers, Stockholders, Related Interest (DOSRI) as defined under regulations, Subsidiaries, Affiliates and Other Related Parties acting for themselves, as representatives or agents for others, or as guarantors, sureties, endorsers, mortgagors, pledgors, assignors, or in any capacity in which (i) they become obligated or may be obligated to the Company to pay or its equivalent or by any means whatsoever or (ii) there is a transfer of resources, services or obligations between the Company and the Related Party. In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

In 2025, the Company entered into transactions with BDO Unibank and other affiliates in the ordinary course of business. These transactions are made substantially on the same terms as with other individuals and businesses of comparable risks.

Policies and procedures have been put in place to manage potential conflicts of interests arising from related party transactions. Single and aggregated material related party transactions follow strict approval process. The Company's Related Party Transactions Committee composed of independent and non-executive Directors, reviews and scrutinizes the terms and conditions of covered transactions to ensure that these are made on an arms-length basis, that no preferential treatment is accorded, and they are negotiated as a regular business transaction in accordance with regulations. These transactions are then elevated to the Company's Board for confirmation and approval. Directors and officers who have interest in the transactions abstain from participating in the discussion. The details of the deliberations are included in the minutes of the Board and Board Committee meetings. Approved related party transactions are then properly tagged for monitoring and reporting of exposures.

The Company's related parties are BDO Unibank, BDO TIG, and BDOFC as described below.

The summary of the Company's significant transactions with its related parties in 2025, 2024, and 2023 are as follows:

		Amount of Transaction		
(Amounts in PHP)	*Notes*	**2025**	**2024**	**2023**
Stockholders				
Cash dividend declared and paid	*9.4*	-	3,243,712,968	-
Ultimate Parent Company (BDO Unibank)				
Interest income on short-term placements and investments	*(a)*	19,415,723	64,611,907	77,869,196
Trust fees	*(d)*	3,237,683	5,005,480	3,591,034
Service fees	*(b)*	480,250	570,196	360,250

Intest income on savings deposits and demand deposits	*(a)*	4,041	16,424	9,385
UITF redemption	*(c)*	-	-	6,021,053,236
UITF placement	*(c)*	-	-	6,020,004,237
Realized fair value gains	*(c)*	-	-	1,048,999
Related party under common ownership (BDOFC)				
Management fees	*(e)*	504,000	504,000	336,000
Others				
Director's Fee	*(f)*	1,916,667	2,193,333	2,182,222

Below is the summary of the outstanding balances with each related party as of December 31, 2025 and 2024.

(Amounts in PHP)		Amount of Transaction	
	Notes	**2025**	**2024**
Ultimate parent company (BDO Unibank)			
Savings and demand deposits	*(a)*	3,145,715	2,580,576
Short-term placements	*(a)*	-	-
Accrued interest receivables on short-term placements	*(a)*	-	-

(a) The Company maintains savings and demand deposit and short-term placement accounts with BDO Unibank. As of December 31, 2025 and 2024, savings and demand deposit and short-term placements accounts maintained with BDO Unibank are included under Cash and Cash Equivalents account in the statements of financial position. The savings and demand deposits generally earn interest at annual rate of 0.06% in 2025, 2024, and 2023 and short-term placements earn interest at an effective rate of 5.34% in 2025, 6.01% in 2024, and 5.75% in 2023. Interest income earned on these deposits is reported as Interests and discounts account in the statements of income.

(b) The Company entered into an agreement with BDO Unibank on stock transfer services. Service fees paid by the Company to BDO Unibank are shown as part of Other Expenses account under Operating Costs and Expenses in the statements of income. There were no outstanding receivable and payable on these transactions as of December 31, 2025 and 2024.

(c) In April 2023, the Company purchased and redeemed UITF amounting to Php6,020,004,237 which resulted to a realized fair value gains amounted to Php1,048,999. Realized fair value gains are presented under Income in the 2023 statements of income. There was no similar transaction in 2024 to 2025.

(d) In April 2023, the Company entered into an investment management agreement with BDO TIG for services related to the Company's fund management. Fees paid by the Company to BDO-TIG is reported as Trust Fees account under Operating Costs and Expenses in the 2025 and 2024 statements of income. There was no outstanding payable on these transactions as of December 31, 2025 and 2024.

(e) In May 2023, the Company entered into a service level agreement with BDOFC wherein BDOFC will charge the Company for certain management services that the former provides

to the latter. Management fees paid by the Company to BDOFC are shown as part of Other Expenses account under Operating Costs and Expenses in the 2025 and 2024 statements of income. There was no outstanding payable arising from this transaction in 2025 and 2024.

(f) The Company recognized Director's fees amounting to Php1,916,667, Php2,193,333, Php2,182,222 in 2025, 2024, and 2023, respectively, and is presented under Operating Costs and Expenses account in the statements of income. There was no outstanding payable arising from these transactions as of December 31, 2025 and 2024.

PART IV - CORPORATE GOVERNANCE

ITEM 13. CORPORATE GOVERNANCE

Corporate Governance

Corporate governance in DHI encompasses effective oversight, strict regulatory compliance, and sustainable value creation. These core values are designed to safeguard and promote the best interest of all stakeholders, ensuring a balanced, ethical, and forward-looking approach to business operations and governance. DHI's steadfast commitment to the highest standards of corporate governance is applied across the institution through consistent implementation of the principles of accountability, fairness, integrity, and transparency. Having been under the umbrella of the BDO Group (until March 16, 2026), this approach has built DHI's market reputation on the solid foundation of an upstanding corporate culture and responsible business conduct, underpinned by a well-structured and effective system of governance.

DHI complies with the SEC Code of Corporate Governance for Publicly-Listed Companies. It applies relevant international best practices of corporate governance issued by globally recognized standards-setting bodies such as the Organization for Economic Cooperation and Development (OECD) and the ASEAN Corporate Governance Scorecard (ACGS) which serve as essential points of reference.

This report describes the highlights of our corporate governance practices throughout the financial year ended December 31, 2025.

Governance Structure

Board of Directors

Responsibility for good governance lies with the Board. It is responsible for providing effective leadership and overall direction to foster the long-term success s of the Company. It oversees the business affairs of the Company, reviews the strategic plans and performance targets, financial plans and budgets, key operational initiatives, capital expenditures, acquisitions and divestments, annual and interim financial statements, and corporate governance practices. It also periodically reviews the Company's corporate mission and vision and ensures their continuous alignment with the Company's strategic plans. It oversees management performance, the enterprise risk management, internal control systems, financial reporting and compliance, related party transactions, continuing director education, and succession plans for the Board, the President, and senior management officers. It considers sustainability issues related to the environment, social, and governance factors as part of its sustainable company practices.

Board Composition

As of December 31, 2025, the Board was composed of eleven (11) members with two (2) vacancies. It was led by a Non-Executive Chairperson with two (2) Independent Directors, four (4) Non-Executive Directors, and two (2) Executive Directors who are the President and Treasurer.

The composition of the Board exceeds the minimum regulatory standards which require that independent and non-executive Directors account for the majority. Independent and Non-Executive Directors of the Company comprised 64% (7 of 11) of the Board. With four (4) of 11 Board seats occupied by Independent Directors, the Company goes beyond the 1/3 minimum requirement of the SEC. Independent Directors chair four (4) of six (6) board-level committees, namely Board Audit, Corporate Governance, Related Party Transactions, and Nominations. This provides independent, objective, and balanced judgment on significant corporate matters and ensures that key issues and strategies are objectively reviewed, constructively challenged, thoroughly discussed and rigorously examined.

Screening of Directors

The Board is responsible for the screening of new Directors through the Nominations Committee. It leads the process of identifying and evaluating the nominees for Directors. Using the Company's Board Diversity Policy as primary reference, the Nominations Committee evaluates the balance, skills, knowledge and experience of the existing Board membership and the requirements of the Company before the Annual Stockholders' Meeting. The result of the evaluation determines the role and key attributes an incoming Director should have. The Nominations Committee receives recommendations for potential candidates and uses, to the extent possible, external search firms or external databases (i.e., ICD List of Members) in selecting the pool of candidates for the new members of the Board. The Nominations Committee recommends the most suitable candidate to the Board for appointment or election as director.

For reelection of incumbent Directors, the Nominations Committee also considers the results of the most recent annual evaluation of the performance of the BOD and Board-level Committees facilitated by an independent third-party evaluator, attendance record in meetings, participation in Board activities and overall contribution to the functioning of the Board.

Board Diversity

The Company adopted the revised Board Diversity Policy of BDO Unibank (its parent company in 2025 and until March 16, 2026), that sets out approaches to promote diversity in the membership of the Board and recognizes that diversity in skills, experience, gender, sexual orientation or preference, age, education, race, religion, business and other related expertise among its directors will foster critical discussion and promote balanced decision by the Board. It views diversity as an essential element in maintaining strong corporate governance through a strong and effective Board.

The Board commits to continually promote and observe diversity in its membership. As a whole, the Board, through its members, should possess all of the necessary skills, experience and functional expertise to oversee the strategic direction of the Company. In determining the optimum composition of the Board and in filling vacancies, the Nominations Committee should consider all aspects of diversity in its Diversity Policy in order to maintain an appropriate balance of skills, background, experience, and knowledge in the Board composition, as well as the important role of women with appropriate and relevant skills and experience.

In evaluating the suitability of an individual board member and promoting diversity in the composition of the Board, the Nominations Committee annually reviews the Board and Board-level Committee composition to ensure appropriate balance of skills, competencies, experience in its membership, and diversity to assure alignment with the new regulations. The Committee

recommends to the Board the slate of candidates nominated by the stockholders for election to the BOD during the Company's annual stockholders' meeting. The Committee takes into account the relevant qualifications of every candidate nominated for election, with competence and integrity as the primary factors.

The present members of the Board have extensive experiences in strategic planning and business strategy, investment management, accounting and finance, legal and compliance, entrepreneurship, asset management, taxation, human resource management, risk management and corporate governance.

Considering the growth, complexity and scope of the Company's business, the Board believes that its current size and composition provide sufficient diversity among its directors and enable it to bring about effective leadership and maintain strong corporate governance.

Selection and Appointment of Senior Executive Management

The Board is also responsible for approving the selection and appointment of a competent executive management led by the President including the heads of units who exercise control functions, *i.e.*, Chief Compliance Officer. Fit and proper standards are applied in the selection of key officers and utmost consideration is given to their integrity, technical expertise, and relevant experience.

Review of Company's Mission, Vision, and Strategic Plans

The Board, being the highest governance body, is responsible for approving and updating the Company's mission, vision, objectives and strategies on a continuing basis and in overseeing management's implementation thereof, taking into account the Company's long-term financial interests, its level of risk tolerance, and ability to manage risks effectively. It is actively engaged in the affairs of the Company, keeps up with material changes in the Company's business and regulatory environment and ensures that the Company has beneficial influence on the economy. The Board similarly oversees the implementation of policies governing major areas of the Company's operations and holds special meetings to discuss strategic matters and critical concerns.

During the year, the Board approved, reviewed, and oversaw the Company's financial budget and capital funding, business targets and strategies, and the release of the 2024 audited financial statements which were disclosed to the public on February 24, 2025, 55 days from year end, following the SEC Code of Corporate Governance for Publicly Listed Companies' recommendation of within 90 days from year-end. Its oversight functions include the review of operational and financial performance of senior management and works of the various committees in accordance with their Terms of Reference.

Before the year 2025 ended, the Board led the way in the review of the Vision, Mission and Core Values of DHI and exercise oversight over strategy, culture and long-term direction. The assessment made by the Board proved that Vison, Mission and Core Values statements are still relevant and appropriately aligned with the Company's current strategic context:

Relevance to business model

- DHI now functions as an investment/holding company (it formerly operated as a leasing and finance company) - its purpose is to hold/own real estate properties, securities/shares of stocks, and other assets, engage in investments and business activities involving those assets.

- The Mission's emphasis on "investments that are sustainable . . . and maximize shareholder value" is especially pertinent to a holding company that must select, manage and monitor its portfolio of assets.
- The Vision's focus on "invest in value-generating businesses which promote sustainability, economic growth and improve the lives of Filipinos" reflects a broader stakeholder orientation beyond just returns - which aligns with long-term value creation rather than short-term profits.

Strategic alignment with Parent Group and market environment

- As a subsidiary of the BDO Group (in 2025 and up until March 16, 2026), DHI's shift to a holding company structure signals strategic repositioning to greater flexibility in pursuing business opportunities.
- The Mission and Vision statements emphasize sustainability, social welfare and national growth - these align well with broader environmental, social and governance (ESG), stakeholder and governance themes, which are increasingly becoming relevant in the Philippines and globally.
- The Core Value of "dynamic and efficient organization" supports the need for the holding company to be agile, adaptive and disciplined in portfolio management; the "employees" and "shareholders" commitments underscore the internal culture and external accountability.

Long-term orientation

- The Mission and Core Values emphasize long-term returns ("consistently high returns") and continuous improvement; the Vision includes "improve the lives of Filipinos" and national/ community growth. These statements align with a strategic stance that focuses on enduring value rather than short-term financial engineering.

Stakeholder breadth

- The inclusion of employees, other stakeholders, communities, and social/environmental dimensions go beyond narrow shareholder focus. In the holding company context, where investment returns must be balanced with risk, reputation, sustainability and governance, this is appropriate and relevant.

Sustainability Initiatives

The Board also oversaw matters related to sustainability. Having been a subsidiary of BDO Unibank (in 2025 and up until March 16, 2026), the Company took part in the BDO Unibank's Environmental and Social Risk Management System (ESRMS) during the year which provides guidance to identify, assess, and manage E&S risks and opportunities associated with the Company's operations.

Improving Board Effectiveness

The principles and requirements set out in the Philippine Code of Corporate Governance for Publicly-listed Companies (CG Code), the latest Enhanced Corporate Governance Guidelines for the BSP-Supervised Financial Institutions under BSP Manual of Regulations for Non-Bank Financial Institutions (being a subsidiary of a bank in 2025 and up until March 16, 2026), and the ASEAN Corporate Governance Scorecard all stress the importance of the role of an effective Board in establishing high standards of corporate governance to ensure the sustainable growth and long term resilience of an organization, whilst protecting the interests of all stakeholders.

A key step towards enhancing Board effectiveness is to evaluate the performance of the Board collectively, its Board Committees and individual Directors. In 2025, all Board members were

asked to complete evaluation forms which utilized descriptive rating scale and open comments box. Below are the highlights of the Board evaluation results:

- The Board garnered an overall average rating of “Satisfactory”. The key areas evaluated comprised board responsibilities, composition, conduct, interaction and communication, administration and process, strategic board meeting session, and board oversight of risks.

- The Board's strength lies in the composition of the members, which is perceived to be of the right size, with sufficient diversity, experience and credentials, as well as its interaction and communication process. Skills deemed essential for Directors such as corporate governance, strategic planning, legal and compliance, risk management, sustainability, corporate finance, accounting and finance, human resource management, are sufficiently exhibited by the current Board.

- Directors rated all Board Committees satisfactory in terms of understanding their respective roles and effectiveness in performing their functions.

- Directors considered themselves adequately trained in 2025. Among the training topics suggested were on industry updates, evolving domestic and international regulations, risk management, business continuity, crisis management, cybersecurity threats, sustainability, disruptive technology, digitalization, leadership, corporate culture and conduct, workforce of the future/talent management.

- Director's self and peer evaluation resulted to an average peer rating of satisfactory, indicating a high level of confidence among the Directors. Specific unique experiences, skills and key values of existing Directors were identified, and among the high competency and expertise of the Board are in the areas of corporate governance, strategic planning and business strategy, accounting and finance, corporate finance, risk management, legal and compliance, human resource management, asset management and entrepreneurship.

Senior Management and Employee Performance

The Board approves and monitors appropriate key performance indicators for senior management, which are aligned with the Company’s strategic plan, and oversees management's conduct of the Company’s business and intervenes as needed. Using an approved set of questionnaires, the Board reviewed Senior Management’s performance against established criteria, for purposes of assessing its effectiveness and as a tool in its efforts to enhance its structure, composition, and procedures. The results of the assessment reveal that the Board generally perceives the Senior Management as strong especially in areas of qualifications, financial performance, strategy, and leadership.

The measurable standards for each employee established by the Company every year is the Key Result Areas (**KRA**) Plan. The KRA specifies the focus area of performance and the results expected that are aligned with the strategy of the Company. The KRA Plan is the effective performance management framework adopted to ensure that individual performance is tracked versus standards set by Management and Board. The fulfillment of these standards is the basis of the yearly appraisal rating of employees. For the heads of control functions, their annual performances are assessed by the Board-level Committees that oversee them. Their performances are measured against the regulatory expectations for their roles.

Continuing Education for Directors and Senior Management

The continuing education program for directors is an ongoing process to ensure the enhancement of their skills and knowledge. Every year, all Directors and key officers are given updates and briefings, and are required to attend a corporate governance seminar on appropriate topics to ensure that they are continuously informed of the developments in the business and regulatory environments, including emerging opportunities and risks in the industry.

Directors of DHI complied with the annual corporate governance training requirement of four (4) hours in 2025. All nine (9) directors of DHI (in 2025), along with other directors and members of the senior management and key officers of entities in the BDO Group, attended its in-house corporate governance seminar held on July 25, 2025.

- Prof. Ian Goldin, a distinguished economist, author and futurist and Director of Oxford Martin School of the University of Oxford, discussed artificial intelligence (AI) and its impact on business. Prof. Goldin cited that AI improves productivity by 10% and is significant for repetitive and data-driven tasks. He noted that the impact of AI to the BDO Group is multi-faceted: it is a rich tool that will allow the Group to do many things, but disruptive risks may exist in the area of customer identification and verification process will be a challenge. There is a need for massive investment in technology.

- Mr. Steve Martin, a leading authority on behavioral science and influence and CEO of Influence at Work (UK), shared his studies on changing consumer behavior as it applies to business and banking. Mr. Martin examined the two types of trust: competency-based (the confidence we have in an individual's or organization's skills and abilities) and integrity-based (the confidence that an individual or a business will honor their word). He exposed the rise of the super-distruster, who are disillusioned and conflicted, and have outright disregard of the elite. They are the future customers, which is bad news for banks. He reminded everyone that trust requires consistency: Customers look to the past for confidence about the future. Trust requires the use of the right messenger: What's being said often matters less than who is saying it. Trust is a contact sport: regular, meaningful, transparent.

- Finally, Mr. Shai Ganu, Managing Director of Willis Towers Watson and a recognized expert in executive compensation, board effectiveness and corporate governance across Asia Pacific, enlightened the directors on stewardship as the guiding principle for the board and people agenda. Mr. Ganu emphasized that the climate crisis is more pronounced than it has ever been, and stewardship necessitates careful and responsible management of nature to protect and enhance its value. Environmental, Social and Governance (ESG) is not Corporate Social Responsibility (CSR): ESG is an initiative, CSR is a strategy. Purpose-driven and evolved organizations are adopting ESG commitments that promote sustainability and positive business impact. Climate skills are necessary, and nature must be considered in the boardroom. Stewardship requires inculcating the right culture in a company.

Succession Planning

Succession planning for the Board and senior management is an important part of the governance process. The Board adopts a policy on retirement for directors and officers, as part of the succession plan, to promote dynamism. The Board, through the Corporate Governance Committee, reviews the succession framework/policy and leadership development plans for the Board and senior management. The Nominations Committee, on the other hand, leads the process for identifying and makes recommendations to the Board on, candidates for appointment as Directors of the Company as well as management positions requiring appointment by the Board, giving full consideration to succession planning and the leadership needs of the Company.

In the Board level, succession planning is always a conscious effort to the Board to assess every year the nominees for Board members. At such time, the remaining term of each independent director is also noted to allow the Board sufficient time to scout for successors. The Board, through the Nominations Committee, shortlists the candidates nominated by the stockholders by pre-screening and checking the qualifications of candidates. Also, the Board has adopted the nine-year term limit of independent directors as a way to refresh the Board membership progressively and in an orderly manner.

In the Management level, the implementation of succession planning within BDO Groups and its subsidiaries (including DHI which was a subsidiary of BDO Unibank in 2025 and up until March 16, 2026) is driven by the respective group heads in partnership with Human Resources Group (HRG) and shall cover critical leadership or individual contributor roles to ensure business continuity. This is achieved through a systematic and integrated process in the identification, assessment, development and retention of talents.

The Succession Planning Policy shall cover the steps involved in the (a) identification and development of talents, and (b) assessment and building of succession bench strength to ensure that potential successor is ready to transition to the next key leadership/position in the Company.

Remuneration of Directors and Senior Management

Our Remuneration policy is geared towards attracting, retaining, and motivating employees and members of the Board.

The remuneration framework for senior management includes fixed pay and bonuses as a long-term incentive program. It is linked to corporate and individual performance, based on an appraisal of senior management. The five most highly compensated officers are the President and four Executive Officers. All qualified employees may be entitled to an annual merit increase in salary, based on their performance for the immediately preceding year. This has a long-term and compounding effect to the fixed pay, which serves as basis for their retirement benefit. With the conversion of DHI to a Holding Company in October 2020, only five (5) Corporate Officers were retained in the Company.

In 2025, except for the Corporate Secretary, all the other officers, namely, President, Treasurer, Compliance Officer, and Assistant Corporate Secretary, were seconded from BDO Unibank and BDO Finance Corp. and receive their compensation directly from these companies. The Corporate Secretary, in turn, is an external counsel retained by BDO Unibank, which directly pays for his compensation. Non-Executive Directors (**NEDs**) receive per diem for attending board and committee meetings. In addition, the Company grants director fees, other than per diem, in accordance with law to ensure that the remuneration is commensurate with the effort, time spent, and responsibilities of NEDs. There is no distinction on the director's fee for a committee chairman or member. The total remuneration of each member of the Board is disclosed in the Company's Definitive Information Statement and SEC Form 17-A (Annual Report).

Employees

The Company considers its Human Resources as extremely valuable. To ensure the protection and well-being of the employees, the Company has implemented policies and programs that cover the following areas:

- **Code of Conduct and Business Ethics**

DHI believes that practicing right conduct and ethical behavior inspires and strengthens the confidence of all our stakeholders.

The Code outlines the principles and policies that govern the activities of the institution, sets forth the rules of conduct in our workplace and the standards of behavior of its directors, officers and employees in their activities and relationships with external shareholders. These reflect the core values the institution subscribes to and promote.

The Code applies at all times to all members of the Board and BDO Group (with DHI being the subsidiary of BDO Unibank in 2025 and up until March 16, 2026) employees in their dealings with clients, suppliers, business partners and service providers. It covers the Company's commitment to a gender friendly workplace, concern for occupational health, safety and workplace environment, transparency, integrity and accountability, compliance with laws and regulations, standards of behavior and personal conduct, and ethics of doing business.

- **Employee Welfare**

  DHI is committed to promote the physical, social and mental well-being of its employees. It aims to provide a workplace free from discrimination and all forms of physical, sexual and psychological abuse including harassment, bullying and intimidation. The Company established the Policy on Disclosure of Sensitive/Confidential Matters to Management to give employees the opportunity to communicate, with protection from reprisal, legitimate concerns about illegal, unethical or questionable practices in the workplace.

- **Health and Safety**

  DHI is committed to maintain a positive, harmonious and professional work environment with due importance accorded to the occupational health and safety of the employees and related external constituencies.

  The continuing activities to promote health and safety are the following:
  - No Smoking Policy in all head offices and branches is strictly enforced;
  - No firearms allowed in all offices and branch premises;
  - Use of CCTV as a deterrent to possible criminal activities such as hold-ups/robberies;
  - Fire prevention measures and safety/evacuation drills for fire and earthquakes;
  - Installation of access ramps for persons with disability in our buildings and branches to make our offices safe and accessible to PWDs;
  - Regular safety inspections in corporate offices and branches nationwide to rectify immediately all noted unsafe conditions; and
  - Emergency Response Teams to ensure availability of emergency response personnel in time of disaster.

Corporate Social Responsibility

For 2025, the Company’s Corporate Social Responsibility commitment is manifested through the BDO Foundation (since DHI was the subsidiary of BDO Unibank in 2025), the corporate social responsibility arm of the BDO Group which undertakes initiatives to address the needs of the underprivileged and marginalized members of society. In 2025, the foundation implemented initiatives in the areas of financial inclusion and disaster response, rehabilitation and rebuilding.

Dividends

DHI recognizes the importance of providing equitable dividends consistent with its commitment to shareholders. Out of the annual net profits from operations of the Company, after providing for reserves required by law or regulation to be maintained, the BOD shall have the power and authority to declare dividends in such amounts and on such dates it may determine, to be paid to the holders of the outstanding capital stock of the Company.

Upon Board approval, necessary disclosures are made in compliance with regulatory requirements. Dividends are paid within 30 days from date of declaration. The full dividend policy statement is published on the corporate website.

Government and Regulators

The Company supports the compliance with the spirit, not just the letter, of the laws and regulations of the jurisdictions it operates. All business deals and transactions shall adhere to regulatory requirements and applicable laws particularly on data privacy and protection, anti-money laundering and other financial crimes, insider trading and consumer protection.

Transparency and Disclosures

DHI is fully committed to provide its investors and other stakeholders full transparency and timely information disclosure through filing with the SEC and the PSE, as found in the following:

1. General Information Sheet (GIS)
2. Definitive Information Sheet (DIS)
3. SEC form 17-A
4. SEC form 17-C (current reports - material information)
5. SEC form 17-Q (Quarterly Report)
6. SEC form 23-A/B (Statement of Beneficial Owners)
7. Audited Financial Statements (AFS)

Required disclosures relating to:

1. Financial information is stated in the AFS, SEC Form 17-Q, and the DIS
2. Shareholder matters are provided in the DIS
3. Executive compensation policy is stated in the DIS
4. Directors' fees are found in the DIS
5. Corporate actions, among others, are provided in the PSE official website www.pse.com.ph

Related Party Transactions

The Company has established policies and procedures on RPTs in accordance with SEC regulations. These include definition of related parties, coverage of RPT policy, guidelines in ensuring arm's length terms, identification and prevention of potential or actual conflicts of interest, adoption of materiality thresholds, internal limits for individual and aggregate exposures, whistle-blowing mechanisms, and restitution of losses and other remedies for abusive RPTs. The RPT Committee reviews and endorses to the Board for final approval all material RPTs. The RPT Policy ensures that every related party transaction is conducted in a manner that will protect the Company from any potential conflict of interest. The Policy also covers the proper review, approval, ratification, and disclosure of transactions between the Company and any of its related parties in compliance with legal and regulatory requirements. The policy also requires that any member of the RPT Committee who has a potential interest in any related party transaction shall abstain from the discussion and endorsement of the related transaction. Likewise, any member of the Board who has interest in the transaction must abstain from the deliberation and approval of such RPT. RPTs, whose value may exceed 10% of the Company's total assets, require review

of an external independent party to evaluate the fairness of its terms and conditions and approval of 2/3 vote of the Board, with at least a majority of the independent directors voting affirmatively. In 2025, with limited operations, no transaction qualified under the materiality threshold as defined in SEC Memorandum Circular No. 10 (Series of 2019) or the Rules on Material Related Party Transactions for Publicly-Listed Companies.

The full version of the RPT Policy is published on our corporate website.

Chairperson of the Board

The Chairperson is primarily responsible for leading the Board and ensuring its effectiveness. The Chairperson provides leadership to the Board, fosters constructive relationships with the Directors, promotes an open environment for critical discussions and constructive debate on key issues and strategic matters, and ensures that the BOD exercises strong oversight over the Company's business and performance of senior management. The Chairperson takes a lead role in ensuring that the Board provides effective governance of the Company and continues to operate at a very high standard of independence with the full support of the directors.

Board of Directors Meeting

The BOD is responsible for the overall direction, management and supervision of DHI's affairs, exercising collective authority in decision-making and corporate governance. In 2025, the Board of Directors convened seven (7) meetings. The table below presents the attendance record:

2025 Board Meetings				
Name of Director	**Position**	**No. of Meetings Attended**	**Total No. of Meetings**	**% of Attendance**
Elmer B. Serrano	Chairman	7	7	100%
John Emmanuel M. Lizares	Director/President	7	7	100%
Melanie S. Belen	Director	7	7	100%
Ismael G. Estela, Jr.	Independent Director	7	7	100%
Geneva T. Gloria	Director	7	7	100%
Lazaro Jerome C. Guevarra	Director	7	7	100%
Luis S. Reyes Jr.	Director & Treasurer	7	7	100%
Luis Ma. G. Uranza	Independent Director	7	7	100%
Lucy Co Dy*	Director	2	2	100%
Rebecca S. Torres**	Director	5	5	100%

**Newly-elected to the Board effective July 1, 2025, hence, attendance count started in August 2025*
***Resigned, effective June 30, 2025*

Independent and Non-Executive Directors' Meeting

Regular meetings are held by Independent and Non-Executive Directors (**INED**) with the heads of the control functions as well as the external auditor, without the presence of management or any executive, to discuss various matters or issues outside the Board Audit Committee and Risk Management Committee meetings. The INED also meets with the heads of business and operating units to understand further and engage in deeper discussions with the management. The meetings are chaired by the Lead Independent Director.

In 2025, two INED meetings were conducted. The first was in May 21 and the second one was

done in November 13.

Board-level Committees

The Board has established six (6) committees to help in discharging its duties and responsibilities. These committees derive their authority from and report directly to the Board. Their mandates and scopes of responsibility are set forth in their respective Terms of Reference, which are subjected to annual review and may be updated or changed in order to meet the Board's needs or for regulatory compliance. The number and membership composition of committees may be increased or decreased by the Board as it deems appropriate, consistent with applicable laws or regulations specifically on the majority membership and chairmanship of independent directors in various committees. As of December 31, 2025, four (4) of six (6) board-level committees are chaired by Independent Directors.

The standing committees of the Board are as follows:

Executive Committee

Chairperson:
Lazaro Jerome N. Guevarra

Members:
John Emmanuel M. Lizares
Melanie S. Belen

FUNCTIONS:
- Exercises the power of the Board in the management and direction of the affairs of the Company.
- Acts as the main approving body for investments, advances or commitments and property-related proposals.
- Exercises oversight over the Company's sustainability program.

Board Audit Committee

Chairman:
Ismael G. Estela, Jr.
(Independent Director)

Members:
Lucy Co Dy
Luis Ma. G. Uranza
(Independent Director)

FUNCTIONS:
- Empowered by the Board to oversee the financial reporting process, internal control and risk management systems, internal and external audit functions, and compliance with applicable laws and regulations.

Their oversight function covers the following areas:
- On financial reporting, the committee reviews the integrity of the reporting process to ensure the accuracy and reliability of financial statements and compliance with financial reporting standards and disclosure requirements set for publicly listed companies.

- On internal control and risk management, it monitors and evaluates the adequacy, soundness and effectiveness of the Company's established internal control and risk management systems, policies and procedures including their implementation to provide reasonable assurance against fraud or other irregularities and material misstatement or loss.

- On internal and external audit, it recommends the appointment, reappointment, and removal of the internal and external auditors, remuneration, approval of terms of audit engagement and payment of fees. It reviews non-audit work of external auditors, if any, ensuring that it would not conflict with their duties nor pose a threat to their independence. It approves the annual audit plan and reviews audit results focusing on significant findings with financial impact and its resolution. It reviews the implementation of corrective actions to ensure that these are done in a timely manner to address deficiencies, non-compliance with policies, laws and regulations. Annually, it evaluates the performance of the Chief Internal Auditor and the internal and external audit functions.

- On compliance, it recommends the approval of the Compliance Charter and reviews annually the performance of the Chief Compliance Officer and the compliance function. It also reviews the annual plans of the Compliance Unit and evaluates the effectiveness of the regulatory compliance framework of the Company to ensure that these are consistently applied and observed throughout the institution. It reviews the report of examination of regulators including replies to such reports for endorsement to the Board for approval.

In this context, the following were done during the year:

On financial reporting, the BAC reviewed and recommended for approval to the Board the Company's quarterly unaudited and annual audited financial statements ensuring compliance with accounting standards and tax regulations. It endorsed for approval of the Board the Company's audited financial statements as of December 31, 2024 including the Notes to the Financial Statements. This was approved by the Board on February 19, 2025 and disclosed to the public on February 24, 2025, 55 days from the financial year-end, following the recommendation of SEC Code of Corporate Governance for Publicly Listed Companies. It believes that the financial statements are fairly presented in conformity with the relevant financial reporting standards in all material aspects. The related internal controls on financial reporting process and compliance with accounting standards were likewise reviewed.

In overseeing the internal audit function, it reviewed and approved the 2025 Internal Audit Policy Statement and the 2024 Internal Audit Closing Report after a thorough review of their scope, as well as changes to the plan, audit methodology and manpower resources. It reviewed audit reports focusing on high and moderate risk findings, if any, relating to operational, financial and compliance controls including risk assessment systems with impact to financial, reputation and information security. It regularly tracked the timely resolution of findings and asked for Management's action plans on items that needed to be addressed. It also assessed the performance of the Chief Internal Auditor and the internal audit function

On external audit, it reviewed and approved the 2025 Audit Plans of the external auditor to ensure the adequacy of its scope and coverage and appropriateness of the timelines. On February 19, 2025, it approved and endorsed for approval of the Board the engagement with the Company's external auditor for its non-audit role as Board of Canvassers in the voting in the Company's Annual Stockholders Meeting on April 11, 2025. It reviewed and discussed the content of the engagement letter, scope of work, composition of engagement team among others, prior to the commencement of the non-audit work. It comprehensively discussed the external audit reports, focusing on internal controls, risk management, governance and matters with financial impact particularly on the changes in accounting and reporting standards. It reviewed Management's Letter as well as Management's response and action taken on the external auditor's findings and

recommendations.

In overseeing the compliance function, it reviewed and approved the annual compliance plans. It monitored the progress and reviewed the status of the annual compliance plans and timely submission of regulatory and prudential reports. It also conducted the annual appraisal of the performance of the Compliance Officer for 2024. The Committee is satisfied that the compliance function was able to effectively carry out its plans and programs and fulfill its role as the central point of contact of regulators.

As part of its commitment to excellent corporate governance, the Committee conducted a self-assessment for its 2024 performance. The BAC likewise evaluated the performance of Internal Audit and Compliance, and External Audit to ensure their effectiveness and achievement of their objectives.

The BAC reports its evaluation of the effectiveness of the internal controls, financial reporting process, risk management systems of the Company, based on the report and unqualified opinion obtained from the External Auditor, the overall assurance provided by the Chief Internal Auditor and additional reports and information requested from Senior Management, and found these to be generally adequate across DHI.

The Board Audit Committee held five (5) meetings in 2025 with all incumbent members attending all meetings during their term.

Below is the attendance of the members in Committee meetings held in 2025:

Name	Director Type	No. of Meetings Attended	Total No. of Meetings	Percentage
Ismael G. Estela Jr.	Chairman	5	5	100%
Rebecca S. Torres*	Non-executive	3	3	100%
Lucy Co Dy**	Non-executive	2	2	100%
Luis Ma. G. Uranza	Independent	5	5	100%

**Resigned, effective June 30, 2025*
***Newly-elected, effective July 1, 2025*

Corporate Governance Committee

Chairperson:
Luis Ma. G. Uranza
(Independent Director)

Members:
Lucy Co Dy
Ismael G. Estela, Jr.
(Independent Director)

FUNCTIONS:

- Primarily tasked to assist the Board in formulating the governance policies and overseeing the implementation of the governance practices of the Company.
- Annually, it also oversees the performance evaluation of the Board of Directors, its committees, executive management, peer evaluation of directors, and conducts a self-evaluation of its performance. It provides an assessment of the outcome and reports to the

Board the final results of the evaluation including recommendations for improvement and areas to focus on to enhance effectiveness.

- Reviews and assesses the adequacy of the Company's policies and practices on corporate governance including the Corporate Governance Manual and Interlocking Policy and recommends changes for approval of the Board.
- Oversees the continuing education program for directors and key officers and proposes relevant training for them.
- Oversees the Sustainability initiatives of the Company, particularly key processes, standards and strategies designed to manage environmental and social impact and governance.

During the year, the Corporate Governance Committee achieved the following:

a. Annual Continuing Education of Directors

The Corporate Governance Committee facilitated the compliance of the directors of the Company with the regulatory requirement for an annual corporate governance seminar as part of their continuing education. The in-house seminar focused on the role played by artificial intelligence, changing consumer behavior and stewardship.

b. Adherence to Corporate Governance Standards

The Committee continuously monitored the Company's compliance with local and international corporate governance standards. It reviewed and endorsed for Board approval the Company's 2024 Integrated Annual Corporate Governance Report to the Securities and Exchange Commission (SEC), which documents Company's compliance with the SEC Code of Corporate Governance.

c. Board Effectiveness Evaluation

The 2024 performance evaluation of the Board was also reviewed and confirmed by the Committee. The Board's performance in terms of carrying out its responsibilities, composition, conduct, interaction and communication, administration and process, strategic board meeting session, and board oversight of risks were rated satisfactory. Skills deemed essential for Directors such as corporate governance, strategic planning and business strategy, risk management, legal and compliance, and sustainability, were deemed exhibited in the current Board. The Directors rated the Board Committees satisfactory in terms of their understanding of their respective roles and effectiveness in performing their functions. The results further indicate that the Chairperson and President demonstrated satisfactory leadership in their respective roles. Majority of the Directors considered themselves sufficiently trained in 2024.

The Corporate Governance Committee held five (5) meetings in 2025 with all incumbent members attending all meetings during their term.

Below is the attendance of the members in Committee meetings held in 2025:

Name	Director Type	No. of Meetings Attended	Total No. of Meetings	Percentage
Luis Ma. G. Uranza	Chairman	5	5	100%
Ismael G. Estela Jr.	Independent	5	5	100%
Rebecca S. Torres*	Non-executive	3	3	100%
Lucy Co Dy**	Non-executive	2	2	100%

**Resigned, effective June 30, 2025*
***Newly-elected, effective July 1, 2025*

Risk Management Committee

Chairman:
Lucy Co Dy

Members:
Luis Ma. G. Uranza
(Independent Director)
Ismael G. Estela, Jr.
(Independent Director)

FUNCTIONS:

- Is responsible for the oversight of the enterprise risk management program of the Company.
- Is responsible for approving the enterprise risk management framework and risk management plan developed by management, defining the policies, limits, and strategies for managing and controlling the major risks of the Company.
- Oversees the implementation and review of the risk management plan, including the system of limits of discretionary authority delegated by the Board of Directors to management under its purview and ensures that immediate corrective actions are taken whenever limits are breached.
- Is responsible for ensuring that there is periodic review of the effectiveness of the risk management systems and recovery plans, and that corrective actions are promptly implemented to address risk management concerns.
- Is responsible for conducting regular discussions with management on the current and emerging risk exposures, based on regular management reports, and direct concerned units on how to reduce these risks.
- Is also responsible for the appointment/selection, remuneration, approval and assessment of interlocking positions held, performance evaluation, and dismissal of the Chief Risk Officer, for ensuring that the risk management function has adequate resources and for effectively overseeing the risk-taking activities of the Company
- Works with the Audit Committee in certifying in the Annual Report the adequacy of the Company's risk management systems and controls.

In accordance with its mandate, the Committee conducted regular discussions on the Company's exposures to various risks as a holding company, including mitigation strategies, where necessary and applicable. The Committee also approved the results of the annual performance appraisal of the Chief Risk Officer.

The Risk Management Committee held one (1) meeting in 2025 with all incumbent members attending all meetings during their term.

Nominations Committee

Chairman:
Luis Ma. G. Uranza
(Independent Director)

Members:
Lucy Co Dy
Ismael G. Estela, Jr.
(Independent Director)

FUNCTIONS:

- Leads the process of identifying candidates for election and appointment of Directors and all other positions requiring appointment of the Board of Directors, giving full consideration to succession planning and the leadership needs of the group. In particular, this process includes the profiling of the skills and competencies of the currently serving directors, the gaps in skills and competencies identified and the search for candidates who are aligned with the Company's directions to fill the gaps. It makes use of external database, e.g. Institute of Corporate Directors, or professional search, to the extent possible. It then makes appropriate recommendations to the Board.
- Makes recommendations to the Board on the composition and chairmanship of the various committees.
- Keeps under review the structure, size and composition of the Board, including the balance of skills, knowledge and experience and the independence of the Non-Executive Directors, and makes recommendations to the Board with regard to any changes.
- Reviews and approves the interlocking positions of Directors in other entities and ensure its compliance with the Company's Interlocking Policy.

After reviewing the composition of the Board and Board-level Committees, it approved the nominations of the regular and independent directors on February 19, 2025, in accordance with the criteria set forth in the By-laws of DHI, as well as pertinent regulations of the Securities and Exchange Commission and Philippine Stock Exchange. After due deliberations on the nominees, it recommended to the Board the appointment, reappointment or election of the Chairperson, Corporate Officers, and memberships in Board-level Committees. The Committee also reviewed/approved the interlocking directorship and officership positions of the nominees to the Board in other entities.

The Nominations Committee meetings held two (2) meetings in 2025 with all incumbent members attending all meetings during their term.

Name	Director Type	No. of Meetings Attended	Total No. of Meetings	Percentage
Luis Ma. G. Uranza	Chairman	3	3	100%
Ismael G. Estela Jr.	Independent	3	3	100%
Rebecca S. Torres*	Non-executive	2	2	100%
Lucy Co Dy**	Non-executive	1	1	100%

**Resigned, effective June 30, 2025*
***Newly-elected, effective July 1, 2025*

Related Party Transactions Committee

Chairman:
Luis Ma. G. Uranza
(Independent Director)

Members:
Ismael G. Estela, Jr
(Independent Director)
Geneva T. Gloria

FUNCTIONS:

- Assists the Board in its oversight of the conduct of all Related Party Transactions (RPTs) to protect the interests of the Company and its stakeholders.

- Ensures proper disclosure of all approved RPTs in accordance with applicable legal and regulatory requirements and confirmation by majority vote at the Annual Stockholders' meeting of the Company's significant transactions with related parties.

The Related Party Transactions Committee (RPTC) carefully reviews the material related party transactions being proposed by Management and provides necessary action, including endorsement for approval of the Board. The Committee also reviews all non-material related party transactions for the year prior to its confirmation by the Board. As part of its continuing assessment of RPT limits, the Committee also approves the RPT materiality thresholds.

The RPTC held two (2) meetings in 2025 with all incumbent members attending all meetings during their term.

Name	Director Type	No. of Meetings Attended	Total No. of Meetings	Percentage
Luis Ma. G. Uranza	Chairman	2	2	100%
Ismael G. Estela Jr.	Independent	2	2	100%
Geneva T. Gloria	Non-executive	2	2	100%

Independent Control Functions

Compliance

DHI's Compliance, through the Chief Compliance Officer (CCO) of BDOFC (as DHI was the subsidiary of BDO Unibank in 2025 and up until March 16, 2026), oversees the design of the Company's compliance system and the overall compliance framework executed through a Compliance Program, and promotes their effective implementation. DHI Compliance reports to and is under the direct supervision of the BAC. It is responsible for overseeing, coordinating, monitoring and ensuring compliance of the Company with existing laws, rules and regulations through the implementation of the overall compliance system and program in accordance with the requirements of the regulatory agencies, including but not limited to the identification and control of compliance risks, prudential reporting obligations as well as compliance training. The Compliance System forms the processes, people, policies and other components that, as an integral unit, ultimately drive the DHI's initiatives to conform to industry laws, regulations and standards. In line with DHI's initiatives is its commitment to ensure that activities of the Company and its personnel are conducted in accordance with all applicable laws and regulations and industry standards, and this commitment to compliance serves to protect the Company and its stakeholders. DHI's Compliance, as provided in its Charter, reports to the BAC any significant compliance issues or breaches.

The Compliance Department and its compliance program endeavors to protect the Company's franchise, manage compliance risks and simultaneously support the business goals and growth of the institution by providing appropriate compliance insights and regulatory guidance to safeguard the Company and its stakeholders.

Internal Audit

The Internal Audit Group reports functionally to the BAC of the Parent Bank and respective subsidiaries (as DHI was the subsidiary of BDO Unibank in 2025 and up until March 16, 2026). It provides independent, objective, reliable and valued assurance and consulting services, over the effectiveness of governance, risk management and control processes of the BDO Group. It operates under the Internal Audit Policy Statement (Internal Audit Charter) that is reviewed and approved annually by the BAC. It seeks BAC approval for the annual audit plan and any changes

thereto, provides updates on accomplishments, reports results of audit conducted and tracks resolution of audit findings. In its year-end closing report, Internal Audit attests to the fulfillment of its mandated responsibilities and provides overall assurance on the effectiveness of internal control, risk management and governance processes.

Internal Audit generally conforms with standards such as the ISPPIA (International Standard for the Professional Practice of Internal Auditing) and the Code of Ethics, as confirmed by the results of its External Quality Assessment Review (EQAR). Internal Audit also adheres to the principles under COSO Internal Control Integrated Framework, COBIT (Control Objectives for Information and Related Technology), and other governing regulations. It is independent of the activities audited, and from the day-to-day internal control processes. With free access to all records, properties and personnel, it is able to report audit results, findings, opinions, and other information through clear reporting line.

It promotes continuous professional development of its auditors, especially in areas requiring specialized areas of knowledge and technical expertise, auditing techniques, and relevant changes in regulations.

Consumer Protection Practices

DHI's financial consumer protection framework is anchored on disclosure and transparency, protection of client information, equitable fair treatment, timely handling and redress of complaints, protection of consumer assets against fraud and misuse, and data privacy and protection. The framework ensures that consumer protection practices are embedded in our operations and considered in the development and implementation of our products and services.

The Board is primarily responsible in maintaining an effective oversight on the Company's consumer protection policies and programs. Senior management implements the Board-approved strategy and ensures that control mechanisms are in place.

Consumer protection practices are embedded in the operations and business units are required to identify, measure, monitor, and control consumer protection risks inherent in its operations.

DHI's commitment is that customers are treated fairly, honestly, and professionally at all stages of their relationship with the Company. The Company records customer complaints and monitors its resolution in adherence to established standard operating procedures and service level agreements. Customer feedback and complaints are analyzed and these are reported to the Board's Risk Management Committee on a periodic basis.

Whistleblowing

DHI believes that the key to long-term sustainability and success largely depends on having a good name and solid reputation in the marketplace. To achieve this, the Company is committed to the highest standards of ethical values, integrity, honesty, accountability and transparency in the conduct of its business.

The Company's Policy on Disclosure of Sensitive/Confidential Matters to Management covers the tipping off of any incident, situation, circumstance or problem involving fraud and/or violation of policies for further investigation which may result in or resulted in monetary loss and/or negative impact to the image of the Company.

Reporting may be done thru any available means such as but not limited to SMS text, letter, email or phone call directly to the Office of the President (OP) or the appropriate Head of the Unit

concerned. For concerns directly involving the President and the other Executive Directors, the report should be addressed to the BOD thru the Office of the Chairperson. For RPT-related concerns, the report should be addressed to the Chairman of Related Party Transactions Committee.

Engagement with Stakeholders

DHI employs a multi-pronged communications strategy to actively engage with its various stakeholders and promote transparency, awareness, and visibility about the Company.

In 2025, communication with the core audience was handled by the following: Investor Relations and Corporate Planning Group by BDO Unibank for institutional investors, analysts, credit rating agencies, and other external stakeholders; the Corporate Secretary's office (**CorSec**) for retail investors and other shareholders; and both IR and CorSec for the board members and senior management. Additionally, communications requiring media involvement are done in conjunction with BDO Unibank's Marketing Communications Group.

The Company provides material and relevant information through official disclosures via PSE EDGE, the company website and media.

Compliance with the SEC Code of Corporate Governance

Publicly-listed companies are advised to disclose in their Annual Report the company's compliance with the Code of Corporate Governance and where there is non-compliance, to identify and explain the reason for such issue. We confirm that as of December 31, 2025, the Company has substantially complied with the recommendations of the Code except for the following: 1) Policy on retirement age of directors and 2) Disclosure of executive remuneration on an individual basis.

On the retirement age of directors, the Board recognizes the fact that chronological age is not the main factor in determining effectiveness of the director in discharging his duties and responsibilities. The wisdom of senior directors is a valuable asset. The Board derives much benefit from their advices and opinions and will continue to utilize them for the benefit of all its stakeholders. Age discrimination is discouraged by law, as once a director has been elected, removal due solely to age is prohibited. In this regard, the Board decided to hold in abeyance the implementation of a retirement age policy for directors and instead review the individual director's potential contribution to the Company and its stakeholders, and decide on that basis.

On the disclosure of the remuneration on an individual basis for executive officers, this information is no longer disclosed. With the conversion of the Company to a Holding Company in October 2020, only five (5) Corporate Officers were retained in DHI. In 2025, except for the Corporate Secretary, all the other officers namely President, Treasurer, Compliance Officer, and Assistant Corporate Secretary are seconded from BDO Unibank and BDOFC and receives their compensation directly from these companies. The Corporate Secretary is an external counsel retained by BDO Unibank, which directly pays for his compensation.

Looking Ahead

DHI, as a holding company, recognizes the importance of addressing climate change and supporting the country's transition towards a low-carbon economy. Through its Board and Senior Management, the Company remains committed to advancing the sustainability agenda and achieving strategic resilience by consistently incorporating sustainability in the way it conducts business. The Board, being the highest governance body, plays a crucial role in ensuring that sustainability is embedded in the Company's compliance, corporate governance, and risk

management frameworks. The Board sets the tone at the top by promoting an enterprise-wide culture that continually fosters environmentally and socially responsible business decisions. The Company endeavors to contribute to the country's sustained growth by financing economic activities that nurture the environment, empower the Filipino consumers, and promote the best interest of the Company's various stakeholders. Consistent with the UN Sustainable Development Goals (SDGs), UN Global Compact, and the government's Sustainable Finance Roadmap, the Company constantly strives to create lasting, net positive impact through delivery of various products and services that are sustainable, inclusive, equitable, environment-friendly, and socially-relevant.

PART V - EXHIBITS AND SCHEDULES

ITEM 14. EXHIBITS AND SCHEDULES ON SEC FORM 17-C

Exhibits

The Audited Financial Statements of the Company are filed as part of this SEC 17-A as **Annex A.**

The Company's Sustainability Report is attached pursuant to SEC Memorandum Circular No. 4, series of 2019 as **Annex B**.

Reports under SEC Form 17-C

Below is a summary of the various disclosures reported by the Company under SEC Form 17-C for the year 2025.

Date Reported	Items Reported
20 Feb 2025	**BAC Self-Assessment Results for the Year 2024** In compliance with SEC Memorandum Circular No. 4, Series of 2012, Dominion Holdings, Inc. (DHI) (formerly BDO Leasing and Finance Inc.) hereby discloses the following: 1. That the Board Audit Committee of DHI has adopted a Charter and a Terms of Reference (TOR), both of which are compliant with the requirements of the SEC and the *Bangko Sentral ng Pilipinas*; 2. That in adopting corporate governance best practices and in compliance with its TOR, the BAC of DHI conducted during the first quarter of 2025 a self-assessment of its 2024 performance. The BAC likewise assessed the performance of units under its oversight function namely: Internal Audit, External Audit and Compliance/ML. These assessments were administered using an equivalent rating system with quantitative rating scale of 1 to 5, with 5 being the highest. The Summary of Results is hereby attached. 3. The results of this BAC self-assessment has been validated by the Corporate Governance Committee of DHI.
20 Feb 2025	**Notice of Annual Stockholders' Meeting** The Board of Directors of Dominion Holdings, Inc. (DHI), at its regular meeting held on February 19, 2025, approved the setting of the Annual Stockholders' Meeting of DHI on April 11, 2025, at 3:00 in the afternoon, to be held virtually, and fixing the record date of March 7, 2025 for stockholders entitled to vote and participate at such meeting.
24 Feb 2025	**2024 Audited Financial Statements** Attached is the 2024 Audited Financial Statements of Dominion Holdings, Inc., and the

Date Reported	Items Reported
	corresponding Notes to Financial Statements.
24 Feb 2025	**Dominion Holdings records P202 million income in 2024** Please be informed that Dominion Holdings, Inc. (DHI) will be releasing to the press the attached statement entitled "Dominion Holdings records ₱202 million income in 2024". Dominion Holdings, Inc. (DHI, formerly BDO Leasing and Finance, Inc.) posted net earnings of ₱202 million in 2024 as against ₱277 million in 2023. The lower income is attributed to reduced funds available for investment, following the declaration of ₱3.2 billion in cash dividends in May 2024. The payment of cash dividends also decreased Total Assets and Stockholders Equity to ₱3.3 billion from ₱6.4 billion in 2023.
11 Apr 2025	**Results of the 2025 Annual Stockholders' Meeting** A. Election of Directors At the 2025 Annual Stockholders' Meeting (ASM) of Dominion Holdings, Inc. (DHI), the following were elected as directors for the year 2025-2026: Regular Directors 1. Melanie S. Belen 2. Geneva T. Gloria 3. Lazaro Jerome C. Guevarra 4. John Emmanuel M. Lizares 5. Luis S. Reyes, Jr. 6. Atty. Elmer B. Serrano 7. Rebecca S. Torres Independent Directors 8. Atty. Luis Ma. G. Uranza 9. Ismael G. Estela, Jr. B. Appointment of External Auditor The Accountancy and Auditing Firm of Punongbayan & Araullo Grant Thornton was re-appointed external auditor of DHI for the year 2025.
11 Apr 2025	**Results of the 2025 Organizational Meeting of the Board of Directors** At the organizational meeting of the Board of Directors of Dominion Holdings, Inc. (DHI) held immediately after the Annual Stockholders' Meeting on April 11, 2025, the newly-elected members of the Board of Directors elected/appointed the following persons to the various positions set forth below: A. Chairman and Lead Independent Director Atty. Elmer B. Serrano - Chairman Atty. Luis Ma. G. Uranza - Lead Independent Director B. Composition of Board Committees Executive Committee 1. Lazaro Jerome C. Guevarra - Chairman 2. John Emmanuel M. Lizares - Member 3. Melanie S. Belen - Member

Date Reported	Items Reported
	Board Audit Committee 1. Ismael G. Estela, Jr. - Chairman 2. Rebecca S. Torres - Member 3. Luis Ma. G. Uranza - Member Corporate Governance Committee 1. Luis Ma. G. Uranza - Chairman 2. Rebecca S. Torres - Member 3. Ismael G. Estela, Jr. - Member Nominations Committee 1. Luis Ma. G. Uranza - Chairman 2. Rebecca S. Torres - Member 3. Ismael G. Estela, Jr. - Member Related Party Transactions Committee 1. Luis Ma. G. Uranza - Chairman 2. Ismael G. Estela, Jr. - Member 3. Geneva T. Gloria - Member Risk Management Committee 1. Rebecca S. Torres - Chairperson 2. Ismael G. Estela, Jr. - Member 3. Luis Ma. G. Uranza - Member D. Corporate Officers 1. Mr. John Emmanuel M. Lizares - President 2. Atty. Joseph Jason M. Natividad - Corporate Secretary 3. Atty. Ma. Cecilia S. Santos - Assistant Corporate Secretary 4. Mr. Luis S. Reyes, Jr. - Treasurer 5. Mr. Cosme S. Trinidad, Jr. - Compliance & Corporate Governance Officer/ Chief Risk Officer / Information Security Officer / Data Protection Officer / Social and Environment Management Systems (SEMS) Officer
14 Apr 2025	**Dominion Holdings' income at Php202 million in 2024** Please be informed that Dominion Holdings, Inc. (DHI) will be releasing to the press the attached statement entitled "Dominion Holdings' income at ₱202 million in 2024". Dominion Holdings, Inc. (formerly BDO Leasing and Finance, Inc.) announced at its Annual Stockholders' Meeting that its net earnings settled at ₱202 million in 2024, compared to ₱277 million in 2023. The decline in income is primarily due to lower funds available for investment following the declaration of ₱3.2 billion in cash dividends in May 2024. The payment of cash dividends in May 2024 resulted in Total Assets and Stockholders Equity of ₱3.3 billion as of Dec. 31, 2024, from ₱6.4 billion in 2023.
06 May 2025	**Dominion Holdings reports ₱36.5 million income in 1Q 2025** Dominion Holdings, Inc. (DHI, formerly BDO Leasing and Finance, Inc.) reported a net income of ₱36.5 million in the first quarter of 2025, compared to the ₱75.9 million earnings in the same period in 2024. The lower income is attributed to reduced funds available for investment, following the declaration of ₱3.2 billion in cash dividends in May 2024. The cash dividend payout decreased Total Assets to ₱3.4 billion from ₱6.5 billion in the first

<table>
<tr><th>Date Reported</th><th>Items Reported</th></tr>
<tr><td></td><td>quarter of 2024. Stockholder’s Equity also declined to ₱3.4 billion from ₱6.4 billion a year ago, while Total Liabilities remained steady at ₱11.0 million.</td></tr>
<tr><td>27 Jun 2025</td><td>Resignation and Election of Director

Please be informed that at its special meeting held today, 27 June 2025, the Board of Directors of Dominion Holdings, Inc. (the Company) approved the following:

1. Acceptance of the resignation of Ms. Rebecca S. Torres as Director effective June 30, 2025.

2. Election of Ms. Lucy C. Dy as Director of DHI effective July 1, 2025.

Lucy C. Dy, 70, Filipino, is a Consultant of BDO Unibank, Inc. She holds the position of Director of BDO Life Assurance Company, Inc., BDORO Europe, Ltd. and BDO Rental, Inc.; Director & Treasurer of BDO Strategic Holdings, Inc. and Ivory Homes, Inc.; Chairperson/Director of BDO Remit Limited; and Trustee & Treasurer of BDO Foundation, Inc.; and Treasurer of BDO Capital & Investment Corporation and BDO Insurance and Reinsurance Brokers, Inc. She was formerly the Comptroller of BDO Unibank, Inc. She holds a Bachelor’s degree in Accounting from the University of Santo Tomas.</td></tr>
<tr><td>07 Aug 2025</td><td>Dominion Holdings posts P71.6 million income in 1H 2025

Please be informed that Dominion Holdings, Inc. (DHI) will be releasing to the press the attached statement entitled "Dominion Holdings posts P71.6 million income in 1H 2025".

Dominion Holdings, Inc. (DHI, formerly BDO Leasing and Finance, Inc.) reported a net income of P71.6 million in the first half of 2025, compared to P134.5 million during the same period in 2024. The decline was mainly due to the reduction in investable funds following the declaration of P3.2 billion in cash dividends in May 2024, as well as a lower interest rate environment.

The company continues to reinvest earnings from its investments, resulting in growth in total assets, which increased to P3.4 billion as of June 2025 from P3.3 billion in June 2024. Stockholders' equity also rose to P3.4 billion, up from P3.3 billion, reflecting the reinvestment of earnings back into the company. Total liabilities remained minimal at P10.8 million.</td></tr>
<tr><td>07 Aug 2025</td><td>Change in Committee Memberships

Please be informed that at its Board meeting held on August 6, 2025, the Board of Directors of Dominion Holdings, Inc. (DHI) appointed Ms. Lucy C. Dy as Chairperson of the Risk Management Committee and as Member of the Nominations Committee, Board Audit Committee, and Corporate Governance Committee of DHI, effective August 6, 2025.

Election or Appointment
<table><tr><th rowspan="2">Name of Person</th><th rowspan="2">Position / Designation</th><th rowspan="2">Date of Appointment / Election (mmm/dd/yyyy)</th><th rowspan="2">Effective date of appointment election (mmm/dd/yyyy)</th><th colspan="2">Shareholdings in the Listed Company</th><th rowspan="2">Nature of Indirect Ownership</th></tr><tr><th>Direct</th><th>Indirect</th></tr></table></td></tr>
</table>

Date Reported	Items Reported						
	Lucy C. Dy	Chairperson - Risk Management Committee; Member - Nominations Committee; Member - Board Audit Committee; Member - Corporate Governance Committee	08/06/2025	08/06/2025	100	0	-
13 Nov 2025	**Dominion Holdings reported PHP 106.4 million income in 9M 2025** Please be informed that Dominion Holdings, Inc. (OHi) will be releasing to the press the attached statement entitled "Dominion Holdings reported P106.4 million income in 9M 2025" Dominion Holdings, Inc. (OHi, formerly BOO Leasing and Finance, Inc.) posted a net income of P106.4 million in the first nine months of 2025, from P171.0 million during the same period in 2024. The decline was mainly due to the contraction in investable funds fo lowing the declaration of P3.2 billion in cash dividends in May 2024, as well as a lower interest rate environment. The company continues to reinvest income derived from operations, resulting in growth in total assets, which increased to P3.4 billion as of September 2025 from P3.3 billion in September 2024. Stockholders' equity also rose to P3.4 billion, up from P3.3 billion, reflecting the DHI's sound capital base and reinvestment of earnings. Total liabilities remained minimal at P10.9 million.						

Reports under SEC Form 17-Q

Below is a summary of the disclosures reported by the Company under SEC Form 17-Q for the year 2025.

Date Reported	Items Reported
08 May 2025	Please find attached the SEC Form 17-Q of Dominion Holdings, Inc. (formerly BDO Leasing and Finance, Inc.) for the period ended 31 March 2025.
07 August 2025	Please find attached the SEC Form 17-Q of Dominion Holdings, Inc. (formerly BDO Leasing and Finance, Inc.) for the period ended 30 June 2025.
13 November 2025	Please find attached the SEC Form 17-Q of Dominion Holdings, Inc. (formerly BDO Leasing and Finance, Inc.) for the period ended 30 September 2025.

SIGNATURES

Pursuant to the requirements of Section 17 of the Securities Regulation Code and Section 177 of the Revised Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of TAGUIG on MAY 15, 2026.

DOMINION HOLDINGS, INC.
Issuer

By:

FREDERIC C. DYBUNCIO
President and CEO

By:

[redacted]

FERNANDO A. RIMANDO*
Authorized Representative

**see Authorization on the next page*

SUBSCRIBED AND SWORN to before me this MAY 15 2026, with affiant exhibiting to me his [redacted]

Doc. No.: 030;
Page No.: 17;
Book No.: I;
Series of 2026.

[redacted]

MARK STEPHEN C. SY

[redacted]

REPUBLIC OF THE PHILIPPINES)
TAGUIG CITY) S. S.

SECRETARY'S CERTIFICATE

I, **ELMER B. SERRANO**, Filipino, of legal age and with office address at Unit 1105 Tower 2, High Street South Corporate Plaza, 26th St., Bonifacio Global City, Taguig City, under oath, do hereby certify that:

1. I am the duly appointed and incumbent Corporate Secretary of Dominion Holdings, Inc. (**DHI**), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with business address at No. 12 ADB Avenue, Ortigas Center.

2. Based on the records, during the meeting of the Board of Directors of DHI held on May 15, 2026, at which a quorum was present and acting throughout, the following resolution was passed and approved:

> "**RESOLVED,** that the Board of Directors of **DOMINION HOLDINGS, INC.** (the **Company**) approves the Company's Annual Report (SEC Form 17-A) for the year ended 31 December 2025 as presented and authorizes the (i) Chief Finance Officer/Treasurer, Mr. Fernando A. Rimando, for himself and on behalf of the President, Mr. Frederic C. DyBuncio and (ii) Corporate Secretary, Atty. Elmer B. Serrano, to sign and file the Report with the Securities and Exchange Commission and the Philippine Stock Exchange."

3. The quoted resolution has not been revoked or rescinded and continues to be in full force and effect.

4. I am executing this certificate for whatever legal purpose it may serve.

IN WITNESS WHEREOF, I have hereunto affixed my signature this MAY 15 2026 at Taguig City, Philippines.

[redacted]

ELMER B. SERRANO
Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAY 15 2026 at Taguig City, affiant exhibiting to me his [redacted]

Doc. No. 329;
Page No. 67;
Book No. I;
Series of 2026.

[redacted]

MARK STEPHEN C. SY

[redacted]

SIGNATURES

Pursuant to the requirements of Section 17 of the Securities Regulation Code and Section 177 of the Revised Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of TAGUIG on MAY 15, 2026.

DOMINION HOLDINGS, INC.
Issuer

By:

[redacted]

FERNANDO A. RIMANDO
Treasurer

SUBSCRIBED AND SWORN to before me this MAY 15 2026, with affiant exhibiting to me his [redacted]

Doc. No.: 330;
Page No.: 67;
Book No.: I;
Series of 2026.

[redacted]

[redacted]

SIGNATURES

Pursuant to the requirements of Section 17 of the Securities Regulation Code and Section 177 of the Revised Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of TAGUIG on MAY 15, 2026.

DOMINION HOLDINGS, INC.
Issuer

By:

[redacted]

ELMER B. SERRANO
Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAY 15 2026, with affiant exhibiting to me his [redacted]

Doc. No.: 330;
Page No.: 67;
Book No.: I;
Series of 2026.

[redacted]

MARK STEPHEN C. SY

[redacted]

Outlook

Your BIR AFS eSubmission uploads were received

Annex A

From eafs@bir.gov.ph <eafs@bir.gov.ph>
Date Wed 3/18/2026 1:38 PM
To BDO <dominionholdings-accounting@bdo.com.ph>
Cc URBI.KRYSLENEKAE@BDO.COM.PH <URBI.KRYSLENEKAE@BDO.COM.PH>

Hi DOMINION HOLDINGS, INC.,

Valid files

- EAFS000486050ITRTY122025.pdf
- EAFS000486050AFSTY122025.pdf
- EAFS000486050RPTTY122025.pdf

Invalid file

- <None>

Transaction Code: **AFS-0-AFBHGDD80QWPMVZXMN22XSPPR0JDHEG9C**
Submission Date/Time: **Mar 18, 2026 01:38 PM**
Company TIN: **000-486-050**

Please be reminded that you accepted the terms and conditions for the use of this portal and expressly agree, warrant and certify that:

- The submitted forms, documents and attachments are complete, truthful and correct based on the personal knowledge and the same are from authentic records;
- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

This is a system-generated e-mail. Please do not reply.

DOMINION HOLDINGS

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Dominion Holdings, Inc. (Formerly: BDO Leasing and Finance Inc.)** (the Company) is responsible for the preparation and fair presentation of the financial statements, including the schedules attached therein, for the years ended December 31, 2025 and 2024, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

The Board of Directors reviews and approves the financial statements, including the schedules attached therein, and submits the same to the members to the stockholders.

Punongbayan & Araullo, the independent auditors appointed by the stockholders, has audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in their report to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit.

Signature: _____
ELMER B. SERRANO
Chairperson

Signature: _____
JOHN EMMANUEL M. LIZARES
President

Signature: _____
LUIS S. REYES JR.
Treasurer

Signed this 24th day of February 2026

Dominion Holdings, Inc.
39/F BDO Corporate Center Ortigas
12 ADB Avenue
Ortigas Center
Mandaluyong City 1555
Philippines
Tel +632 8688-1288 loc. 36509, 45469, 36151

DOMINION HOLDINGS

SUBSCRIBED and SWORN to me before this _____ day of 26 FEB 2026, 2025 affiant exhibiting to me his/her Social Security Number, as follows:

NAMES	SSS NUMBER
Elmer B. Serrano	[redacted]
John Emmanuel M. Lizares	
Luis S. Reyes Jr.	

[redacted]

ATTY. KIM B. BRIGUERA-DACARA

[redacted]

Doc No: 174
Page No: 36
Book No: CLXXV
Series of: 2026



Dominion Holdings, Inc.
39/F BDO Corporate Center Ortigas
12 ADB Avenue
Ortigas Center
Mandaluyong City 1555
Philippines
Tel +632 8688-1288 loc. 36509, 45469, 36151

P&A Grant Thornton

FOR SEC FILING

Financial Statements and
Independent Auditors' Report

Dominion Holdings, Inc.

December 31, 2025, 2024 and 2023

Punongbayan & Araullo (P&A) is the Philippine member firm of Grant Thornton International Ltd

P&A Grant Thornton

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

Report of Independent Auditors

The Board of Directors and the Stockholders
Dominion Holdings, Inc.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
39th Floor, BDO Corporate Center Ortigas
12 ADB Avenue, Ortigas Center
Mandaluyong City

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Dominion Holdings, Inc. (the Company), which comprise the statements of financial position as at December 31, 2025 and 2024, and the statements of income, statements of comprehensive income, statements of changes in equity and statements of cash flows for each of the three years in the period ended December 31, 2025, and the notes to the financial statements, including material accounting policy information.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2025 and 2024, and its financial performance and its cash flows for each of the three years in the period ended December 31, 2025 in accordance with Philippine Financial Reporting Standards (PFRS Accounting Standards).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics), as applicable to audits of financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the financial statements of public interest entities in the Philippines. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

We have determined that there are no key audit matters to communicate in our report.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Company's Securities and Exchange Commission (SEC) Form 20-1S (Definitive Information Statement), SEC Form 17-A, and the Annual Report for the year ended December 31, 2025, but does not include the financial statements and our auditors' report thereon. The SEC Form 20-IS, SEC Form 17-A and Annual Report are expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audits of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with PFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with PSA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

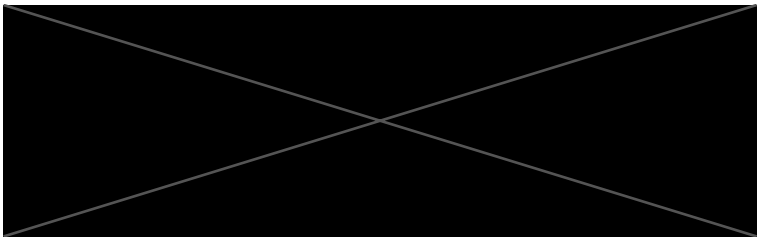
Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. As discussed in Note 11 to the financial statements, the Company presented the supplementary information required by the Bureau of Internal Revenue (BIR) under the Revenue Regulations (RR) No. 15-2010 in a supplementary schedule filed separately from the basic financial statements. RR No. 15-2010 requires the supplementary information to be presented in the notes to the financial statements. Such supplementary information required by the BIR is the responsibility of management and is not a required part of the basic financial statements prepared in accordance with PFRS Accounting Standards; it is neither a required disclosure under the Revised Securities Regulation Code Rule 68 of the SEC. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

The engagement partner in the audit resulting in this independent auditors' report is Yusoph A. Maute.

PUNONGBAYAN & ARAULLO



By: Yusoph A. Maute
Partner



February 24, 2026

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
STATEMENTS OF FINANCIAL POSITION
AS OF DECEMBER 31, 2025 AND 2024
(Amounts in Philippine Pesos)

	Notes	2025	2024
A S S E T S			
CASH AND CASH EQUIVALENTS - Net	6	**P 3,327,203,511**	P 3,200,386,222
MONEY MARKET PLACEMENTS - Net	6	**25,200,904**	-
OTHER ASSETS - Net		**127,448,774**	127,478,558
TOTAL ASSETS		**P 3,479,853,189**	P 3,327,864,780
LIABILITIES AND EQUITY			
ACCOUNTS PAYABLE AND OTHER LIABILITIES	8	**P 23,404,740**	P 10,779,432
CAPITAL STOCK	9	**2,225,169,030**	2,225,169,030
ADDITIONAL PAID-IN CAPITAL		**571,095,676**	571,095,676
TREASURY SHARES	9	**(81,776,628)**	(81,776,628)
RETAINED EARNINGS	9	**741,960,371**	602,597,270
Total Equity		**3,456,448,449**	3,317,085,348
TOTAL LIABILITIES AND EQUITY		**P 3,479,853,189**	P 3,327,864,780

See Notes to Financial Statements.

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
STATEMENTS OF INCOME
FOR THE YEARS ENDED DECEMBER 31, 2025, 2024 AND 2023
(Amounts in Philippine Pesos)

	Notes	2025	2024	2023
INCOME				
Interests and discounts	6, 7, 10	**P 185,066,343**	P 262,848,777	P 342,674,559
Reversal of impairment and credit losses - net	6, 7	**-**	6,213,315	-
Gain on redemption of unit investment trust fund	7	**-**	-	1,048,999
		185,066,343	269,062,092	343,723,558
OPERATING COSTS AND EXPENSES				
Trust fees	10	**3,237,683**	5,005,480	3,591,034
Director's fees	10	**1,916,667**	2,193,333	2,182,222
Professional fees		**1,238,798**	1,300,435	1,068,673
Service fees	10	**984,250**	1,074,196	696,250
Advertising		**763,415**	470,069	516,687
Taxes and licenses	11	**432,758**	1,538,670	1,630,124
Impairment and credit losses	6, 7	**40,300**	-	6,135,361
Interest expense	11	**-**	1,099,666	-
Other expenses	11	**76,102**	4,369,950	2,292,801
		8,689,973	17,051,799	18,113,152
PROFIT BEFORE TAX		**176,376,370**	252,010,293	325,610,406
TAX EXPENSE	11	**(37,013,269)**	(49,888,687)	(48,329,174)
NET PROFIT		**P 139,363,101**	P 202,121,606	P 277,281,232
Basic and Diluted Earnings Per Share	12	**P 0.06**	P 0.09	P 0.13

See Notes to Financial Statements.

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
FOR THE YEARS ENDED DECEMBER 31, 2025, 2024 AND 2023
(Amounts in Philippine Pesos)

	Notes	**2025**	2024	2023
NET PROFIT		**P 139,363,101**	P 202,121,606	P 277,281,232
OTHER COMPREHENSIVE INCOME (LOSS)				
Item that will be reclassified subsequently to profit or loss				
Transfer of realized gains on disposed debt investments at fair value through other comprehensive income (FVOCI) to statements of income	7	**-**	(10,123,209)	-
Net unrealized fair value gain on debt investments at FVOCI	7	**-**	-	10,123,209
Impairment loss (recovery) on debt investments at FVOCI	7	**-**	(3,630,406)	3,630,406
Tax income (expense)	11	**-**	2,530,802	(2,530,802)
		-	(11,222,813)	11,222,813
TOTAL COMPREHENSIVE INCOME		**P 139,363,101**	P 190,898,793	P 288,504,045

See Notes to Financial Statements.

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2025, 2024 AND 2023
(Amounts in Philippine Pesos)

	Capital Stock	Additional Paid-in Capital	Treasury Shares, At Cost	Net Unrealized Fair Value Gains (Losses) on FVOCI	Retained Earnings	Total Equity
Balance at January 1, 2025	P 2,225,169,030	P 571,095,676	(P 81,776,628)	P -	P 602,597,270	P 3,317,085,348
Total comprehensive income	-	-	-	-	139,363,101	139,363,101
Balance at December 31, 2025	**P 2,225,169,030**	**P 571,095,676**	**(P 81,776,628)**	**P -**	**P 741,960,371**	**P 3,456,448,449**
Balance at January 1, 2024	P 2,225,169,030	P 571,095,676	(P 81,776,628)	P 11,222,813	P 3,644,188,632	P 6,369,899,523
Cash dividend declaration				-	(3,243,712,968)	(3,243,712,968)
Total comprehensive income	-	-	-	(11,222,813)	202,121,606	190,898,793
Balance at December 31, 2024	P 2,225,169,030	P 571,095,676	(P 81,776,628)	P -	P 602,597,270	P 3,317,085,348
Balance at January 1, 2023	P 2,225,169,030	P 571,095,676	(P 81,776,628)	P -	P 3,366,907,400	P 6,081,395,478
Total comprehensive income	-	-	-	11,222,813	277,281,232	288,504,045
Balance at December 31, 2023	P 2,225,169,030	P 571,095,676	(P 81,776,628)	P 11,222,813	P 3,644,188,632	P 6,369,899,523

See Notes to Financial Statements.

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2025, 2024 AND 2023
(Amounts in Philippine Pesos)

	Notes	2025	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax		**P 176,376,370**	P 252,010,293	P 325,610,406
Adjustments for:				
Interests and discounts	6, 7, 10	**(185,066,343)**	(262,848,777)	(342,674,559)
Impairment and credit losses	6, 7	**40,300**	-	6,135,361
Reversal of impairment and credit losses	6, 7	**-**	(6,213,315)	-
Operating loss before changes in operating assets and liabilities		**(8,649,673)**	(17,051,799)	(10,928,792)
Decrease (increase) in other assets		**29,784**	(85,986)	(56,045)
Increase (decrease) in accounts payable and other liabilities		**12,625,308**	124,329	(5,451,295)
Cash generated from (used in) operations		**4,005,419**	(17,013,456)	(16,436,132)
Interest received		**184,769,723**	287,665,688	250,098,951
Cash paid for final taxes	11	**(36,957,853)**	(49,888,687)	(48,329,174)
Net Cash From Operating Activities		**151,817,289**	220,763,545	185,333,645
CASH FLOWS FROM INVESTING ACTIVITIES				
Placement in short-term placements	6	**(25,000,000)**	(1,988,400,000)	(3,915,550,000)
Maturities of short-term placements	6	**-**	5,903,950,000	5,907,664,283
Proceeds from redemption of fair value through other comprehensive income (FVOCI)	7	**-**	2,300,000,000	3,821,610,000
Acquisition of financial assets at FVOCI	7	**-**	-	(6,006,005,297)
Net Cash From (Used in) Investing Activities		**(25,000,000)**	6,215,550,000	(192,281,014)
CASH FLOWS FROM A FINANCING ACTIVITY				
Payment of cash dividends	9	**-**	(3,243,712,968)	-
NET INCREASE IN CASH AND CASH EQUIVALENTS		**126,817,289**	3,192,600,577	(6,947,369)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**3,200,386,222**	7,785,645	14,733,014
CASH AND CASH EQUIVALENTS AT END OF YEAR		**P 3,327,203,511**	P 3,200,386,222	P 7,785,645

See Notes to Financial Statements.

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2025 AND 2024
(Amounts in Philippine Pesos)

1. CORPORATE INFORMATION

1.1 Corporate Information

Dominion Holdings, Inc. (DHI or the Company), formerly BDO Leasing and Finance, Inc., is a domestic corporation incorporated in 1981. Its shares were listed in the Philippine Stock Exchange (PSE) on January 6, 1997.

On January 31, 2020, the Board of Directors (BOD) approved the amendment of the Company's primary and secondary purpose from operating as a leasing and financing entity, which provides direct leases, sale and leaseback arrangements and real estate leases to operate as a listed holding company that invests in, purchase, acquire or own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or dispose real and personal property of every kind. On July 21, 2020, the stockholders approved the amendments. On March 1, 2022, the Company's BOD approved the amendment of the Company's name to Dominion Holdings, Inc., the same was approved by the stockholders on April 20, 2022. On June 9, 2022, the Company filed with the Securities and Exchange Commission (SEC) its application to amend the Company's article of incorporation's first and second article, which was subsequently approved by the SEC on July 18, 2022.

The Company is a subsidiary of BDO Unibank, Inc. (BDO Unibank or Parent Company), a universal bank incorporated and doing business in the Philippines. BDO Unibank offers a wide range of banking services such as traditional loan and deposit products, as well as treasury, remittance, trade services, credit card services, trust and others.

As a subsidiary of BDO Unibank, Bangko Sentral ng Pilipinas (BSP) has the authority to examine the Company, when examining the Bank, as it is majority-owned by the Bank. Although the Company is no longer considered a BSP-supervised financial institution, the Company aligns with BSP's regulations, where applicable, as a subsidiary of a bank and as a good corporate governance practice.

The Company's principal office is located at 39th Floor, BDO Corporate Center Ortigas, 12 ADB Avenue, Ortigas Center, Mandaluyong City.

The Parent Bank's principal office address is at BDO Corporate Center, 7899 Makati Avenue, Makati City while the temporary business address is at BDO Towers Valero, 8741 Paseo de Roxas Street, Salcedo Village, Makati City effective October 30, 2021 until further notice.

1.2 Approval of Financial Statements

The accompanying financial statements of the Company for the year ended December 31, 2025 (including the comparative financial statements as of December 31, 2024 and for the years ended December 31, 2024 and 2023) were authorized for issue by the Company's BOD on February 19, 2026.

2. MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policy information that has been used in the preparation of these financial statements are summarized below and in the succeeding pages. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation of Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The financial statements of the Company have been prepared in accordance with Philippine Financial Reporting Standards (PFRS Accounting Standards). PFRS Accounting Standards are adopted by the Financial and Sustainability Reporting Standards Council (FSRSC) from the pronouncements issued by the International Accounting Standards Board (IASB) and approved by the Philippine Board of Accountancy.

The financial statements have been prepared using the measurement bases specified by PFRS Accounting Standards for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Financial Statements

The financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Company presents a statement of comprehensive income separately from the statement of income.

The Company presents a third statement of financial position as at the beginning of the preceding period when it applies an accounting policy retrospectively, or makes a retrospective restatement or reclassification of items that has a material effect on the information in the statement of financial position at the beginning of the preceding period. The related notes to the third statement of financial position are not required to be disclosed.

(c) Functional and Presentation Currency

These financial statements are presented in Philippine pesos, the functional and presentation currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the financial statements of the Company are measured using the functional currency. Functional currency is the currency of the primary economic environment in which the Company operates.

2.2 Adoption of Amended PFRS Accounting Standards

(a) Effective in 2025 that are Relevant to the Company

The Company adopted for the first time amendments to PAS 21, *The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability*, which are mandatorily effective for annual periods beginning on or after January 1, 2025. The amendments require entities to assess whether a currency is exchangeable and to determine a spot exchange rate when exchangeability is lacking. These amendments also mandate the disclosure of information that enables users of financial statements to understand the impact of a currency not being exchangeable. The amendments had no significant impact on the financial statements of the Company.

(b) Effective Subsequent to 2025 but not Adopted Early

There are amendments to existing standards effective for annual periods subsequent to 2025, which are adopted by the FSRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and unless otherwise indicated, none of these are expected to have significant impact on the Company's financial statements:

(i) PFRS 9 and PFRS 7 (Amendments), *Financial Instruments, and Financial Instruments: Disclosures – Amendments to the Classification and Measurement of Financial Instruments* (effective from January 1, 2026)

(ii) PFRS 18, *Presentation and Disclosure in Financial Statements* (effective from January 1, 2027). The new standard impacts the classification of profit or loss items (i.e., into operating, investing and financing categories) and the presentation of subtotals in the statement of profit or loss (i.e., operating profit and profit before financing and income taxes). The new standard also changes the aggregation and disaggregation of information presented in the primary financial statements and in the notes. It also introduces required disclosures about management-defined performance measures. The amendments, however, do not affect how an entity recognizes and measures its financial condition, financial performance and cash flows.

2.3 Financial Instruments

(a) Classification, Measurement and Reclassification of Financial Assets

The Company's financial assets include financial assets at amortized cost and are presented in the statement of financial position as Cash and Cash Equivalents and Money Market Placements. Cash and cash equivalents include cash on hand, demand deposits and short-term, highly liquid investments with original maturities of three months or less, readily convertible to known amounts of cash. Money market placements include short-term investment with original maturity of more than 90 days.

(b) Effective Interest Rate Method and Interest Income

Interest income is recorded using the effective interest rate (EIR) method for all financial instruments measured at amortized cost and interest-bearing financial instruments at fair value through other comprehensive income (FVOCI). The Company recognizes interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the financial instrument. Hence, it recognizes the effect of potentially different interest rates charged at various stages, and other characteristics of the product life cycle (including prepayments, penalty interest and charges).

If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk, the adjustment is booked as a positive (negative) adjustment to the carrying amount of the asset in the statement of financial position with an increase (reduction) in interest income. The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets.

For financial assets that have become credit-impaired subsequent to initial recognition [see Note 2.3(c)], interest income is calculated by applying the effective interest rate to the net carrying amount of the financial assets (after deduction of the loss allowance). If the asset is no longer credit-impaired, the calculation of interest income reverts to gross basis. For financial assets that were credit-impaired on initial recognition, interest income is calculated by applying a credit-adjusted EIR to the amortized cost of the asset. The calculation of interest income does not revert to a gross basis, even if the credit risk of the asset improves.

(c) Impairment of Financial Assets

At the end of the reporting period, the Company assesses its expected credit losses (ECL) on a forward-looking basis associated with its financial assets carried at amortized cost. The Company considers a broader range of information in assessing credit risk and measuring ECL, including past events, current conditions, reasonable and supportable forecasts that affect collectability of the future cash flows of the financial assets.

The Company measures loss allowances at an amount equal to lifetime ECL, except for the following financial instruments for which they are measured as 12-month ECL:

- debt securities that are identified to have 'low credit risk' at the reporting date; and,

- other financial instruments (other than lease receivables) on which credit risk has not increased significantly since their initial recognition.

For these financial instruments, the allowance for credit losses is based on 12-month ECL associated with the probability of default (PD) of a financial instrument in the next 12 months (referred to as 'Stage 1' financial instruments). When there has been a significant increase in credit risk subsequent to the initial recognition of the financial asset, a lifetime ECL (which are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial asset) will be recognized (referred to as 'Stage 2' financial instruments). A lifetime ECL shall also be recognized for 'Stage 3' financial instruments, which include financial instruments that are subsequently credit-impaired, as well as purchased or originated credit impaired (POCI) assets.

The Company's definition of credit risk, information on how credit risk is mitigated by the Company and detailed ECL measurement, as determined by the management, are disclosed in Note 4.2.

(d) Classification and Measurement of Financial Liabilities

Financial liabilities pertain to accounts payable and other liabilities (except tax-related payables). All interest-related charges are included as part of Interest expense under Operating Costs and Expenses in the statements of income.

2.4 Other Income and Expense Recognition

A contract with a customer that results in a recognized financial instrument in the Company's financial statements may be partially within the scope of PFRS 9, *Financial Instruments,* and partially within the scope of PFRS 15, *Revenues from Contracts with Customers*. In such case, the Company first applies PFRS 9 to separate and measure the part of the contract that is in-scope of PFRS 9, and then apply PFRS 15 to the residual part of the contract. Expenses and costs, if any, are recognized in profit or loss upon utilization of the assets or services or at the date these are incurred. All finance costs are reported in profit or loss on accrual basis.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Company's financial statements in accordance with PFRS Accounting Standards requires management to make judgements and estimates that affect the amounts reported in the financial statements and related notes. Judgements and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may ultimately differ from these estimates.

3.1 Critical Management Judgements in Applying Accounting Policies

In the process of applying the Company's accounting policies, management has made the following judgements, apart from those involving estimation, which have the most significant effect on the amounts recognized in the financial statements:

(a) Evaluation of Business Model Applied in Managing Financial Instruments

The Company developed business models which reflect how it manages its portfolio of financial instruments. The Company's business models need not be assessed at entity level or as a whole but shall be applied at the level of a portfolio of financial instruments (i.e., group of financial instruments that are managed together by the Company) and not on an instrument-by-instrument basis (i.e., not based on intention or specific characteristics of individual financial instrument).

In determining the classification of a financial instrument under PFRS 9, the Company evaluates in which business model a financial instrument, or a portfolio of financial instruments belong to taking into consideration the objectives of each business model established by the Company (e.g., held-for-trading, generating accrual income, direct matching to a specific liability) as those relate to the Company's investment and trading strategies.

(b) Testing the Cash Flow Characteristics of Financial Assets and Continuing Evaluation of the Business Model

In determining the classification of financial assets under PFRS 9, the Company assesses whether the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal outstanding, with interest representing time value of money and credit risk associated with the principal amount outstanding. The assessment as to whether the cash flows meet the test is made in the currency in which the financial asset is denominated. Any other contractual term that changes the timing or amount of cash flows (unless it is a variable interest rate that represents time value of money and credit risk) does not meet the amortized cost criteria. In cases where the relationship between the passage of time and the interest rate of the financial instrument may be imperfect, known as modified time value of money, the Company assesses the modified time value of money feature to determine whether the financial instrument still meets the SPPI criterion.

The objective of the assessment is to determine how different the undiscounted contractual cash flows could be from the undiscounted cash flows that would arise if the time value of money element was not modified (the benchmark cash flows). If the resulting difference is significant, the SPPI criterion is not met. In view of this, the Company considers the effect of the modified time value of money element in each reporting period and cumulatively over the life of the financial instrument.

In addition, PFRS 9 emphasizes that if more than an infrequent sale is made from portfolio of financial assets carried at amortized cost, if any, an entity should assess whether and how such sales are consistent with the objective of collecting contractual cash flows.

3.2 Key Source of Estimation Uncertainty

The key assumptions concerning the future and other significant sources of estimation uncertainty at the end of the reporting period that may result in a material adjustment to the carrying amounts of assets and liabilities within the next reporting period include the estimation of allowance for ECL. The measurement of the allowance for ECL on financial assets at amortized cost requires the use of significant assumptions about future economic conditions and credit behavior, such as the likelihood of customers defaulting and the resulting losses.

4. RISK MANAGEMENT

With its culture of managing risk prudently within its capacity and capabilities, the Company will pursue its strategy and business plans to achieve its desired long-term target returns to its shareholders and satisfy or abide by the needs of its other stakeholders, including its regulators.

The Company believes that, as there are opportunities, there are associated risks and the objective is not to totally avoid risks, but to adequately and consistently evaluate, manage, control, and monitor the risks and ensure that the Company is adequately compensated for all the risks taken. Good risk management involves making informed and rational decisions about the level of risks the institution wants to take, in the pursuit of its objectives, but with consideration to return commensurate with the risk-taking activity.

The Company's goal is to remain a strong company that is resilient to possible adverse events. Hence, the Company ensures:

- strong financial position by maintaining adequate capital ratios;
- sound management of liquidity; and,
- ability to generate sustainable earnings commensurate with the risks taken.

Risk management begins at the highest level of the organization. At the helm of the risk management infrastructure is the BOD who is responsible for establishing and maintaining a sound risk management system. The BOD assumes oversight over the entire risk management process and has the ultimate responsibility for all risks taken. It regularly reviews and approves the institution's tolerance for risks, as well as, its business strategy and risk philosophy.

4.1 Interest Rate Risk

On December 31, 2025 and 2024, the Company has no material exposure to changes in interest rates since all financial assets and financial liabilities have fixed rates.

4.2 Credit Risk

As of December 31, 2025, the Company's financial assets that are subject to credit risk are related only to cash and cash equivalents. In general, the Company regularly monitors the credit quality of these financial assets and incorporates this information into its credit risk controls and policies.

4.2.1 Credit Quality Analysis

In 2025 and 2024, the Company has no financial instruments that are purchased or originated credit impaired assets.

As of December 31, 2025 and 2024, the Company held Cash and cash equivalents and Money market placements which are all in Stage 1 (see Note 6).

The credit risk for Company's financial assets are presented in Note 4.2.3(c).

4.2.2 Concentrations of Credit Risk

The Company's concentrations of credit risk (net of allowance) at the reporting date pertains to cash and cash equivalents amounting to P3,327,203,511 and P3,200,386,222 in 2025 and 2024, respectively, and money market placements amounting to P25,200,904 in 2025 (see Note 6). There are no money market placements as at December 31, 2024. All of these credit risk concentrations pertain to counterparties engaged in financial activities.

4.2.3 Amounts Arising from Expected Credit Losses

At each reporting date, the Company assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

The assessment of credit risk of a portfolio of assets entails further estimations as to the likelihood of defaults occurring, of the associated loss ratios and of default correlations between counterparties. The Company measures credit risk using PD, loss given default (LGD) and exposure at default (EAD).

(a) Significant Increase in Credit Risk

When determining whether the risk of default on a financial instrument has increased significantly since initial recognition, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and expert credit assessment and including forward-looking information (FLI).

The objective of the assessment is to identify whether a significant increase in credit risk has occurred for an exposure by comparing:

- the remaining lifetime PD as at the reporting date; with
- the remaining lifetime PD for this point in time that was estimated at the time of initial recognition of the exposure (adjusted where relevant for changes in prepayment expectations).

The Company uses the following criteria in determining whether there has been a significant increase in credit risk: (i) quantitative test based on movement in PD; and (ii) qualitative indicators, such as substantial decline in sales or intermittent delays in payment.

(i) Credit Risk Grading

The Company allocates each exposure to a credit risk grade based on a variety of data that is determined to be predictive of the risk of default and applying experienced credit judgment. Credit risk grades are defined using qualitative and quantitative factors that are indicative of risk of default. These factors vary depending on the nature of the exposure and the type of borrower.

The credit grades are defined and calibrated such that the risk of default increases exponentially at each higher risk grade so, for example, the difference in the PD between an AAA and AA rating grade is lower than the difference in the PD between a B and B- rating grade.

The Company's cash and cash equivalents and money market placements are graded BBB as of December 31, 2025 and 2024.

(ii) Generating the Term Structure of PD

Credit risk grades are a primary input into the determination of the term structure of PD for exposures. The Company collects performance and default information about its credit risk exposures analyzed by jurisdiction or region and by type of product and borrower as well as by credit risk grading. For some portfolios, information from external credit reference agencies is also used. The Company employs statistical models to analyze the data collected and generate the term structure of PD estimates.

(iii) Determining Whether Credit Risk has Significantly Increased

The Company assesses whether credit risk has increased significantly since initial recognition at each reporting date. Determining whether an increase in credit risk is significant depends on the characteristics of the financial instrument and the borrower. What is considered significant varies across financial assets of the Company. The credit risk may also be deemed to have increased significantly since initial recognition based on qualitative factors linked to the Company's risk management processes that may not otherwise be fully reflected in its quantitative analysis on a timely basis. This will be the case for exposures that meet certain heightened risk criteria, such as net loss, significant drop in risk ratings, and intermittent delays in payments.

If there is evidence that there is no longer a significant increase in credit risk relative to initial recognition, then the loss allowance on an instrument returns to being measured as 12-month ECL.

(iv) Forward-looking Information

The Company incorporates FLI into both the assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and the measurement of ECL.

The Company has identified and documented key drivers of credit risk and credit losses for each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables and credit risk and credit losses.

The relevant macro-economic variables for selection generally include, but are not limited to, gross domestic product growth rate, unemployment rate, inflation rate, foreign exchange rates, stock market index, oil prices and interest rates.

The significance of the selected macro-economic variables as predictors of default may change over time as historical information is added. As such, the generated macroeconomic models are updated at least on an annual basis. Management has also considered other FLIs not incorporated within the above economic scenarios, such as any regulatory, legislative, or political changes, but are not deemed to have a significant impact on the calculation of ECL. Management reviews and monitors the appropriateness of FLIs at least annually.

(v) Measurement of ECL

The key inputs into the measurement of ECL are the term structure of PD, LGD and EAD.

ECL for exposures in Stage 1 is calculated by multiplying the 12-month PD by LGD and EAD. Lifetime ECL is calculated by multiplying the lifetime PD by LGD and EAD.

The methodology of estimating PDs is discussed in Note 4.2.3(a)(ii) under the heading "Generating the term structure of PD".

LGD is the magnitude of the likely loss if there is a default. The Company adopted the foundation internal ratings-based approach wherein senior claims on sovereigns, banks, securities firms and other financial institutions that are not secured by recognized collateral will be assigned a 45% LGD.

EAD represents the expected exposure in the event of a default. The Company derives the EAD from the current exposure to the counterparty and potential changes to the current amount allowed under the contract and arising from amortization. The EAD of a financial asset is its gross carrying amount at the time of default. EAD is determined by modelling the range of possible exposure outcomes at various points in time using scenario and statistical techniques.

As described above, and subject to using a maximum of a 12-month PD for Stage 1 financial assets, the Company measures ECL considering the risk of default over the maximum contractual period (including any borrower's extension options) over which it is exposed to credit risk, even if, for credit risk management purposes, the Company considers a longer period. The maximum contractual period extends to the date at which the Company has the right to require repayment of an advance or terminate a loan commitment or guarantee.

Where modelling of a parameter is carried out on a collective basis, the financial instruments are grouped on the basis of shared risk characteristics. The groupings are subject to regular review to ensure that exposures within a particular group remain appropriately homogeneous.

For portfolios in respect of which the Company has limited historical data, external benchmark information (e.g., PD from external credit rating agencies, Basel LGD) is used to supplement the internally available data. The portfolios for which external benchmark information represents a significant input into measurement of ECL include exposures to foreign borrowers and low default borrower segments.

The following table sets out the gross carrying amounts and allowance for ECL of the exposures to credit risk on financial assets with low credit risk measured at amortized cost as of December 31:

(Amounts in PHP)	Note	**2025**	2024
Cash and cash equivalents	6	**3,329,944,771**	3,203,107,944
Allowance for ECL	6	**(2,741,260)**	(2,721,722)
		3,327,203,511	3,200,386,222
Money market placement	6	**25,221,667**	-
Allowance for ECL	6	**(20,763)**	-
		25,200,904	-

4.2.4 Liquidity Risk

Liquidity risk is the risk that there could be insufficient funds available to fulfill payment obligations in full and on time when they become due. The Company manages its liquidity needs by holding sufficient liquid assets of appropriate quality to meet funding requirements, manage and control liquidity gaps through Maximum Cumulative Outflow (MCO) limits, regular liquidity stress testing to ensure positive cashflow across all identified stress scenarios, and establishment of a Liquidity Contingency Plan, to ensure adequate liquidity under both business-as-usual and stress conditions. The Company carefully monitors scheduled debt servicing payments for short-term and long-term financial liabilities as well as cash outflows due in its day-to-day activities.

Presented in succeeding page are the financial assets and financial liabilities as of December 31, 2025 and 2024 analyzed according to when these are expected to be recovered or settled.

(Amounts in PHP)	One to Three Months	Three Months to One Year	Total
2025			
Financial assets —			
Cash and cash equivalents	**3,327,203,511**	**-**	**3,327,203,511**
Money market placements	**25,200,904**	**-**	**25,200,904**
	3,352,404,415	**-**	**3,352,404,415**
Financial liabilities —			
Accounts payable and other liabilities	**23,266,868**	**-**	**23,266,868**
2024			
Financial assets —			
Cash and cash equivalents	3,200,386,222	-	3,200,386,222
Financial liabilities —			
Accounts payable and other liabilities	10,617,494	-	10,617,494

4.2.5 Write-offs

The Company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded that there is no reasonable expectation of recovery of the financial asset. Indicators that there is no reasonable expectation of recovery include: cessation of enforcement activity; and, where the Company's recovery method is through foreclosure of collateral and the value of the collateral is less than the outstanding contractual amounts of the financial assets to be written-off. The Company still has an enforceable right to receive payment even if the financial assets have been written off except in certain cases.

5. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

5.1 Carrying Amounts and Fair Values by Category

For the Company's financial assets and financial liabilities carried at amortized cost as at December 31, 2025 and 2024, management has determined that their carrying amounts are equal to or approximately their fair values.

The methods and assumptions used by the Company in estimating the fair value of the financial instruments are as follows:

(i) Cash and Cash Equivalents and Money Market Placement

The fair values of cash and cash equivalents and money market placements approximate carrying amounts given their short-term maturities.

(ii) Accounts Payable and Other Liabilities

Fair values approximate carrying amounts given the short-term maturities of the liabilities.

5.2 Fair Value Measurement and Disclosures

5.2.1 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and financial liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS Accounting Standards, are categorized into three levels based on the significance of inputs used to measure the fair value.

The fair value hierarchy has the following levels.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;

- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

For purposes of determining the market value at Level 1, a market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

For investments which do not have quoted market price, the fair value is determined by using generally acceptable pricing models and valuation techniques or by reference to the current market of another instrument which is substantially the same after taking into account the related credit risk of counterparties or is calculated based on the expected cash flows of the underlying net asset base of the instrument.

When the Company uses valuation technique, it maximizes the use of observable market data where it is available and relies as little as possible on entity specific estimates. If all significant inputs required to determine the fair value of an instrument are observable, the instrument is included in Level 2. Otherwise, it is included in Level 3.

5.2.2 Financial Instruments Measured at Amortized Cost for Which Fair Value is Disclosed

The following summarizes the fair value hierarchy of the Company's financial assets and financial liabilities which are not measured at fair value in the statements of financial position but for which fair value is disclosed.

(Amounts in PHP)	Notes	**Level 1**	**Level 3**	**Total**
December 31, 2025				
Financial assets —				
Cash and cash equivalents	6	**3,327,203,511**	**-**	**3,327,203,511**
Money market placements	6	**25,200,904**	**-**	**25,200,904**
		3,352,404,415	**-**	**3,352,404,415**
Financial liabilities —				
Accounts payable and other liabilities	8	**-**	**23,266,868**	**23,266,868**
December 31, 2024				
Financial assets —				
Cash and cash equivalents	6	3,200,386,222	-	3,200,386,222
Financial liabilities —				
Accounts payable and other liabilities	8	-	10,617,494	10,617,494

There have been no significant transfers between Levels 1 and 2 in the reporting periods.

Summarized below are the information on how the fair values of the Company's financial assets and financial liabilities are determined.

(a) Financial Instruments in Level 1

Cash and cash equivalents consist primarily of funds in the form of Philippine currency notes and coins held in the Company's bank. Money market placements include short-term investments with original maturity of more than 90 days. Carrying amounts approximate the fair values given the relatively short-term maturities of these instruments.

(b) Financial Instruments in Level 3

The Company classifies financial instruments such as accounts payable and other receivables, have no quoted prices or observable market data where reference of fair value can be derived; hence, fair value is determined based on their discounted amount of estimated future cash flows expected to be received or paid, or based on their cost which management estimates to approximate their fair values.

5.3 Offsetting of Financial Instruments

Currently, all financial assets and financial liabilities are settled on a gross basis; however, each party will have the option to settle such amount on a net basis in the event of default of the other party. As such, as of December 31, 2025 and 2024, the Company has no financial assets and liabilities with offsetting arrangement.

6. CASH AND CASH EQUIVALENTS AND MONEY MARKET PLACEMENTS

Cash and cash equivalents include the following components as of December 31:

(Amounts in PHP)	Note	**2025**	2024
Cash in banks	10(a)	**3,148,307**	2,582,770
Short-term placements	10(a)	**3,326,796,464**	3,200,525,174
		3,329,944,771	3,203,107,944
Allowance for ECL		**(2,741,260)**	(2,721,722)
		3,327,203,511	3,200,386,222

Cash in banks earn interest at rates based on daily bank deposit rate of 0.06% in 2025, 2024 and 2023.

Interest receivables amounting to P13,518,131 and P12,925,175 in 2025 and 2024, respectively, and is presented as part of Cash and Cash Equivalents and Money Market Placements in the statements of financial position.

The total interest income earned from cash in banks and short-term placements amounted to P185,066,343, P234,024,634 and P117,609,860 in 2025, 2024 and 2023, respectively, which is presented as part of Interests and discounts account under Income in the Company's statements of income.

The Company recognized impairment loss (recovery) on cash and cash equivalents and money market placement amounting to P40,300, (P2,582,908) and P2,504,955 in 2025, 2024, and 2023, respectively, which is presented as part of Impairment and credit losses account under Operating Costs and Expenses in the 2025 and 2023 statements of income and netted against Reversal of impairment and credit losses - net account under Income in 2024 statement of income.

Short-term placements as of December 31, 2025 and 2024 are presented in the statements of financial position as follows:

(Amounts in PHP)	**2025**	2024
Cash equivalents:		
Gross carrying amount	**3,326,796,464**	3,200,525,174
Allowance for ECL	**(2,738,668)**	(2,719,527)
	3,324,057,796	3,197,805,647
Money market placements:		
Gross carrying amount	**25,221,667**	-
Allowance for ECL	**(20,763)**	-
	25,200,904	-
	3,349,258,700	3,197,805,647

The reconciliation of the carrying amounts of the money market placements are as follows:

(Amounts in PHP)	**2025**	2024
Balance at the beginning of year	**-**	3,941,346,704
Placements	**25,000,000**	1,988,400,000
Accrued interest income	**221,667**	-
Impairment recovery (loss)	**(20,763)**	5,294,173
Maturities	**-**	(5,903,950,000)
Collections of accrued interest income	**-**	(31,090,877)
Balance at the end of year	**25,200,904**	-

Short-term placements under Cash and cash equivalents are made for varying periods of 42 days to 90 days and 119 days for money market placements in 2025, 47 days to 63 days in 2024, and earn interest at annual rate ranging between 5.23% to 5.75% in 2025, 6.03% to 6.38% in 2024 (see Note 10).

The Company recognized impairment recovery (loss) on money market placements amounting to (P20,763), P5,294,173 and (P2,501,576) in 2025, 2024 and 2023, respectively, which is presented as part of Impairment and credit losses account under Operating Costs and Expenses section in 2025 and 2023 in the statements of income and as part of Reversal of impairment and credit losses - net account under the Income section in 2024 statement of income.

7. FINANCIAL ASSETS AT FVTPL AND FVOCI

In 2023, the Company invested P6,020,004,237 in Unit Investment Trust Fund (UITF) with a term of one day and was redeemed resulting in a gain on redemption of P1,048,999 presented under Income in the 2023 statement of income. The proceeds were reinvested in various debt securities (bonds) at a discount amounting to P6,006,005,297 and were classified as financial assets at FVOCI.

The reconciliation of the carrying amounts of financial assets at FVOCI as of December 31 2024 *(Amounts in PHP)*:

Balance at beginning of year	2,306,560,507
Disposals/redemption	(2,300,000,000)
Transfer of realized fair value gains	(10,123,209)
Amortization of discount	13,405,342
Collections of accrued interest income	(9,842,640)
Balance at end of year	-

Financial assets at FVOCI earn interest at fixed rates ranging from 2.75% to 3.74% in 2024 and 2023 with an original term of 1.5 to 3 years. The total interest income earned amounted to P28,824,143 and P225,064,699 in 2024 and 2023, respectively, which is presented as part of Interests and discounts account under Income in the Company's 2024 and 2023 statements of income. There were no similar transactions in 2025.

In 2023, the Company recognized fair value gains on financial assets at FVOCI amounting to P10,123,209. The fair values of these financial assets have been determined based on quoted prices in active markets. The fair value gains were subsequently transferred to profit or loss upon redemption in 2024.

In 2023, the Company also recognized impairment loss on financial assets at FVOCI amounting to P3,630,406, which is presented as part of Impairment and credit losses account under Operating Costs and Expenses in the 2023 statement of income and is added to the fair value gains on debt instruments at FVOCI under items that are reclassified subsequently to profit or loss in the 2023 statement of comprehensive income. The recognized impairment loss on financial assets at FVOCI amounting to P3,630,406 was reversed upon redemption in 2024, and is presented as part of Reversal of impairment and credit losses - net account under Income in the 2024 statement of income.

8. ACCOUNTS PAYABLE AND OTHER LIABILITIES

Accounts payable and other liabilities consist of the following:

(Amounts in PHP)	**2025**	2024
Accounts payable	**23,266,868**	10,617,494
Withholding taxes payable	**137,872**	161,938
	23,404,740	10,779,432

9. EQUITY

9.1 Capital Management Objectives, Policies and Procedures

The Company's capital management objectives are:

- to provide an adequate return to shareholders by pricing products commensurately with the level of risk; and,

- to ensure the Company's ability to continue as a going concern.

The Company sets the amount of capital in proportion to its overall financing structure and the Company manages the capital structure and adjusts it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Company's capital and overall financing as of December 31, 2025 and 2024 are shown below.

(Amounts in PHP)	**2025**	2024
Total equity	**3,456,448,449**	3,317,085,348
Cash and cash equivalents	**(3,327,203,511)**	(3,200,386,222)
Money market placements - net	**(25,200,904)**	-
Net capital	**104,044,034**	116,699,126
Overall financing (total equity)	**3,456,448,449**	3,317,085,348
Capital-to-overall financing ratio	**0.03 : 1.00**	0.04 : 1.00

As of December 31, 2025 and 2024, the Company complies with this minimum paid-up capital requirement.

9.2 Preferred Shares

The Company has 200,000 authorized preferred shares at P100 par value a share with the following features:

(a) Issued serially in blocks of not less than 100,000 shares;
(b) No pre-emptive rights to any or all issues on other disposition of preferred shares;
(c) Entitled to cumulative dividends at a rate not higher than 20% yearly;
(d) Subject to call or with rights for their redemption, either mandatory at a fixed or determinable date after issue; and,
(e) Non-voting, except in cases expressly provided for by law.

None of these authorized preferred shares have been issued as of December 31, 2025 and 2024.

9.3 Common Shares

As of December 31, 2025 and 2024, out of the total authorized capital stock of 3,400,000,000 common shares with par value of P1.00 per share, 2,162,475,312 common shares, net of treasury shares of 62,693,718 are issued and outstanding.

9.4 Retained Earnings – Free

The Company's retained earnings are restricted to the extent of the cost of the treasury shares amounting to P81,776,628 as of the end of the reporting periods.

On April 12, 2024, the Company's BOD approved the declaration of cash dividends amounting to P3,243,712,968 (P1.50 per share) to all stockholders of record as of April 30, 2024, and was paid on May 10, 2024. There is no similar transaction in 2025.

9.5 Track Record of Registration of Securities

On January 6, 1997, the Company was listed with the PSE with 106,100,000 additional common shares and 15,120,000 existing common shares with par value of P1.00 per share. The listing was approved by the SEC in May 1996.

On January 27, 2020, the PSE approved the request of the Company for the voluntary trading suspension of its shares. This is to allow the investing public an equal access to the information about the Share Purchase Agreement entered by BDO Unibank on January 24, 2020 for making informed decisions.

The trading of DHI shares in the PSE was originally placed on hold since January 27, 2020 due to a voluntary trading suspension and a SEC requirement to amend the Company's registration statement.

As of January 20, 2020, the Company's number of shares registered totaled 3,400,000,000 with par value of P1.00 per share and closed at a price of P3.16.

Subsequently, the SEC lifted its Order of Suspension on July 1, 2024, while the PSE resolved to lift the trading suspension of the Company effective August 20, 2024 after the Company filed its Comprehensive Corporate Disclosure.

The Company's listed shares closed at P1.60 per share on the last trading day of 2024 and at P1.39 per share as of December 29, 2025.

On January 20, 2026, the Company requested for voluntary trading suspension following the receipt of information from its Parent Bank that it has signed a share purchase agreement with Monte Sur Equity Holdings, Inc. for the sale of 1,513,732,718 common shares (see Note 13).

On January 21, 2026, PSE implemented a continued trading suspension on the shares of the Company pending submission of additional information on the transaction.

10. RELATED PARTY TRANSACTIONS

The Company's related parties are BDO Unibank, BDO Trust Investment Group (TIG) and BDO Finance Corporation (BDOFC) as described below and succeeding page.

The summary of the Company's significant transactions with its related parties in 2025, 2024 and 2023 are as follows:

		Amount of Transaction		
(Amounts in PHP)	Notes	**2025**	2024	2023
Stockholders				
Cash dividends declared and paid	9.4	**-**	3,243,712,968	-
Ultimate parent company (BDO Unibank)				
Interest income on short-term placements and investments	*(a)*	**19,415,723**	64,611,907	77,869,196
Trust fees	*(d)*	**3,237,683**	5,005,480	3,591,034
Service fees	*(b)*	**480,250**	570,196	360,250
Interest income on savings and demand deposits	*(a)*	**4,041**	16,424	9,385
UITF redemption	*(c)*	**-**	-	6,021,053,236
UITF placement	*(c)*	**-**	-	6,020,004,237
Realized fair value gains	*(c)*	**-**	-	1,048,999
Related party under common Ownership (BDOFC)				
Management fees	*(e)*	**504,000**	504,000	336,000
Others				
Director's fees	*(f)*	**1,916,667**	2,193,333	2,182,222

Below is the summary of the outstanding balances with each related party as of December 31, 2025 and 2024.

		Outstanding Balance	
(Amounts in PHP)	Note	**2025**	2024
Ultimate parent company (BDO Unibank)			
Savings and demand deposits	*(a)*	**3,145,715**	2,580,576

(a) The Company maintains savings and demand deposit and short-term placement accounts with BDO Unibank. As of December 31, 2025 and 2024, savings and demand deposit and short-term placements accounts maintained with BDO Unibank are included under Cash and Cash Equivalents and in the statements of financial position (see Note 6). The savings and demand deposits generally earn interest at annual rate of 0.06% in 2025, 2024 and 2023, and short-term placements earn interest at an effective rate of 5.38% in 2025, 6.01% in 2024 and 5.75% in 2023. Interest income earned on these deposits is reported as Interests and discounts account in the statements of income.

(b) The Company entered into an agreement with BDO Unibank on stock transfer services. Service fees paid by the Company to BDO Unibank are shown as part of Service fees account under Operating Costs and Expenses in the statements of income. There were no outstanding receivable and payable on these transactions as of December 31, 2025 and 2024.

(c) In April 2023, the Company purchased and redeemed UITF amounting to P6,020,004,237 which resulted to a realized fair value gains amounted to P1,048,999. Realized fair value gains are presented under Income in the 2023 statement of income. There was no similar transaction in 2024 and 2025.

(d) In April 2023, the Company entered into an investment management agreement with BDO TIG for services related to the Company's fund management. Fees paid by the Company to BDO-TIG is reported as Trust fees account under Operating Costs and Expenses in the statements of income. There were no outstanding payable on these transactions as of December 31, 2025 and 2024.

(e) In May 2023, the Company entered into a service level agreement with BDOFC wherein BDOFC will charge the Company for certain management services that the former provides to the latter. Management fees paid by the Company to BDOFC are shown as part of Service fees account under Operating Costs and Expenses in the 2025 and 2024 statements of income. There was no outstanding payable arising from this transaction in 2025 and 2024.

(f) The Company recognized Director's fees amounting to P1,916,667, P2,193,333, and P2,182,222 in 2025, 2024, and 2023, respectively, and is presented under Operating Costs and Expenses account in the statements of income. There was no outstanding payable arising from these transactions as of December 31, 2025 and 2024.

11. TAXES

11.1 Taxes and Licenses

This account is composed of the following:

(Amounts in PHP)	**2025**	2024	2023
Listing fee	**398,750**	788,061	787,531
Documentary stamp tax	**840**	116,853	6,917
Local tax	**265**	2,472	799,002
Deficiency taxes	**-**	604,609	-
Others	**32,903**	26,675	36,674
	432,758	1,538,670	1,630,124

In 2024, the Company paid deficiency taxes and compromise penalty amounting to P3,578,289 (exclusive of interest amounting to P1,099,666) on income tax, gross receipts tax, expanded withholding tax for taxable year 2021. The related expenses were presented as part of Taxes and licenses and Other expenses under Operating Costs and Expenses section in the 2024 statement of income. There is no similar transaction in 2025 and 2023.

11.2 Current and Deferred Taxes

The components of tax expense for the years ended December 31 follow:

(Amounts in PHP)	**2025**	2024	2023
Reported in statements of income —			
Current tax expense —			
Final tax 20%	**37,013,269**	49,888,687	48,329,174
Reported in statements of comprehensive income (loss) —			
Deferred tax (income) expense on			
Unrealized fair value losses (gains) on financial assets at FVOCI	**-**	(2,530,802)	2,530,802

A reconciliation of tax on pretax profit computed at the applicable statutory rates to tax expense reported in the statements of income follows:

(Amounts in PHP)	**2025**	2024	2023
Tax on pretax profit at 25%	**44,094,093**	63,002,573	81,402,602
Adjustment for income subjected to lower tax rate	**(9,253,317)**	(15,823,507)	(37,601,716)
Tax effects of:			
Unrecognized deferred tax assets on —			
Net operating loss carry-over (NOLCO)	**2,161,164**	3,196,929	2,975,581
Non-taxable income	**-**	(1,553,329)	-
Non-deductible expenses	**11,329**	1,066,021	1,552,707
Tax expense	**37,013,269**	49,888,687	48,329,174

The Company is subject to MCIT, which is computed at 2% of gross income in 2025 and 2024 and 1.5% of gross income in 2023, as defined under tax regulations or RCIT, whichever is higher. In 2025, 2024 and 2023, the Company claimed itemized deductions in computing for its income tax due.

In 2025 and prior years, the Company has not recognized deferred tax assets on certain temporary differences, NOLCO and other tax credits since management believes that the future income tax benefits will not be realized within the availment period, as defined under the tax regulations. In 2023, the Company recognized deferred tax liability on unrealized fair value gains on financial assets at FVOCI. In 2024, the Company derecognized the deferred tax liability upon maturity of its financial assets at FVOCI (see Note 7).

Presented in succeeding page are the details of the Company's remaining NOLCO, which can be claimed as deductions from taxable income within three to five years from the year the tax loss is incurred. Specifically, NOLCO incurred in 2021 and 2020 can be claimed as a deductions from the gross income until 2026 and 2025, respectively in accordance with the Republic Act. No. 11494, *Bayanihan to Recover as One Act*. In 2022, the NOLCO period is reverted back to within three years from the year the tax loss was incurred.

(Amounts in PHP)

Year Incurred	Original Amount	Applied Amount	Expired Amount	Remaining Amount	Valid Until
2025	8,645,447	-	-	8,645,447	2028
2024	12,787,715	-	-	12,787,715	2027
2023	11,902,324	-	-	11,902,324	2026
2022	14,918,441	-	(14,918,441)	-	-
2021	14,910,709	-	-	14,910,709	2026
2020	172,289,847	-	(172,289,847)	-	-
	235,454,483	**-**	**(187,208,288)**	**48,246,195**	

Presented below are the details of the Company's remaining MCIT for the years 2022 and 2021.

(Amounts in PHP)

Year Incurred	Original Amount	Applied Amount	Expired Amount	Remaining Amount	Valid Until
2022	9,547	-	(9,547)	-	2025
2021	20,690	-	(20,690)	-	2024
	30,237	**-**	**(30,237)**	**-**	

11.3 Supplementary Information Required Under Revenue Regulations (RR) No. 15-2010

The Bureau of Internal Revenue (BIR) issued RR No. 15-2010 which required certain supplementary information to be disclosed as part of the notes to financial statements. The supplementary information is, however, not a required part of the basic financial statements prepared in accordance with PFRS Accounting Standards; it is neither a required disclosure under the SEC rules and regulations covering the form and content of financial statements under the Revised Securities Regulation Code Rule 68.

The Company presented this tax information required by the BIR as a supplementary schedule filed separately from the basic financial statements.

12. EARNINGS PER SHARE

Basic earnings per share were computed as follows:

(Amounts in PHP)	**2025**	2024	2023
Net profit	**139,363,101**	202,121,606	277,281,232
Divided by the weighted average number of outstanding common shares – net*	**2,162,475,312**	2,162,475,312	2,162,475,312
Basic earnings per share	**0.06**	0.09	0.13

* net of treasury shares

There were no outstanding dilutive potential common shares as of December 31, 2025, 2024 and 2023.

13. EVENTS AFTER THE REPORTING PERIOD

In early 2026, a certain buyer (a related party to certain shareholders of the Parent Bank) offered to buy the Parent Bank's investment in the Company. Accordingly, on January 10 and 16, 2026, and February 23, 2026 respectively, the BODs of the Parent Bank and BDO Capital and Investment Corporation (BDO Capital), a related party under common ownership, approved the sale of all of their shares held in the Company at a purchase price based on their pro-rata share in the sum of the enterprise net asset value of the Company as of closing date and a premium of P200 million equivalent to an estimated purchase price of P1.68 per share. Proceeds of the sale of the 1,914,712,207 shares held is estimated at P3.2 billion.

On January 19, 2026, a Share Purchase Agreement was executed by the Parent Bank with such interested buyer for the sale and purchase of 1,513,732,718 common shares of the Company, representing 70% of the Company based on the above estimated price per share of P1.68. A mandatory tender offer to the other shareholders of the Company is being conducted by the buyer from February 10, 2026 until March 11, 2026, as required under the Securities Regulation Code. The sale is expected to be completed in 2026.

14. CONTINGENT LIABILITIES AND COMMITMENTS

In the ordinary course of business, the Company incurs contingent liabilities and commitments arising from normal business transactions which are not reflected in the accompanying financial statements. As of December 31, 2025, management does not anticipate significant losses from these contingencies and commitments that would adversely affect the Company's financial position and results of operations.

15. MATURITY ANALYSIS OF ASSETS AND LIABILITIES

All assets and liabilities as of December 31, 2025 and 2024 have contractual maturity and settlement dates of within one year.

P&A Grant Thornton

Report of Independent Auditors to Accompany Supplementary Information Required by the Securities and Exchange Commission Filed Separately from the Basic Financial Statements

Punongbayan & Araullo
20th Floor, Tower 1
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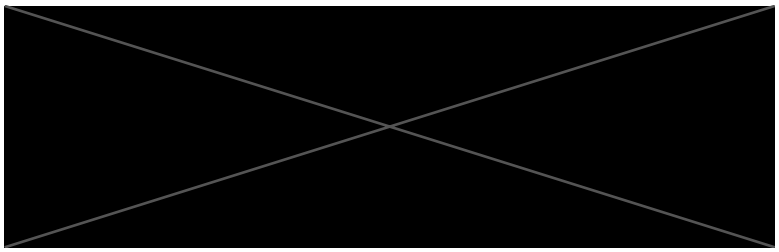
The Board of Directors and the Stockholders
Dominion Holdings, Inc.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
39th Floor, BDO Corporate Center Ortigas
12 ADB Avenue, Ortigas Center
Mandaluyong City

We have audited the financial statements of Dominion Holdings, Inc. for the year ended December 31, 2025, on which we have rendered our report thereon dated February 24, 2026. Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The applicable supplementary information (see List of Supplementary Information) is presented for purposes of additional analysis in compliance with the requirements of Revised Securities Regulation Code Rule 68, and is not a required part of the basic financial statements prepared in accordance with Philippine Financial Reporting Standards. Such supplementary information is the responsibility of the Company's management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PUNONGBAYAN & ARAULLO



By: Yusoph A. Maute
Partner



February 24, 2026

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
SEC Supplementary Schedules
December 31, 2025

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Other Required Information

Reconciliation of Company Retained Earnings for Dividend Declaration

Supplementary Schedule of External Auditor Fee-Related Information

Map Showings the Relationship Between the Company and its Related Entities

Schedule of Financial Soundness Indicators

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule A - Financial Assets
December 31, 2025
(Amount in Philippine Pesos)

Name of issuing entity and association of each issue	*Number of shares or principal amount of bonds or notes*	*Amount shown on the balance sheet*	*Valued based on the market quotation at balance sheet date*	*Income received and accrued*

- nothing to report -

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule B - Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)
December 31, 2025
(Amount in Philippine Pesos)

			Deductions		*Ending Balance*		
Name and designation of debtor	***Balance at beginning of period***	***Additions***	***Amounts collected***	***Amounts written off***	***Current***	***Not current***	***Balance at end of period***
- nothing to report -							

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule C - Amounts Receivable from Related Parties which are eliminated during the consolidation of financial statements
December 31, 2025
(Amount in Philippine Pesos)

			Deductions				
Name and Designation of debtor	**Balance at beginning of period**	**Additions**	**Amounts collected**	**Amounts written off**	**Current**	**Non-current**	**Balance at end of period**
- nothing to report -							

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule D - Long-Term Debt
December 31, 2025
(Amount in Philippine Pesos)

Title of issue and type of obligation	*Amount authorized by indenture*	*Amount shown under caption "Current portion of long-term debt" in related balance sheet*	*Amount shown under caption "Long-Term Debt" in related balance sheet*	*Interest Rate*	*Maturity Date*
- nothing to report -					

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule E - Indebtedness to Related Parties
December 31, 2025
(Amount in Philippine Pesos)

Name of related party	*Balance at beginning of period*	*Balance at end of period*

- nothing to report -

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule F - Guarantees of Securities of Other Issuers
December 31, 2025
(Amount in Philippine Pesos)

Name of issuing entity of securities guaranteed by the company for which this statement is filed	*Title of issue of each class of securities guaranteed*	*Total amount guaranteed and outstanding*	*Amount owned by person for which statement is filed*	*Nature of guarantee*
- nothing to report -				

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
Schedule G - Capital Stock
December 31, 2025
(Amount in Philippine Pesos)

				Number of shares held by		
Title of Issue	***Number of shares authorized***	***Number of shares issued and outstanding as shown under the related balance sheet caption***	***Number of shares reserved for options, warrants, coversion and other rights***	***Related parties***	***Directors, officers and employees***	***Others***
Preferred Shares	200,000	-	-	-	-	-
Common shares	3,400,000,000	2,162,475,312		1,914,712,207	228,335,001	19,428,104
BDO Unibank Inc.				1,914,712,207		

*Determination of number of shares and outstanding	
Number of shares issued	2,225,169,030
Less shares held in treasury	62,693,718
	2,162,475,312

DOMINION HOLDINGS, INC.
Supplementary Schedule of External Auditor Fee-Related Information
BDO Corporate Center Ortigas, 12 ADB Avenue, Ortigas Center, Mandaluyong City
Reconciliation of Retained Earnings Available for Dividend Declaration
December 31, 2025

Unappropriated Retained Earnings at Beginning of Year		P	602,597,270
Items that are directly debited to Unappropriated Retained Earnings			
Dividend declaration during the reporting period		-	
Unappropriated Retained Earnings at Beginning of Year, as adjusted			602,597,270
Net Income for the Current Year			139,363,101
Less: Category C.1: Unrealized income recognized in the profit or loss during the reporting period (net of tax)			
Equity in net income of associate/joint venture, net of dividends declared	-		
Unrealized foreign exchange gain, except those attributable to cash and cash equivalents	-		
Unrealized fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	-		
Unrealized fair value gain of investment property	-		
Other unrealized gains or adjustments to the retained earnings as result of certain transactions accounted for under the PFRS (describe nature)	-		
Sub-total			-
Add: Category C.2: Unrealized income recognized in the profit or loss in prior reporting periods but realized in the current reporting period (net of tax)			
Realized foreign exchange gain, except those attributable to cash and cash equivalents	-		
Realized fair value adjustment (mark-to-market gains) of financial instruments at FVTPL	-		
Realized fair value gain of investment property	-		
Other realized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	-		
Sub-total			-
Add: Category C.3: Unrealized income recognized in profit or loss in prior periods but reversed in the current reporting period (net of			
Reversal of previously recorded foreign exchange gain, except those attributable to cash and cash equivalents	-		
Reversal of previously recorded fair value adjustment (mark-to-market gains) of financial instrument at FVTPL	-		
Reversal of previously recorded fair value gain of investment property	-		
Reversal of other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS, previously recorded	-		
Sub-total			-
Adjusted Net Income/Loss			-
Add: Category D: Non-actual lossess recognized in profit or loss during the reporting period (net of tax)			
Depreciation on revaluation increment (after tax)	-		
Sub-total			-
Add/ Less: Category E: Adjustments related to relief granted by the SEC and BSP (see Footnote 3)			
Amortization of the effect of reporting relief	-		
Total amount of reporting relief granted during the year	-		
Others (describe nature)	-		
Sub-total			-

Add/ Less: Category F: Other items that should be excluded from the determination of the amount of available for dividends distribution			
Net movement of treasury shares (except for reacquisition of redeemable shares)	-		
Net movement of deferred tax asset not considered in the reconciling items under the previous categories	-		
Net movement in deferred tax asset and deferred tax liabilities related to same transaction, e.g., set up of right-of-use of asset and lease liability, set-up of asset and asset retirement obligation, and set-up of service concession asset and concession payable	-		
Adjustment due to deviation from PFRS/GAAP - gain (loss)	-		
Others	-		
Sub-total		-	
Unappropriated Retained Earnings Available for Dividend Distribution at End of Year		**P**	**741,960,371**

DOMINION HOLDINGS, INC.
(Formerly: BDO Leasing and Finance, Inc.)
Supplementary Schedule of External Auditor Fee-Related Information
For the Years Ended December 31, 2025 and 2024

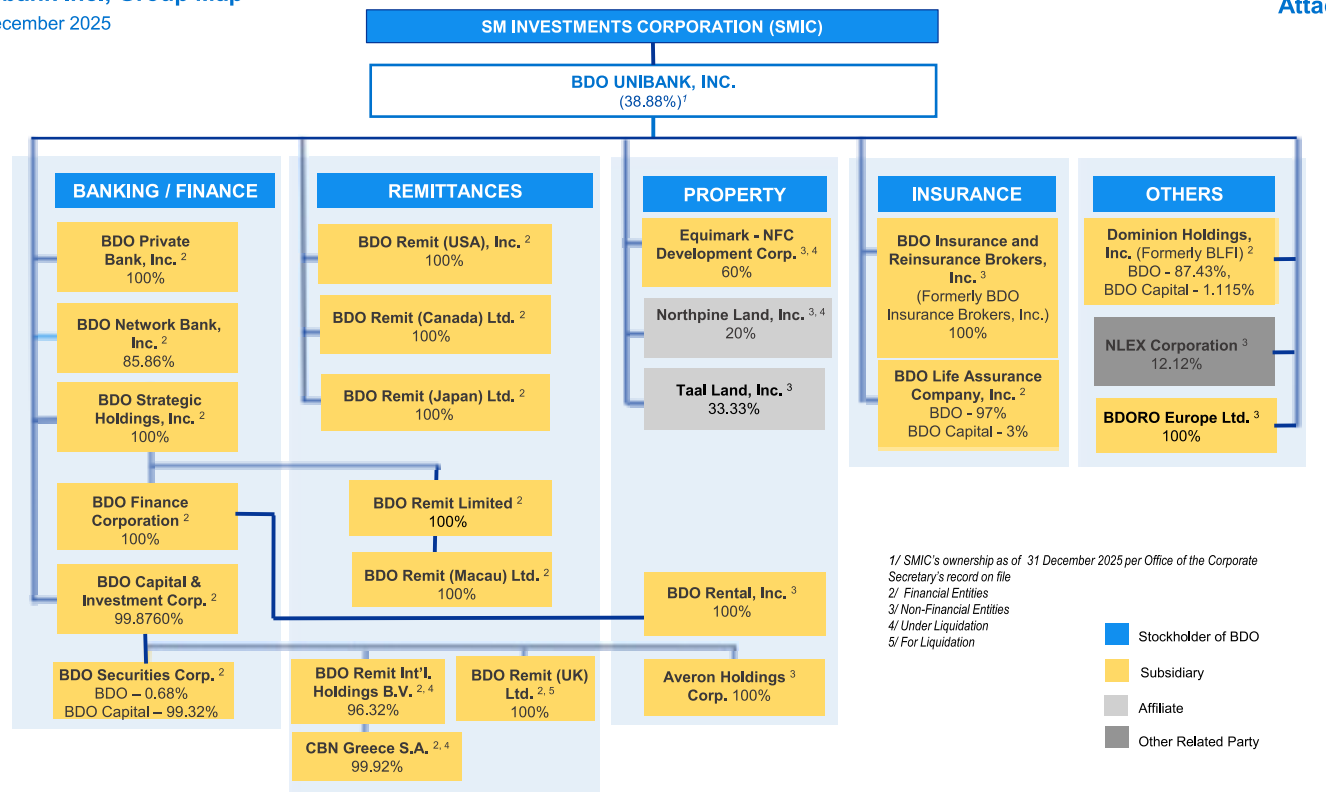
		2025		2024
Total Audit Fee	**P**	**134,930**	P	131,000
Non-audit service fees:				
Other assurance service		**-**		-
Tax service		**-**		-
All other service		**-**		-
Total Non-Audit Fees		**134,930**		131,000
Total Audit and Non-audit Fees	**P**	**134,930**	P	131,000

Audit and Non-audit fees of other related entities		**2025**		2024
Audit fees	**P**	**-**	P	-
Non-audit services fees:				
Other assurance services		**-**		-
Tax services		**-**		-
All other services		**-**		-
Total Audit and Non-audit Fees of other related entities	**P**	**-**	P	-

BDO Unibank Inc., Group Map

As of 31 December 2025

Attachment I



P&A Grant Thornton

Report of Independent Auditors on Components of Financial Soundness Indicators

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

The Board of Directors and the Stockholders
Dominion Holdings, Inc.
(Formerly: BDO Leasing and Finance, Inc.)
(A Subsidiary of BDO Unibank, Inc.)
39th Floor, BDO Corporate Center Ortigas
12 ADB Avenue, Ortigas Center
Mandaluyong City

We have audited, in accordance with Philippine Standards on Auditing, the financial statements of Dominion Holdings, Inc., for the years ended December 31, 2025 and 2024 and for each of the three years in the period ended December 31, 2025, on which we have rendered our report thereon dated February 24, 2026. Our audit was made for the purpose of forming an opinion on the basic financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Company's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS Accounting Standards) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purposes of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission and is not a required part of the basic financial statements prepared in accordance with PFRS Accounting Standards. The components of these financial soundness indicators have been traced to the Company's financial statements as at December 31, 2025 and 2024 and for each of the three years in the period ended December 31, 2025 and no material exceptions were noted.

PUNONGBAYAN & ARAULLO

[redacted]

By: Yusoph A. Maute
Partner

[redacted]

February 24, 2026

Dominion Holdings, Inc.
(Formerly: BDO Leasing and Finance, Inc.)
Financial Ratios
December 31, 2025 and 2024
(Amounts Philippine Pesos)

		2025	2024	**2025**	2024
I.	**Current/liquidity ratios**				
	Current ratio				
	Total current assets	**3,479,853,189**	3,327,864,780	**148.68**	308.72
	Total current liabilities	**23,404,740**	10,779,432		
	Acid Test Ratio				
	Quick assets	**3,352,470,581**	3,327,864,780	**143.24**	308.72
	Total current liabilities	**23,404,740**	10,779,432		
II.	**Solvency ratios; debt-to-equity ratios**				
	Solvency ratio				
	(After tax net profit + Depreciation)	**139,363,101**	202,121,606	**5.95**	18.75
	Total liabilities	**23,404,740**	10,779,432		
	Debt-to-equity ratio				
	Total liabilities	**23,404,740**	10,779,432	**0.01**	0.00
	Total equity	**3,456,448,449**	3,317,085,348		
III.	**Asset-to-equity ratio**				
	Asset-to-equity ratio				
	Total assets	**3,479,853,189**	3,327,864,780	**1.01**	1.00
	Total equity	**3,456,448,449**	3,317,085,348		
IV.	**Interest coverage ratio**				
	Interest coverage ratio				
	Earnings before interest and taxes	**176,376,370**	253,109,959	**0.00**	0.00
	Interest expense	**-**	-		
V.	**Profitability ratios**				
	Net profit margin				
	Net Profit	**139,363,101**	202,121,606	**75.30%**	75.12%
	Interest income + Other operating income	**185,066,343**	269,062,092		
	Return on equity				
	Net profit	**139,363,101**	202,121,606	**4.11%**	4.16%
	Average equity	**3,386,766,899**	4,855,475,104		
	Return on assets				
	Net profit	**139,363,101**	202,121,606	**4.09%**	4.16%
	Average assets	**3,403,858,985**	4,855,475,104		

VI. Others

Total real estate investments to Assets

Total investment properties	**-**	-	**0.00%**	0.00%
Total assets	**3,479,853,189**	3,327,864,780		

Loans to Assets

Total loans and other receivables	**-**	-	**0.00%**	0.00%
Total assets	**3,479,853,189**	3,327,864,780		

DOSRI to Net worth

Receivables from Directors, Officers, Stakeholders and Related Interests	**-**	-	**0.00%**	0.00%
Total equity	**3,456,448,449**	3,317,085,348		

Amount of receivable from a single corporation to Total receivables

Loan to a single corporation	**-**	-	**0.00%**	0.00%
Total loans and other receivables	**-**	-		

Annex B

DOMINION HOLDINGS

Sustainability Report

*n.b., the Sustainability Report was prepared by BDO Unibank, Inc. (**BDO Unibank**), the parent company of Dominion Holdings, Inc. (**DHI**) for the fiscal year ended 31 December 2025 which is the period covered by DHI's Annual Report on SEC Form 17-A. As previously disclosed, BDO Unibank completed its sale of 1,513,732,718 shares in DHI, translating to approximately 70% of DHI, to Monte Sur Equity Holdings, Inc. on 16 March 2026. DHI thus ceased to be a subsidiary of BDO Unibank since then.*



BDO

2025 SUSTAINABILITY REPORT

About the Report

2-1, 2-2, 2-3

This report is BDO Unibank's eighth Sustainability Report outlining the Bank's economic, environmental, social, and governance performance from January to December 2025. It is a substantiation of BDO's commitment to the United Nations Sustainable Development Goals (UN SDGs), the principles of the United Nations Global Compact, and the Greenhouse Gas Protocol (GhG Protocol). This report has been prepared in accordance with the GRI Standards 2021. For the Content Index–Essential Service, GRI Services reviewed that the GRI content index is clearly presented, in a manner consistent with the Standards, and that the references for disclosures 2-1 to 2-5, 3-1 and 3-2 are aligned with the appropriate sections in the body of the report. The report was also prepared in reference to the International Financial Reporting Standards (IFRS) 1 and 2, the Task Force for Climate-related Financial Disclosures (TCFD) recommendations, the Sustainability Accounting Standards Board (SASB) standards, and the ASEAN Corporate Governance Scorecard (ACGS).

This report covers the sustainability efforts of BDO Unibank and its subsidiaries and affiliates, including BDO Private Bank, BDO Network Bank, BDO Capital & Investment, BDO Life, BDO Insure, BDO Finance, and Dominion Holdings, Inc.

This report should be read in tandem with the 2025 BDO Annual Report and expanded disclosures on the BDO website at www.bdo.com.ph.

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Appendix II

Scan the QR code to view and download Appendix II on the BDO website.

DNV Independence Assurance Statement Annex I and Annex II
International Financial Reporting Standards (IFRS) Index
Sustainability Accounting Standards Board (SASB) Index
Task Force on Climate-related Financial Reporting (TCFD) Index
Supporting the UN Sustainable Development Goals (SDGs)



BDO's Footprint 2-1, 2-6

BDO is a full-service universal bank in the Philippines, providing a complete array of industry-leading products and services including Lending (corporate and consumer), Deposit-taking, Foreign Exchange, Brokering, Trust and Investments, Credit Cards, Retail Cash Cards, Corporate Cash Management, and Remittances. Through its local subsidiaries, the Bank offers Investment Banking, Private Banking, Leasing and Finance, Thrift Banking, Life Insurance, Property and Casualty Insurance Brokerage, and Online and Traditional Stock Brokerage Services.

BDO's institutional strengths and value-added products and services hold the key to its successful business relationships with customers. Its branches remain at the forefront of setting high standards as a sales- and service-oriented, customer-focused force. The Bank has the largest distribution network with 1,996 branches and banking offices and 7,716 teller machines nationwide. BDO has 15 international offices (including full-service branch offices in Hong Kong and Singapore) spread across Asia, Europe, North America, and the Middle East. The Bank also offers digital banking solutions to make banking easier, faster, and more secure for its clients.

Through selective acquisitions and organic growth, BDO has positioned itself for increased balance sheet strength and continued expansion into new markets. As of December 31, 2025, BDO is the country's largest bank in terms of total resources, customer loans, deposits, assets under management and capital, as well as branch and ATM network nationwide.

BDO is a member of the SM Group, one of the country's largest and most successful conglomerates with businesses spanning retail, mall operations, property development (residential, commercial, hotels and resorts), and financial services. Although part of a conglomerate, BDO's day-to-day operations are handled by a team of professional managers and bank officers. Further, the Bank has one of the industry's strongest Board of Directors, composed of professionals with extensive experience in various fields that include banking and finance, accounting, law, and business.

Corporate Mission 2-1

To be the preferred bank in every market we serve.

Corporate Vision 2-1

To be the leading Philippine bank and financial services company that empowers customers to achieve their goals and aspirations, combining our entrepreneurial spirit, international perspective, and intense customer focus to deliver a personalized banking experience that is easy, straightforward, and convenient, while taking pride in building long-term relationships and finding better ways to deliver offerings of the highest standard.

Core Values 2-1

Commitment to Customers.

We are committed to delivering products and services that surpass customer expectations in value and every aspect of customer service, while remaining prudent and trustworthy stewards of their wealth.

Commitment to a Dynamic and Efficient Organization.

We are committed to creating an organization that is flexible, responds to change, and encourages innovation and creativity; we are committed to the process of continuous improvement in everything we do.

Commitment to Employees.

We are committed to our employees' growth and development and we will nurture them in an environment where excellence, integrity, teamwork, professionalism, and performance are valued above all else.

Commitment to Shareholders.

We are committed to providing our shareholders with superior returns over the long term.

₱288.6 billion
(US$4.9 billion)
Direct Economic Value Generated

₱3.7 trillion
(US$62.2 billion)
Gross Customer Loans

₱4.2 trillion
(US$71.3 billion)
Total Deposits

₱644.1 billion
(US$11 billion)
Capital

₱5.4 trillion
(US$92.4 billion)
Total Resources

₱87.2 billion
(US$1.5 billion)
Net Income

₱718.0 billion
(US$12.2 billion)
Market Capitalization

₱1.21 trillion
(US$20.9 billion)
Total Sustainable Finance Funded to date

1,996 2-1
Branches and Banking Offices including foreign branches in Hong Kong and Singapore

7,716 2-1
Teller Machines Nationwide (ATMs, Cash Accept Machines, Universal Teller Machines, Corporate Cash Deposit Machines)

US$1=₱58.79



Message from the Chairperson 2-22



> “We remain committed to supporting industries and communities that fuel national development and resilience, while continuing to create long-term value for our stakeholders.”

Dear Clients and Shareholders,

Sustainability at BDO is grounded in our responsibility to the future. By integrating environmental and social risk management into our core strategy, we ensure that our financial performance translates into lasting economic development.

Since 2010, BDO has supported projects in renewable energy, energy efficiency, and the country’s first green buildings. As we mark the 15th year of our Sustainable Finance Program, our work has evolved into a more disciplined and structured approach—embedding sustainability into governance, risk management, and lending decisions, allowing us to support industries that drive inclusive and sustainable economic growth.

We also recognize that banking operates within a broader national ecosystem. Through partnerships and initiatives supported by BDO Foundation, we help address pressing social needs and enhance community resilience:

- **Expand access to primary healthcare**

  Transformed community care as BDO Foundation rehabilitated 228 rural health units nationwide, helping improve access to primary healthcare in underserved communities

- **Strengthen financial literacy**

  Delivered financial education programs in partnership with the Bangko Sentral ng Pilipinas and 14 government agencies, including the integration of over 300 Department of Education-approved learning resources into the K–12 curriculum, reaching over 10 million learners and teachers nationwide; expanded the outreach to include critical sectors—including farmers, fisherfolk, overseas Filipinos, uniformed personnel (military, police, firefighters), and government employees

- **Provide disaster recovery**

  Implemented timely response and recovery support to communities affected by major typhoons and earthquakes through nationwide partnerships

- **Empower MSMEs**

  Developed 8 business competency modules and trained over 80 master trainers from the Department of Trade & Industry, local government units, and non-government organizations to equip MSMEs to optimize operations and profitability

We remain committed to supporting industries and communities that fuel national development and resilience, while continuing to create long-term value for our stakeholders.

On behalf of BDO, I extend my appreciation to our employees, clients, investors, shareholders, regulators, and partners for their continued confidence and support. We value the trust and remain focused on fulfilling our responsibilities toward a more equitable and sustainable future.

Yours truly,



Teresita T. Sy
Chairperson

Message from the President and CEO 2-22

Dear Stakeholders,

Sustainability at BDO has evolved from early adoption to disciplined, organization-wide execution. What began as pioneering initiatives are now fully embedded in how we do business—shaping the way we manage risk, allocate capital, serve our clients, and strengthen long-term resilience for all our stakeholders.

Our Sustainable Finance Framework, one of the most comprehensive in the region, guides how we deploy capital, assess risks, and engage clients across industries. It ensures that our financing decisions support sustainable development while balancing economic, environmental, and social considerations.

But it is our execution that defines our commitment. We finance energy transition, critical infrastructure, and inclusive economic growth. We raise capital for sustainable projects and participate in transactions that help build national resilience.

In recent years, we have taken part in landmark transactions that demonstrate this commitment. We executed the Bank's first Sustainability-Linked Loan, with performance targets for reducing greenhouse gas emissions, increasing renewable energy use, and enhancing green building standards. Through sustainability bonds and sustainability-linked lending, we help clients access funding tied to measurable environmental and social impact.

We also financed the ₱150-billion MTerra Solar syndicated loan, the largest financing in Philippine history for what will become the world's largest integrated solar-and-battery energy storage facility. In addition, we supported the acquisition financing of the 796.64-MW Caliraya-Botocan-Kalayaan hydroelectric complex, a key asset that enhances grid stability as the country accelerates its shift to cleaner energy.

Since 2010, BDO has funded more than ₱1.21 trillion in sustainable projects—the largest sustainable finance portfolio among Philippine banks—supporting sectors essential to national development, including energy, water, transport, agriculture, and livelihoods.

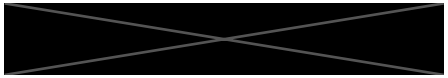
Within our own operations, we continue to adopt best practices to reduce our carbon footprint. Renewable energy now supplies up to 75% of the power used in our key buildings. We have also implemented energy-efficiency initiatives across branches and offices, particularly in electricity consumption and cooling systems.

Our efforts have also been recognized. In 2025, BDO was cited by the ASEAN Capital Markets Forum as the only Philippine bank among the top 50 publicly listed companies in ASEAN for corporate governance excellence. We received the Renewable Energy Financing Programme Award and the Good Governance Award at the ESG Business Awards 2025 for leadership in sustainability, governance, and social impact. For the second consecutive year, Euromoney named BDO the Best Bank for ESG in the Philippines, recognizing our contribution to sustainable development. We were also honored with the Platinum Award for Excellence at The Asset ESG Corporate Awards for the 16th straight year and received the Best Sustainability Team in Asia award for the second year in a row.

Looking ahead, we remain committed to delivering strong business performance grounded in the principles of sustainability. We will continue strengthening our frameworks, building partnerships, and financing projects that support national progress and long-term value creation.

To our employees, clients, investors, shareholders, regulators, partners, and all our stakeholders—thank you for the trust you place in BDO. Your support enables us to lead with discipline, act with purpose, and build systems that endure.

Sincerely,

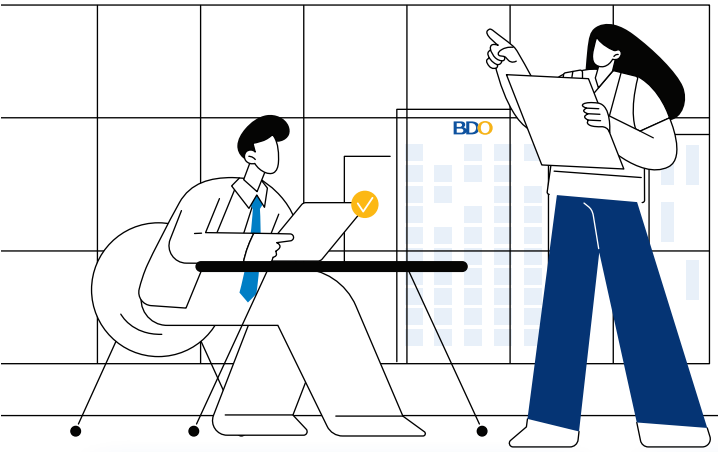


Nestor V. Tan
President and CEO



> "Since 2010, BDO has funded more than ₱1.21 trillion in sustainable projects—the largest sustainable finance portfolio among Philippine banks—supporting sectors essential to national development, including energy, water, transport, agriculture, and livelihoods."

BDO's Path to Creating Economic, Environmental, and Social Impact 2-6, 2-7, 203-1



Creates jobs

75%
Employees are women

58%
Women in senior management (Assistant Vice President and up)

37%
Women in top management (Senior Vice President and up)

99%
Senior management hired from local community

₱62.3B
Wages and benefits

Supports customer expenditure

4%
5-year CAGR* in Auto Financing

7%
5-year CAGR* in Home Financing

13%
5-year CAGR* in Credit Cards (Cards-in-Force)

* Compounded Annual Growth Rate

Fosters banking habits

1,996
Branches and Banking Offices including foreign branches in Hong Kong and Singapore

7,716
Teller Machines nationwide (ATMs, Cash Accept Machines, Universal Teller Machines, Corporate Cash Deposit Machines)

1,074,479
Lives insured

2,140,061
Total new checking and savings accounts (CASA)

3,495
CASA Protect clients

55,811
Junior Savers accounts opened in 2025

2,420
NexGen Savers accounts in 2025

Accelerates economic growth

₱37B
Taxes paid in 2025

92%
Provinces covered by BDO Network Bank

96%
Municipalities covered by Cash Agad Agents

Helps businesses grow

₱57.9B
Bank-wide outstanding SME Loans

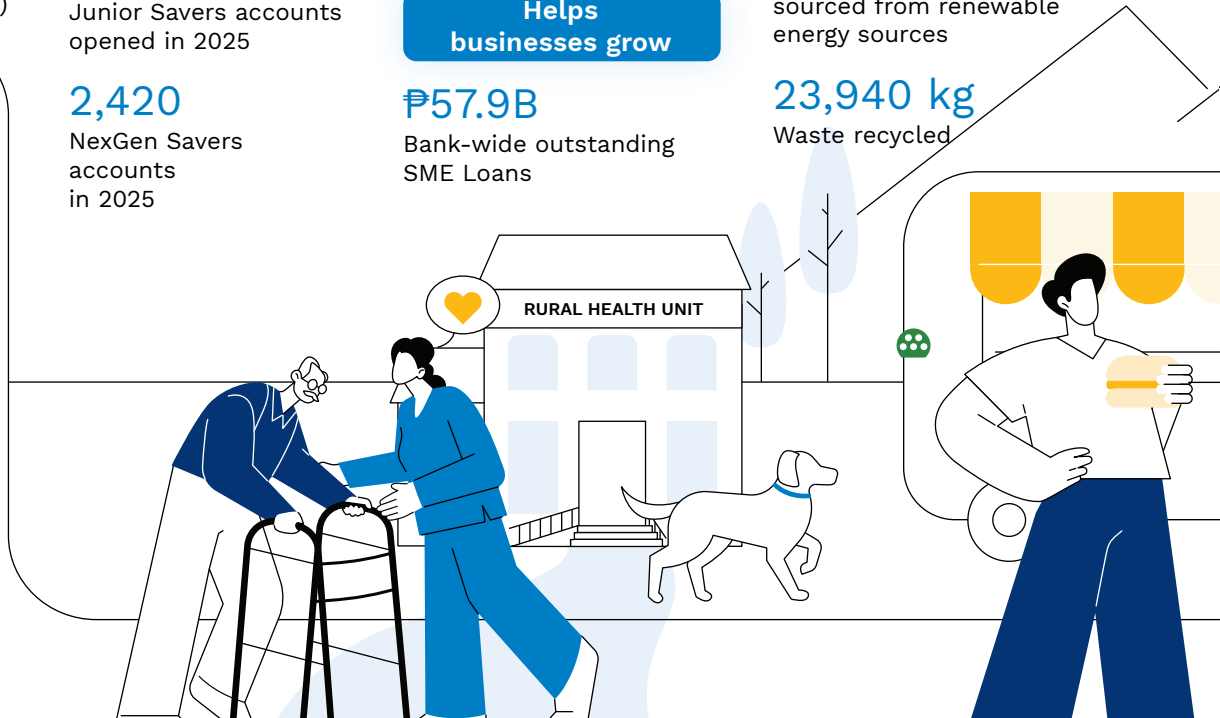
Manages resource consumption in operations

137,952 cu.m.
Water recycled

13,106 MWh
Electricity consumption from renewable energy sources

22% of total
Electricity consumption sourced from renewable energy sources

23,940 kg
Waste recycled



Finances environment-friendly solutions

₱1.21T
Total Sustainable Finance projects funded to date

8,494,943
Tonnes of carbon dioxide avoided per year

6,165 MW
Total installed renewable energy capacity in megawatts

71
Renewable Energy Projects funded to date

Facilitates infrastructure development

₱125.56B
Loans disbursed to national projects

₱46.87B
Loans disbursed in the past 5 years for airports

₱33.35B
Loans disbursed in the past 5 years for road networks

Champions financial inclusion

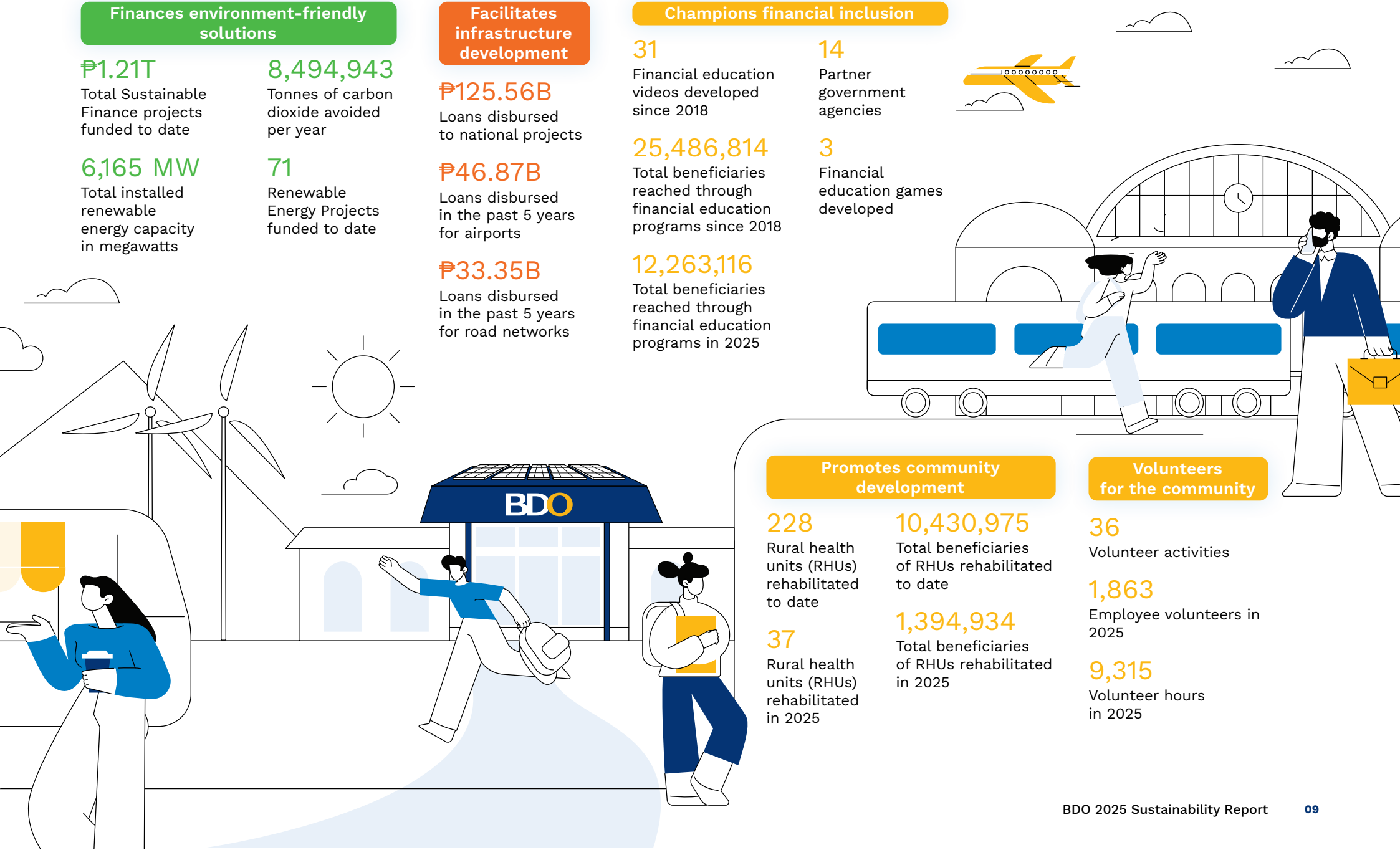
31
Financial education videos developed since 2018

14
Partner government agencies

25,486,814
Total beneficiaries reached through financial education programs since 2018

3
Financial education games developed

12,263,116
Total beneficiaries reached through financial education programs in 2025



Promotes community development

228
Rural health units (RHUs) rehabilitated to date

10,430,975
Total beneficiaries of RHUs rehabilitated to date

37
Rural health units (RHUs) rehabilitated in 2025

1,394,934
Total beneficiaries of RHUs rehabilitated in 2025

Volunteers for the community

36
Volunteer activities

1,863
Employee volunteers in 2025

9,315
Volunteer hours in 2025

Our Commitment to Sustainability

BDO Sustainability Philosophy

We seek to achieve strategic resilience by incorporating sustainability principles in the way we do business and in everything we do—from making business decisions to assessing relationships to creating products.



Alignment with the United Nations Global Compact Principles

BDO supports the principles of the United Nations Global Compact. The Bank upholds:

- Corporate Governance
- Climate-friendly solutions and opportunities for business
- Access to clean, renewable, and reliable energy sources and services
- The adoption of instruments that help quantify, manage, and report the carbon footprint of our businesses
- The responsibility to protect the dignity of every person and uphold human rights
- The recognition of the role of women in achieving economic growth and poverty reduction
- The elimination of all forms of forced, compulsory, and child labor

BDO Sustainability Framework & Strategies

The Bank's Sustainability Framework defines the strategies that serve as guideposts in its journey towards sustainability.



We develop leaders in the sustainability movement. We aim to grow a "can lead" workforce that adopts a sustainability mindset and thrives with innovative thinking and customer-focused attitude.



We create products and services which anticipate the evolving needs of our customers and support sustainable development goals.

We develop our capabilities to understand our customers and reach the underserved markets with relevant products and services that meet their unique needs and ways of doing business.



We support the achievement of national economic goals through financial inclusion and impact financing in infrastructure, eco-friendly solutions, green facilities, and disaster resilience initiatives.



We leverage our resources towards the relief, rehabilitation, and recovery of disaster-stricken communities.





We continuously enhance our corporate governance framework to sustain superior business performance anchored on the principles of accountability, transparency, integrity, and fairness, together with our partners.

Sustainability Governance 2-9, 2-13, 2-24, 3-1

> “Sustainability at BDO has evolved from early adoption to disciplined, organization-wide execution. What began as pioneering initiatives are now fully embedded in how we do business—shaping the way we manage risk, allocate capital, serve our clients, and strengthen long-term resilience for all our stakeholders.”

Nestor V. Tan
President and Chief Executive Officer

BDO’s commitment to sustainability is fostered at the Board level, role modeled by senior executive leaders, executed by business units and subsidiaries, and brought to life by employees.

In 2025, BDO retained its Sustainability Governance Structure with a streamlined membership and decision-making system that effectively addressed environmental and social impact and governance (ESG), risks, and opportunities. The Board approved the change in the name of the Corporate Governance Committee into the Corporate Governance and Sustainability Committee to more clearly define Board-level oversight accountability for the Bank’s sustainability policies, programs, and initiatives. While sustainability-related enterprise climate change risk policies secure approval through the Risk Management Committee, the CorGov and Sustainability Committee perform regular oversight on sustainability matters for the Board as part of its meeting agenda.



Roles and Responsibilities 2-212, 2-13, 2-14

Oversight for sustainability initiatives resides in four BDO Board Committees, aligned to their key responsibilities. The Executive Committee (ExCom) exercises the Board-delegated authority in managing and directing the Bank's affairs, including oversight over the Bank's sustainability framework, strategies, and commitments and how it aligns with regulatory expectations. The ExCom continues to require an environmental and social (E&S) risk assessment for all new and refinanced lending and investment accounts, guided by the Bank's Environmental and Social Risk Management Policy (ESRMS), as well as the Board-approved Energy Transition Finance Statement. The Corporate Governance and Sustainability Committee oversees sustainability initiatives related to the following: culture change towards a sustainability mindset for the organization; stakeholder communication; progress reporting on programs, metrics and targets; and sustainability reporting. The Risk Management Committee oversees enterprise environmental, social, and governance (ESG) risks in the Bank's risk management system, including climate change risks. The Board Audit Committee oversees internal audit reporting on sustainability programs and sustainability reporting, as well as compliance testing against regulatory mandates on sustainability. Across these four Board Committees, all Board Directors are effectively engaged in various capacities and according to their expertise, in driving the Bank's sustainability framework across corporate governance, risk management, strategy, and operations. These are reflected in the committees' respective Terms of Reference and their oversight of activities are disclosed in detail in this report.

The President and CEO provides high-level strategic direction on sustainability—from the articulation of the BDO Sustainability Strategies to key focus areas where the Bank has the most ESG impact. The CEO also approves the Bank's strategic external partnerships and commitments on sustainability on global, regional, and local levels. He is supported by the Sustainability Transition Steering Committee (SteerCo)—and directly represented by the Chief of Staff in the SteerCo—which oversees the Bank's policy formulations, programs review, and recommendations from the Sustainability Technical Working Groups (TWG). The Steering Committee is composed of heads of business groups and support groups whose work cover corporate governance, risk management, business strategy, operations, and compliance. Heads of business units, support groups, and subsidiaries may be invited to join SteerCo meetings based on agenda items that relate to and impact them. The Steering Committee meets on a quarterly basis, fulfilling four (4) meetings in 2025.

Acting as Convenor for the Steering Committee is the Sustainability Office (SO), which drives the integration of the Bank's sustainability strategies and ESG governance through the TWGs and the various business units, support groups, and subsidiaries of the BDO Group. The Sustainability Office also presents Sustainability Updates in every meeting of the Corporate Governance and Sustainability Committee, and in 2025, conducted a sustainability onboarding session with directors who were new to the Board. The SO drives the TWGs and business unit engagement, manages ESG due diligence requests from stakeholders; produces the annual Sustainability Report; and represents BDO in external forums.

The TWGs are assigned a key Focus Area where BDO has the greatest ESG impact and tasked to review and enhance related policies to embed environmental and social impact principles and criteria, articulate practice into policy, and recommend and implement sustainability programs for the Bank. TWG members are composed of representatives from business groups, support groups, and subsidiaries who are chosen for their expertise and experience in their respective fields. At the same time, as sustainability principles have become embedded in the business units and subsidiaries, the SO supports continuous sustainability engagement through capability-building, advisory, and monitoring on the application of the Bank's Environmental and Social Risk Management System (ESRMS) in their work.

Materiality Topics 3-1, 3-2, 3-3

Climate Change, Nature & Biodiversity Loss
How BDO incorporates climate change and nature and biodiversity loss factors into its enterprise risk assessment for lending, investments, and insurance in order to protect shareholder value. How BDO manages (reduces) its impact on the environment, the plant and animal species near its business operations and its capacity to reduce risks and leverage new opportunities now and in the future.

Topic Boundary
Within BDO and with employees and regulators

Financing Sustainable Development
How BDO supports projects and/or organizations that have environmental and social benefits.

Topic Boundary
Within BDO and with customers and regulators

Technology Resilience
How BDO protects systems, networks, and programs from digital attacks and management of customer or user data to avoid data leakages. It includes aspects such as implementing adequate IT infrastructure, staff training, and record-keeping.

Topic Boundary
Within BDO and with customers and regulators

Customer Welfare
How BDO manages customer relations to cover customer satisfaction, customer experience and welfare protection.

Topic Boundary
Within BDO and with customers

Human Rights & Community Relations
How BDO ensures community well-being and respects human rights across its business operations, including in its employment practices.

Topic Boundary
Within BDO and with employees, community partners and beneficiaries

Physical Impacts of Climate Change
How BDO ensures employee preparedness and that of its physical assets to withstand the physical impacts of climate change.

Topic Boundary
Within BDO and with employees

Economic Performance
How BDO generates long-term economic and financial growth for its stakeholders.

Topic Boundary
Within BDO and with employees

Systemic Risk Management
How well BDO is positioned to absorb shocks arising from financial and economic stress, address sustainability and climate risks resulting from interrelated incidents and events, manage business continuity, and meet stronger regulatory requirements.

Topic Boundary
Within BDO and with employees and regulators

Digitalization
How BDO leverages digital technologies to strengthen its business model and create opportunities.

Topic Boundary
Within BDO and with employees

Employee Engagement, Diversity & Inclusion
How BDO embraces the principles of diversity and inclusion in its business practices, related to hiring, training and development, promotion, career development.

Topic Boundary
Within BDO and with employees

Executive Responsibility for ESG
How BDO clearly delineates roles and responsibilities of senior management in achieving ESG goals.

Topic Boundary
Within BDO and with employees

Management of Legal, Regulatory Environment
How BDO engages with regulators and complies with laws and regulations.

Topic Boundary
Within BDO and with regulators

Access & Affordability
How BDO promotes and practices the financial inclusion of the unbanked, underbanked or underserved, complemented with financial literacy to ensure that customers make informed financial decisions.

Topic Boundary
Within BDO and with regulators, customers, and employees

Product Innovation
How BDO transforms and innovates its products and services to include environmental, social, and governance considerations.

Topic Boundary
Within BDO and with employees

Employee Health & Safety
How BDO creates and maintains a safe and healthy workplace environment free of injuries, fatalities, and ill health.

Topic Boundary
Within BDO and with employees

Operational Emissions
How BDO manages its Greenhouse Gas emission-related risks and opportunities.

Topic Boundary
Within BDO and with employees

Business Ethics
How BDO operates in line with principles of accountability, transparency, integrity and fairness.

Topic Boundary
Within BDO and with employees

Supply Chain Management
How BDO manages environmental, social, and governance risks and opportunities within its supply chain.

Topic Boundary
Within BDO and with suppliers

ESG Materiality 3-1, 3-2

BDO conducted an ESG Materiality assessment refresh in 2025 to identify the Environmental, Social and Governance (ESG) topics and metrics that are material to the Bank and its stakeholders on its eighth year of sustainability reporting. This is the third materiality assessment conducted by the Bank since it first started reporting in 2018.

S&P Global Sustainable1 was tasked to determine key and emerging ESG topics for BDO using the GRI Sustainability Reporting Standards, the Sustainability Accounting Standards Board (SASB) framework, and the Task Force for Climate-related Financial Reporting (TCFD) recommendations, along with ESG topics reported on by BDO's peers. Once the topics were identified, S&P worked with BDO to create a bespoke survey in English and Filipino that were deployed to various stakeholder groups in order for them to rate the importance of the ESG topics from their perspective and how they see each topic's importance in relation to BDO's business. The survey results were then discussed with BDO management in focus group discussions to dive deeper into BDO's business landscape, priorities, and ESG performance. The final recommendations were approved by the Board through the Corporate Governance and Sustainability Committee.

This expanded stakeholder groups engagement for materiality assessment aims to better align and prepare BDO for emerging ESG risks to the Bank and its stakeholders, particularly when it comes to reputational risk and business performance. At the same time, focusing on key ESG topics provides the opportunity to positively impact business growth in terms of profits and customers. With these objectives in mind, BDO reframes its ESG Materiality into two categories: ESG Strategic Areas and ESG Fundamentals.

BDO's ESG Strategic Areas focus on topics that present the most significant business risks and opportunities for the Bank. They also show where the Bank can make the strongest positive impact on sustainability. BDO's ESG Fundamentals cover existing initiatives and practices where the Bank has already effectively integrated sustainability principles in everything it does. These topics also present areas that the Bank can further enhance and scale to drive long-term value as a sustainable business and a sustainable organization for its clients, communities, and country.

Legend:
- Environment
- Social
- Governance

ESG Strategic Areas

- Climate Change, Nature & Biodiversity Loss
- Financing Sustainable Development
- Technology Resilience
- Customer Welfare
- Human Rights & Community Relations
- Physical Impacts of Climate Change

ESG Fundamentals

- Economic Performance
- Systemic Risk Management
- Digitalization
- Employee Engagement, Diversity & Inclusion
- Executive Responsibility for ESG
- Management of Legal, Regulatory Environment
- Access & Affordability
- Product Innovation
- Employee Health & Safety
- Operational Emissions
- Business Ethics
- Supply Chain Management

Stakeholder Engagement 2-29

Stakeholder Group	Relevance	Channels of Engagement	Relevant Topics	Our Commitment
Shareholder or Investor	■ Providers of resources essential to BDO's goal to deliver results, enhanced economic returns, and shared value	■ Annual Stockholders' Meeting ■ Investor meetings	■ Access and affordability ■ Systemic Risk Management	■ Continue to promote the financial inclusion and financial literacy of the unbanked, underbanked, or underserved ■ Enhance embedded environmental and social criteria in credit risk and operational risk systems
Employee	■ Proponent of BDO's vision, mission, and objectives	■ Face-to-face meetings ■ Annual performance appraisals	■ Employee health and safety ■ Customer welfare	■ Prioritize occupational health and safety at all times ■ Provide timely feedback to customer concerns
Customer or Client	■ Patrons of BDO's products and services	■ Customer touchpoints ■ Regular visits and briefings	■ Customer Privacy ■ Data Security ■ Greenhouse Gas Emissions	■ Provide guardrails to manage risks related to customer or user data ■ Safeguard the privacy and security of financial data against emerging cybersecurity threats and technologies ■ Disclose our Scope 1, 2 and 3 emissions
Creditor	■ Source of assets that support BDO's business	■ Regular correspondence and updates	■ Business ethics ■ Financing Sustainable Development	■ Meet our contractual obligations ■ Continue to support sustainable financing and sustainable development
Service Provider or Supplier	■ Suppliers and service providers vital to BDO	■ Vendor accreditation process ■ Regular correspondence	■ Business ethics ■ Supply Chain Management	■ Continue to operate on principles of accountability, transparency, integrity, and fairness ■ Manage ESG risks within our supply chain, in partnership with suppliers
Regulator or Policy Maker	■ Driver of regulations and policies that aid BDO in achieving its goals	■ Formal and informal correspondence ■ Regular audit	■ Data Security ■ Access and affordability ■ Business ethics	■ Safeguard the privacy and security of financial data against emerging cybersecurity threats and technologies ■ Continue to promote the financial inclusion and financial literacy of the unbanked, underbanked, or underserved ■ Continue to operate on principles of accountability, transparency, integrity, and fairness
Community Beneficiary	■ Partners in community development and local economic growth	■ Community engagement dialogues ■ Meetings for program implementation	■ Customer Privacy ■ Human rights	■ Provide guardrails to manage risks related to customer or user data ■ Protect human rights in our operations, including our socioeconomic community impact and engagement
Analyst or Research Organization and Media	■ Partners in accurate reporting, upholding transparency and integrity	■ Analysts' briefings ■ Media events	■ Financing Sustainable Development ■ Physical Impacts of Climate Change	■ Continue to support sustainable financing and sustainable development ■ Incorporate climate change into lending analysis and risk mitigation in our businesses to protect shareholder value



Mainstreaming Sustainability in Core Business 2-6, 2-24

We develop and enhance products and services that enable our customers to make sustainable financial decisions and practices wherever they are. We manage our environmental and social risks and create opportunities for our clients, communities, and country. We support sustainable development that incorporates financial inclusion and impact financing to help achieve a low carbon economy that is environmentally responsible and socially equitable.



Managing Climate Change, Biodiversity Loss, and other Environmental and Social Risks and Opportunities 2-23, 102-1, 102-2

The Bank recognizes sustainability as long-term risk management, and manages these risks by embedding sustainability principles in the way it does business across the whole BDO conglomerate. BDO works to transition its core businesses into sustainable banking, embedding Environmental, Social, and Governance (ESG) risk and opportunity considerations when making business decisions, assessing relationships, and creating products and services.

BDO has incorporated assessments of E&S risks and opportunities arising from its activities and that of its clients and suppliers that can potentially have a negative and/or positive financial, legal and/or reputational effect on the Bank. In 2010, the Bank adopted its Social and Environmental Management System (SEMS) Policy that was co-developed with the International Finance Corporation (IFC) and based on IFC's ESG standards. The SEMS Policy was designed to control and address social and environmental risks in the Bank's lending operations by categorizing E&S risks for sustainable finance projects.

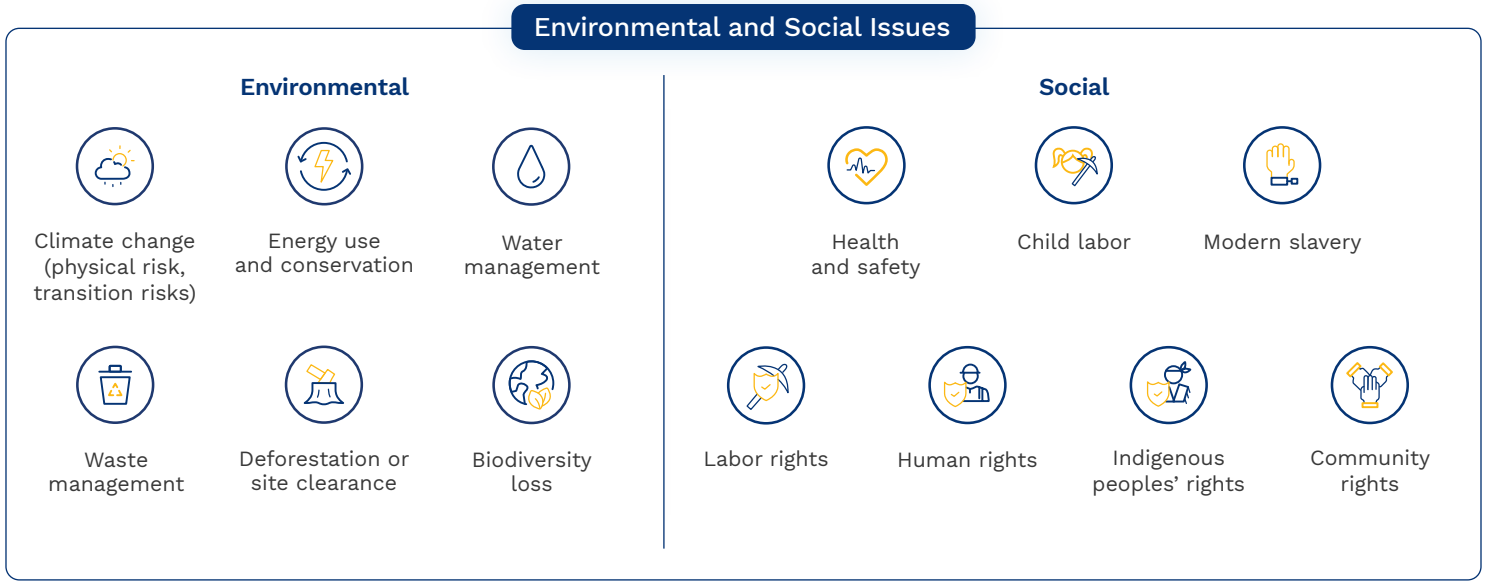
BDO has since evolved the SEMS Policy into the more comprehensive Board-approved Environmental and Social Risk Management System (ESRMS) Framework that will help identify, assess, and manage E&S risks and opportunities associated not only with its lending activities, but also its investment activities and administrative operations. Approved in 2023, this Framework is fully incorporated in BDO's banking policies and procedures and is aligned with the Bank's risk appetite which defines the nature and level of risks that the Bank is willing to take to achieve its sustainability strategies.

Implementing the ESRMS involves BDO integrating a wider E&S risk assessment in its existing processes for credit, investments, and operations using an E&S Due Diligence questionnaire. Developed in-house by the Sustainability Office, the Environment and Social Tool for Risk (EAST4R) for scoring E&S risks, assigns weights to E&S issues considering different factors such as industry issues, and relevant E&S laws and regulations locally, and internationally where it maintains branches and offices.

The environment and climate-related issues considered are climate change physical risk, climate change transition risk, energy use and conservation, water use and conservation, deforestation or site clearance, waste management, and biodiversity loss. The social issues are health and safety, child labor, modern slavery, labor rights, human rights, indigenous peoples' rights, and community rights. The E&S Due Diligence Questionnaire is a work-in-progress and refined and enhanced as necessary to simplify the application. (For a more detailed discussion on the ESRMS, refer to the 2023 BDO Sustainability Report online at www.bdo.com.ph.)

Throughout 2025, the Sustainability Office conducted phase 2 of its Sustainability Capability-Building Roadshow in key regions of the country for workshops on the ESRMS, along with other fundamental courses such as the UN SDGs and Sustainability at BDO. Phase 1 in 2024 prioritized BDO Unibank Relationship Managers, Credit Analysts, and Facilities Managers—to identify and evaluate potential E&S risks associated with its clients and its administrative operations. Phase 2 covered the rest of employees from these groups along with officers based in the provinces and employees from subsidiaries BDO Network Bank, BDO Private Bank, BDO Finance, and BDO Capital.

The ESRMS Framework will be regularly updated to adapt to any applicable developments in the Bank's commitments and in national legislation. The Bank is continuously working towards developing long lasting relationships with its clients by making sure that its businesses, products, and services are resilient and will be able to adapt to the ever-changing environment that the Bank operates in. In doing so, BDO will be in a better position to promote sustainable growth and achieve strategic resilience in all its business operations.



Governance on Enterprise Risk Management 201-2

Risk management at BDO is anchored on the highest level of governance. The Board of Directors sets the foundation for a sound risk management system, and assumes ultimate responsibility for all risks taken by the Bank. It regularly reviews and approves the institution's risk appetite, business strategy, and risk philosophy to ensure alignment with long-term objectives. To reinforce oversight, the Board has established the Risk Management Committee (RMC), which supervises the enterprise-wide risk management program.

Recognizing the critical nature of credit risk, the Board also constituted the Executive Committee to approve credit-specific transactions, while the RMC focuses on approving risk appetite levels, policies, and tolerance limits across a broad spectrum of risks—credit, liquidity, market, interest rate, operational (including operational resilience, business continuity, IT, information security, cybersecurity, data privacy, and social media), consumer protection, and environmental and social risks. This governance structure ensures that both current and emerging risk exposures remain consistent with the Bank's strategic direction and overall risk appetite.

Supporting this framework is the Risk Management Group, which reports to the RMC. Its mandate is to evaluate, manage, and monitor the Bank's overall risk profile across all risk categories, optimizing the balance between risk and return and safeguarding capital. The group also recommends risk policies to the appropriate governing bodies, ensuring comprehensive coverage of the risks to which the Bank is exposed.

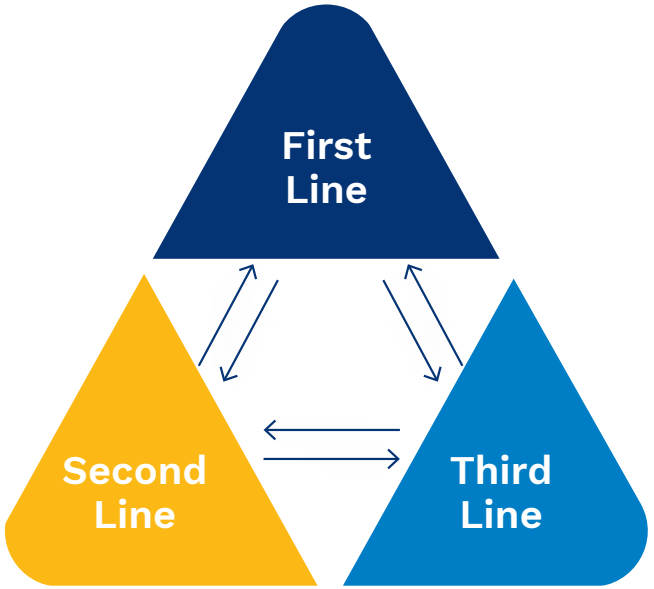
Risk Management Process: Three Lines of Defense

The risk management process is applied at three levels: transaction, business unit, and portfolio. This multi-tiered approach ensures that risks are identified, measured, and analyzed for their potential impact on the Bank's operations and capital deployment. The goal is to maintain rigorous standards for precision in risk measurement and reporting while enabling informed decisions that deliver sustainable returns to shareholders.

BDO's risk governance adheres to the "three lines of defense" model outlined in the Basel Committee's Corporate Governance Principles for Banks. The first line consists of business units that own and manage risks inherent in their products, activities, and processes. The second line comprises independent risk management and compliance functions, along with support units that monitor and assess risk controls. The third line is the internal audit function, which provides independent assurance to Senior Management and the Board. This structure clarifies roles and responsibilities, promotes functional independence, and fosters continuous dialogue across the organization. By embedding these principles, BDO proactively manages risk while remaining focused on its strategic goals.

The Three Lines of Defense

Front-Line Operations
Directly deals with risks in daily activities, identifying, assessing, and mitigating risks in their areas.



Risk Management & Compliance
Establishes policies, monitors risks, and ensures adherence to regulations and internal controls.

Internal Audit
Provides assurance and evaluates effectiveness of risk management and control processes.

On Sustainability and Business Strategy 101-1, 101-2, 101-3, 102-3

Approach to Climate Change and Nature Risks

BDO is committed to mobilize capital towards the achievement of the UN 17 Sustainable Development Goals and the transition to a low carbon economy, in support of the Paris Agreement of 2015 and the Philippines' Nationally Determined Contribution (NDC) to the agreement.

As the country's largest bank, BDO recognizes that the banking industry plays a critical role in financing the transition to affordable, reliable, sustainable and clean energy. BDO believes that this transition is a journey that requires adopting a balanced approach: acknowledging the difficult trade-offs that need to be made along the way among national economic development that depends on affordable and reliable energy, securing the country's energy security, and the relentless pursuit of the broader goal of climate sustainability.

The Bank is investing in the low-carbon transition by providing clients with the products they need to drive change within their businesses. Simultaneously, BDO is committed to managing risks related to climate change and nature so that it may safeguard its clients' assets and the Bank from the effects of climate change and nature and biodiversity loss. The Bank has a low risk appetite for activities that are not contributing to the transition to a low carbon economy, and transition activities should be in line with the BDO Energy Transition Finance statement released in 2022. The Bank has a high risk appetite for clean and renewable energy sources that emit low greenhouse gas emissions in its value chain. On the flipside of risk, BDO is also capitalizing on the opportunities presented by the low carbon transition and the need for adaptation activities in the context of the Philippines' exposure to climate change.

Approach to Nature

BDO manages risks and opportunities related to natural capital and biodiversity across the Bank's activities. BDO recognizes the challenges of transitioning towards a society that can meet both human needs, while living within the constraints of natural resources, with the objective of also generating positive outcomes for our natural environment. Industries such as agriculture, fisheries, construction, and tourism rely on the ecosystem services provided by forests. Without sustainable forest management, these sectors face increased risks of productivity decline, supply chain disruptions, and heightened vulnerability to natural disasters. The Bank is committed to address deforestation and contribute to the preservation and sustainable management of the Philippines' forest resources.

BDO's Climate Change Approach

Mitigating Climate-Related Financial Risks

- Deploying innovative investment and financing solutions
- Protecting the assets of our clients and business
  - → Reducing exposure to carbon-related assets and assessing vulnerability to climate risks
  - → Supporting transition to green business

Advancing a Sustainable Future

- Reducing BDO's carbon footprint
  - → Sourcing of electricity from renewable energy sources
  - → Managing energy and water consumption to optimize resources
  - → Managing materials waste from operations
  - → Managing the supply chain to reduce carbon emissions and mitigate climate change impacts

Climate-related Risks and Opportunities

In 2025, BDO continued to map and monitor its portfolio and operational emissions internally to identify where it needs to focus for its decarbonization efforts. Building on the results of its climate scenario analysis in 2024, the Bank conducted physical risk analysis for eight key hazard types across its assets and collaterals, as well as its facilities and branches nationwide, including branches in Hong Kong and Singapore.

S&P Global conducted the 2024 physical risk assessment on BDO as a corporate entity, as well as the Bank's loan, treasury, and trust portfolios. The assessment provided a better understanding of BDO's total asset value at physical risk in different medium (>2°C Scenario) and high risk scenarios (>4°C Scenario). In the medium and high risk scenarios, BDO's corporate assets were determined to be at low level risk until 2030. The physical risk hazard that may bring the most financial impact to BDO facilities and branches is extreme heat, in medium and high climate scenarios.

In 2025, BDO continued to conduct energy audits of its largest facilities and largest branches to inform its energy management action plan in the short, medium, and long-term and a draft Energy Management Policy under senior management review. In the meantime, the Bank continued to apply energy efficiency measures both for existing and newly constructed offices and branches.

For the loan, treasury, and trust portfolios, physical risk per sector were assessed against four scenarios: Low (1.3-2.4°C), Medium (2.1-3.5°C), Medium-High (2.8-4.6°C), and High (3.3-5.7°C). S&P Global based the four scenarios on the Intergovernmental Panel on Climate Change (IPCC) Representative Concentration Pathways and Shared Socioeconomic Pathways, informed by the Task Force on Climate-related Financial Disclosures (TCFD) technical guidelines.

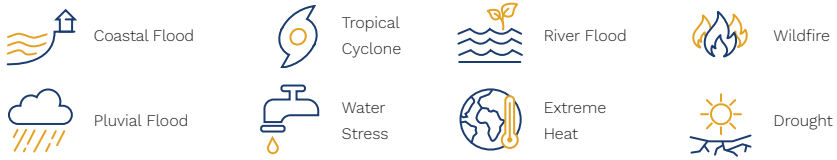
A transition risk assessment was likewise conducted for the Bank's corporate operations, along with the loan, treasury, and trust portfolios. The corporate level transition risk assessment looked at policy risk, market risk, and reputation risk. On the portfolio level, the analysis utilized a combination of climate scenarios across in-scope industry sectors. The analysis assessed the impact on aspects of the business between the 2022 to 2050. BDO engaged with clients in sectors where decarbonization efforts would have the most impact, particularly through financing the acquisition and/or use of renewable energy.

BDO will continually refine the Bank's methods for conducting climate scenario analysis. Insights gained on the effects of physical and transition risks across bank lending portfolios and its own operations have helped BDO improve its understanding of risk exposures and potential climate impacts for the short, medium, and long-term.

Metrics to Assess and Manage Climate-related Risks and Opportunities

BDO continues to track progress in providing sustainable finance investments via BDO's sustainable financial instruments. BDO does not currently disclose the proportion of revenue or proportion of assets, capital deployment, or other business activities aligned with climate-related opportunities, including revenue from products and services designed for a low-carbon economy, and forward looking metrics consistent with BDO's business or strategic planning time horizons.

Physical Risk Hazard Types



Key Focus Areas and Risk Appetite

	Climate Change	Environment	Human Rights	Environment Disaster Risk Management & Response
Commitment	Manage the risks associated with climate change (physical, transition risk) today and in future scenarios. Manage risk associated with supporting the country's transition to a low carbon economy.	Recognizes that environmental degradation will exacerbate destruction and loss of life. Manage and reduce the Bank's	Recognizes and upholds its role to respect human rights among its stakeholders.	Recognizes its critical role in economic development and social inclusion. Focuses resources to mitigate and adapt to the E&S impact of disasters brought about by climate change and human activities.
Risk Appetite	**Low risk appetite** Activities that do not support the transition to a low carbon economy, and in line with the BDO Energy Transition **High risk appetite** Clean and renewable energy activities. Finance statement.	**Low risk appetite** Client activities that have significant adverse **No risk appetite** Any non-compliance with environmental laws and regulations it is being monitored.	**No risk appetite** Activities that violate human rights in the Bank's workforce, clients, investees, and supply chain.	**High risk appetite** Activities that create opportunities, drive socio-economic development, and responds to needs of marginalized sectors of society. **No risk appetite** Activities that significantly disrupt bank operations.

CLIMATE CHANGE AND NATURE OPPORTUNITIES AND POTENTIAL FINANCIAL IMPACTS 201-2

Opportunity	BDO Ambition and Risk Appetite	Time Horizon	Potential Financial Impacts on BDO
Supporting the country's transition to a low carbon economy	BDO has an internal target to annually increase renewable energy financing under its Sustainable Finance Program. The Bank has a high risk appetite for clean and renewable energy activities for lending and investments, guided by its Sustainable Finance Framework.	Short-Medium-Long	■ Increase in total sustainable financing, particularly for renewable energy projects ■ Increase in balance sheet volumes for green, blue, social, and gender financing ■ Full compliance with the Agriculture, Fisheries and Rural Development (AFRD) Law to allocate 25% of loans to AFRD projects, without penalty ■ Reduced balance sheet and exposure to coal financing ■ Decrease in financed carbon emissions ■ Attract investors interested in financing the transition to a low carbon economy ■ Increased access to investors requiring decarbonization commitments
	BDO has ceased lending to new coal capacity since 2019 and aims to reduce its coal exposure by 50% by 2033, while ensuring that coal exposure in its total loan portfolio does not exceed 2% by 2033.	Medium-Long	
	BDO supports the country's energy security priorities and programs today and in future scenarios, and in line with the BDO Energy Transition Finance Statement.	Medium-Long	
Supporting clients' transition to low carbon	BDO commits to support clients as they transition out of fossil fuels and into renewable and clean energy. The Bank supported the Bangko Sentral ng Pilipinas provision and advocated for the extension of the 15% Additional Single Borrowers Limit (SBL) to enable its clients to acquire renewable energy projects and transition out of their coal business.	Short-Medium-Long	■ Increase in total sustainable financing, particularly for renewable energy projects · Increase in transition financing ■ Increase in balance sheet volumes for green, blue, social, and gender financing ■ Decrease in financed carbon emissions ■ Zero penalty with full compliance to the Agriculture, Fisheries and Rural Development (AFRD) Law ■ Attract investors interested in financing the transition to a low carbon economy ■ Improved trust and relationship with clients which may result in increased business
	BDO will provide access to finance to individuals and communities impacted by the energy transition.	Short-Medium	
Supporting the country's adaptation plans (with mitigation as side benefit) to strengthen resilience to climate and nature risk	BDO will continue to issue sustainability-related financial instruments such as its Blue Bond, ASEAN Sustainability Bond, and Sustainability-Linked Loan to finance adaptation projects that address water scarcity, wastewater pollution, food security, green buildings, clean transport, pollution prevention and control.	Medium-Long	■ Increase in total sustainable financing, especially for projects improving access to affordable basic infrastructure and essential services ■ Increase in balance sheet volumes for green, blue, social, and gender financing ■ Full compliance with the Agriculture, Fisheries and Rural Development (AFRD) Law ■ Attract investors interested in financing resiliency projects
Strengthening Operational Resilience	BDO will increase its electricity sourcing from renewable energy sources each year compared to its 2022 baseline.	Medium-Long	■ Reduced costs from decreased and managed resource consumption (ex. electricity, water, materials such as paper) ■ Increased expenditure to support carbon footprint reduction in operations ■ Attract investors interested in organizations with sustainable practices
	BDO will incorporate energy, water, waste, and fuel efficiency features as standards in all new branches and offices.	Short-Medium-Long	

Environmental and Social Risks Exposure

BDO Unibank E&S Risk Exposure

As of 31 December 2025, BDO Unibank's portfolio exposures in lending and investments were diversified across multiple sectors, with the largest exposures in Activities of Households as Employers; Undifferentiated Goods- and Services-Producing Activities of Households for Own Use at 14.92%, Electricity, Gas, Steam and Air Conditioning Supply at 12.07%, Real Estate Activities at 10.10%, Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles at 10.00%, and Financial and Insurance Activities at 9.96% of total portfolio exposure.

The Bank continues to monitor its portfolio exposure to four sectors that are deemed high risk for environmental and social. Electricity, Gas, Steam and Air Conditioning Supply accounted for 12.07% of the total portfolio (10.95% in 2024) which also includes lending to renewable energy projects. Transportation and Storage and Construction comprised 3.93% (4.17% in 2024) and 2.07% (same as 2024), respectively, while exposure to Mining and Quarrying was lowest at 0.51% (same as 2024).

In 2025, BDO Unibank continued to integrate environmental and social risk considerations into credit evaluation, investment decision-making, and portfolio monitoring processes. Exposures in sectors with elevated E&S risks are subject to enhanced review and approval requirements under the Bank's Environmental and Social Risk Management System (ESRMS). Regular portfolio assessments and sectoral reviews support the identification and management of emerging risks, reinforcing prudent risk governance while supporting responsible growth and sustainable economic development.

The portfolios per sector of the Bank's overseas branches in Singapore and Hong Kong are also presented in this report. For context, BDO Hong Kong Branch's loan exposure remains less than 1% of BDO Unibank's total loan portfolio, while BDO Singapore Branch's loan exposure is 1.2% of BDO Unibank's total loan exposure.

BDO Private Bank (BDOPB) and BDO Network Bank (BDONB), both subsidiaries of BDO Unibank, are also presented in this report. BDOPB represents 1% of the BDO group's total loan and investment portfolio, while BDONB represents 3% of the BDO Group's total loan portfolio.

BDO UNIBANK (PARENT BANK)
Portfolio per Sector as of 31 December 2025

Industry (based on PSIC 2019)	Loan Portfolio (79% of total)	Investment Portfolio (71% of total)	Total Portfolio Exposure
Activities of Households as Employers; Undifferentiated Goods- and Services-producing Activities of Households for Own Use	18.82%	0.00%	14.92%
Electricity, Gas, Steam and Air Conditioning Supply	14.48%	2.89%	**12.07%**
Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles	12.55%	0.25%	10.00%
Real Estate Activities	12.50%	0.91%	10.10%
Financial and Insurance Activities	9.14%	13.10%	9.96%
Manufacturing	8.17%	0.93%	6.67%
Information and Communication	5.18%	1.12%	4.34%
Transportation and Storage	4.89%	0.26%	**3.93%**
Other Service Activities	2.84%	0.00%	2.25%
Construction	2.50%	0.43%	**2.07%**
Arts, Entertainment and Recreation	2.36%	0.10%	1.89%
Water Supply; Sewerage, Waste Management and Remediation Activities	1.65%	0.04%	1.32%
Human Health and Social Work Activities	1.59%	0.00%	1.26%
Accommodation and Food Service Activities	1.45%	0.88%	1.33%
Mining and Quarrying	0.53%	0.43%	**0.51%**
Agriculture, Forestry and Fishing	0.53%	0.00%	0.42%
Administrative and Support Service Activities	0.30%	0.00%	0.24%
Education	0.25%	0.00%	0.20%
Professional, Scientific and Technical Activities	0.24%	0.00%	0.16%
Public Administration and Defense; Compulsory Social Security	0.03%	78.65%	16.34%
Total	**100.00%**	**100.00%**	**100.00%**

BDO Hong Kong Branch E&S Risks Exposure

BDO Unibank's Hong Kong Branch follows the parent bank's enterprise risk management framework and ESRMS, integrating environmental and social considerations into credit assessment and portfolio monitoring.

The Branch remains aligned with the Hong Kong Monetary Authority's (HKMA) supervisory guidance on climate and environmental risk management. Portfolio exposures are monitored across sectors with varying environmental and social risk profiles, considering potential physical and transition risks.

For 2025, the Hong Kong Branch's total portfolio exposure is primarily concentrated in Financial and Insurance Activities (54.87%) deemed as low risk, largely driven by the investment portfolio. Public Administration and Defense; Compulsory Social Security accounts for 21.92% of total exposure, likewise investment-related. Other exposures include Information and Communication (8.05%,) Manufacturing (4.32%), and Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles (3.22%). Exposure to Electricity, Gas, Steam and Air Conditioning Supply represents 2.90%, while Mining and Quarrying is at 0.70%, and Transportation and Storage is at 0.18% of the total portfolio.

Exposure to sectors with higher environmental and social risk characteristics remains manageable within the Branch's risk management framework and is subject to ongoing monitoring. BDO Hong Kong Branch will continue to work with the HKMA and align with evolving regulatory expectations on environmental and social risk management.

BDO HK PORTFOLIO EXPOSURE PER SECTOR

Industry (based on PSIC 2019)	Loan Portfolio (29% of total)	Investment Portfolio (71% of total)	Total Portfolio Exposure
Accommodation and Food Service Activities	0.00%	1.86%	1.32%
Agriculture, Forestry and Fishing	7.13%	0.00%	2.07%
Construction	0.00%	0.38%	**0.27%**
Electricity, Gas, Steam and Air Conditioning Supply	3.72%	2.56%	**2.90%**
Financial and Insurance Activities	42.18%	60.06%	54.87%
Information and Communication	24.65%	1.27%	8.05%
Manufacturing	13.99%	0.38%	4.32%
Mining and Quarrying	0.00%	0.99%	**0.70%**
Public Administration and Defense; Compulsory Social Security	0.00%	30.87%	21.92%
Real Estate Activities	0.00%	0.25%	0.18%
Transportation and Storage	0.00%	0.25%	**0.18%**
Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles	8.33%	1.13%	3.22%
Total	**100.00%**	**100.00%**	**100.00%**

BDO Singapore Branch E&S Risks Exposure

BDO Singapore Branch adheres to the regulatory requirements of the Monetary Authority of Singapore (MAS) on Environmental Risk Management and applies the BDO Unibank ESRMS. Environmental and social (E&S) risk considerations are embedded in the Branch's credit assessment and portfolio management processes for both lending and investment activities. The Branch participates in annual regulatory consultations and industry discussions in support of sustainable finance practices in Singapore.

BDO Singapore Branch's portfolio remains predominantly concentrated in Financial and Insurance Activities rated low risk, which account for 60.75% of total portfolio exposure, consistent with the Branch's business focus. Other exposures include Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles at 7.97%, Education at 3.73%, Transportation and Storage at 1.77%, and Accommodation and Food Service Activities at 0.67%, followed by more limited exposure to Construction at 0.80%.

Exposure to sectors with high E&S risks, such as Electricity, Gas, Steam and Air Conditioning Supply (0.31%), Mining and Quarrying (0.36%), and Construction (0.80%), remains limited relative to the total portfolio. Where applicable, these exposures are subject to enhanced due diligence and risk mitigation measures in accordance with the BDO Unibank ESRMS and the Branch's risk appetite.

Consistent with group-wide policies, BDO Singapore Branch continues to manage sectoral exposures prudently. Ongoing monitoring supports the identification and management of emerging environmental and social risks, including climate-related and regulatory developments.

BDO SG PORTFOLIO EXPOSURE PER SECTOR

Industry (based on PSIC 2019)	Loan Portfolio (50% of total)	Investment Portfolio (50% of total)	Total Portfolio Exposure
Accommodation and Food Service Activities	0.00%	1.33%	0.67%
Construction	1.17%	0.42%	**0.80%**
Education	7.50%	0.00%	3.73%
Electricity, Gas, Steam and Air Conditioning Supply	0.00%	0.62%	**0.31%**
Financial and Insurance Activities	71.94%	49.66%	60.75%
Information and Communication	0.00%	0.18%	0.09%
Mining and Quarrying	0.00%	0.73%	**0.36%**
Other Service Activities	0.27%	0.00%	0.13%
Public Administration and Defense; Compulsory Social Security	0.00%	46.36%	23.29%
Real Estate Activities	0.00%	0.27%	0.13%
Transportation and Storage	3.28%	0.27%	**1.77%**
Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles	15.84%	0.18%	7.97%
Total	**100.00%**	**100.00%**	**100.00%**

BDO Private Bank E&S Risks Exposure

BDO Private Bank (BDOPB) and the Sustainability Office assessed BDOPB's loan portfolio to determine its sector exposure to environmental and social (E&S) risks inherent at the industry level.

Sectors with relatively higher inherent E&S risks include Real Estate Activities, Construction, Transportation and Storage, Manufacturing, and Agriculture, Forestry and Fishing. In 2025, exposure to these sectors remains limited, with Construction accounting for 10.99%, Transportation and Storage 2.97%, Manufacturing 2.82%, and Agriculture, Forestry and Fishing 0.91% of the total loan portfolio.

The majority of BDOPB's loan portfolio is concentrated in sectors assessed as having low to moderate inherent E&S risks. Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles represent the largest exposure at 25.08%, followed by Real Estate Activities at 22.18%, Activities of Households as Employers and Undifferentiated Goods- and Services-Producing Activities of Households for Own Use at 14.63%, and Information and Communication at 12.45%. BDOPB has no exposure to sectors typically associated with high environmental risk, such as Mining and Quarrying, Electricity, Gas, Steam and Air Conditioning Supply, and Water Supply; Sewerage, Waste Management and Remediation Activities.

Overall, BDOPB's loan portfolio reflects a low exposure to high environmental and social risks, consistent with the Bank's risk appetite and prudent portfolio positioning.

The Bank has also assessed its exposure to different physical risk hazards using the government's HazardHunterPH platform. BDOPB wealth centers are located in metropolitan and emerging metropolitan areas and may have varying susceptibility to flooding from storms and typhoons. It mitigates these risks through flood control systems of BDO-owned buildings where the wealth centers are located.

BDO PRIVATE BANK

Portfolio per Sector as of 31 December 2025

Industry (based on PSIC 2019)	Loan Portfolio (%)
Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles	25.08%
Real Estate Activities	22.18%
Activities of Households as Employers; Undifferentiated Goods- and Services-producing Activities of Households for Own Use	14.63%
Information and Communication	12.45%
Construction	**10.99%**
Other Service Activities	6.05%
Transportation and Storage	**2.97%**
Manufacturing	2.82%
Agriculture, Forestry and Fishing	0.91%
Human Health and Social Work Activities	0.85%
Professional, Scientific and Technical Activities	0.57%
Financial and Insurance Activities	0.50%
Accommodation and Food Service Activities	0.00%
Administrative and Support Service Activities	0.00%
Arts, Entertainment and Recreation	0.00%
Education	0.00%
Electricity, Gas, Steam and Air Conditioning Supply	**0.00%**
Mining and Quarrying	**0.00%**
Public Administration and Defense; Compulsory Social Security	0.00%
Water Supply; Sewerage, Waste Management and Remediation Activities	0.00%
Total	**100.00%**

BDO Network Bank E&S Risks Exposure

BDO Network Bank, Inc. (BDONB) continues to adopt a similar ESRMS framework as its parent bank, BDO Unibank, Inc., applicable to its microfinance and small and medium enterprise (MSME) lending operations. BDONB provides financial access to underserved and unbanked adult Filipinos in provincial and remote areas of the country, and the ESRMS guides the identification, assessment, and management of environmental and social (E&S) risks across its loan portfolio.

BDONB's sectors with high E&S risk exposures are the same as its parent bank: Construction; Transportation and Storage; Mining and Quarrying; and Energy-related activities. As of 31 December 2025, these sectors continue to represent only a small portion of the MSME loan portfolio, with exposures at 0.16% and less.

Based on the 2025 portfolio exposure, the MSME loan book is largely concentrated in sectors with relatively low environmental and social risk profiles. The Education sector accounts for 81.84% of the total MSME portfolio, followed by Agriculture, Forestry and Fishing at 9.78%, and Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles at 6.31%. The remaining exposure is distributed across various service and industrial sectors, each comprising less than 1% of the total portfolio.

All MSME borrowers are assessed using BDONB's ESRMS, which applies sector-based E&S risk scoring consistent with the methodology of the BDO Group. Industries are evaluated based on the inherent risks associated with their operations and are classified as low, medium, or high risk.

BDO NETWORK

MSME Portfolio per Sector as of 31 December 2025

Industry (based on PSIC 2019)	Loan Portfolio (%)
Education	81.84%
Agriculture, Forestry and Fishing	9.78%
Wholesale and Retail Trade; Repair of Motor Vehicles and Motorcycles	6.31%
Other Service Activities	0.64%
Manufacturing	0.53%
Accommodation and Food Service Activities	0.35%
Construction	**0.16%**
Transportation and Storage	**0.10%**
Human Health and Social Work Activities	0.07%
Administrative and Support Service Activities	0.06%
Professional, Scientific and Technical Activities	0.03%
Electricity, Gas, Steam and Air Conditioning Supply	**0.03%**
Information and Communication	0.02%
Mining and Quarrying	**0.02%**
Real Estate Activities	0.02%
Public Administration and Defense; Compulsory Social Security	0.01%
Financial and Insurance Activities	0.01%
Water Supply; Sewerage, Waste Management and Remediation Activities	0.00%
Arts, Entertainment and Recreation	0.00%
Activities of Households as Employers; Undifferentiated Goods- and Services-producing Activities of Households for Own Use	0.00%
Total	**100.00%**

Social, Economic, and Physical Risk Exposure

The Bank assessed potential social, economic, and physical risk exposure of its facilities based on projected provincial risk categorization for 2030 to 2040 under the Shared Socioeconomic Pathway 5–8.5 (SSP5–8.5) scenario of the Philippine National Adaptation Plan. This scenario assumes continued fossil fuel–intensive development and rising greenhouse gas emissions, resulting in more severe projected climate impacts. The assessment approach is commonly used in climate risk analysis to evaluate exposure under high-emissions scenarios and to understand potential operational impacts under intensified climate conditions.

Based on this assessment, more than half of BDO Unibank's facilities are located in provinces projected to have low to medium-low levels of climate-related risk. The remaining facilities are distributed across medium, medium-high, and high risk categories. This distribution reflects the Bank's nationwide footprint and the varying levels of projected social, economic, and physical risk across Philippine provinces.

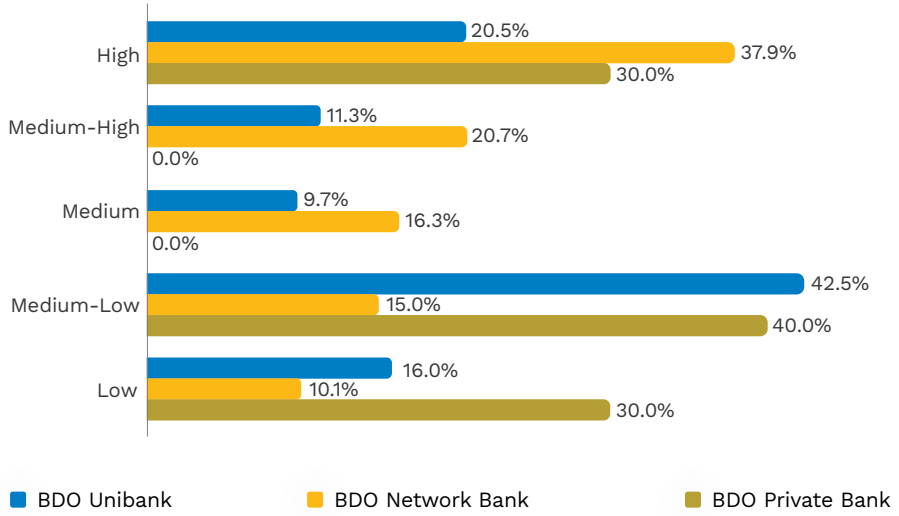
In comparison, BDO Network Bank facilities show a higher concentration in provinces with medium-high to high projected risk levels.

This reflects the Bank's stronger presence in provincial and rural communities, which may be more exposed to climate-related social, economic, and physical hazards.

In response to the increasing frequency and intensity of typhoons, BDO has identified branches that are highly susceptible to flooding and installed flood-gate barriers to mitigate the risk of water intrusion and protect the Bank's and its clients' assets.

In addition, BDO partners with the Philippine Institute of Volcanology and Seismology (PHIVOLCS) to utilize the HazardHunter application, which enables location-specific assessments of physical hazards and supports the identification of measures to enhance the climate and disaster resilience of its facilities.

Taken together, these findings support the Bank's ongoing efforts to strengthen climate resilience and inform risk management actions led by the Corporate Planning, Facilities, and Business Continuity Planning (BCP) teams, as part of the Bank's broader climate risk management and sustainability strategy.



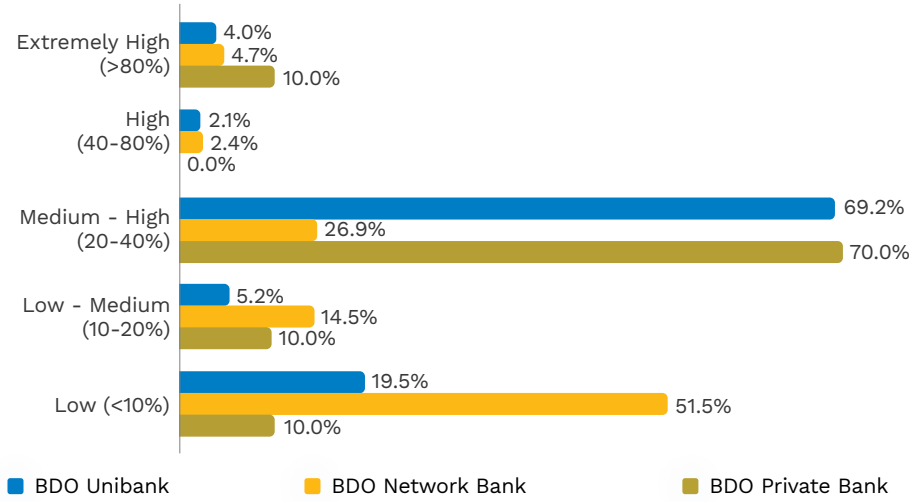
Operations in Water Stressed Areas

The Bank assessed the exposure of its facilities to water stress using the Aqueduct Water Risk Atlas developed by the World Resources Institute. Exposure levels represent the ratio of water demand to available supply in a given area. Lower percentages indicate that water demand is well below available supply, while higher percentages indicate increasing pressure on water resources.

Based on this assessment, a large portion of BDO Unibank's facilities are located in areas classified under medium-high water stress.

This reflects the Bank's presence in cities and urban centers, where higher population density and economic activity contribute to greater demand for water resources.

In contrast, facilities of BDO Network Bank are primarily located in provincial areas where water demand is generally lower and water supply remains relatively sufficient. As a result, a significant portion of its branches and offices fall within areas classified under low water stress, with fewer facilities located in areas experiencing higher levels of water stress.



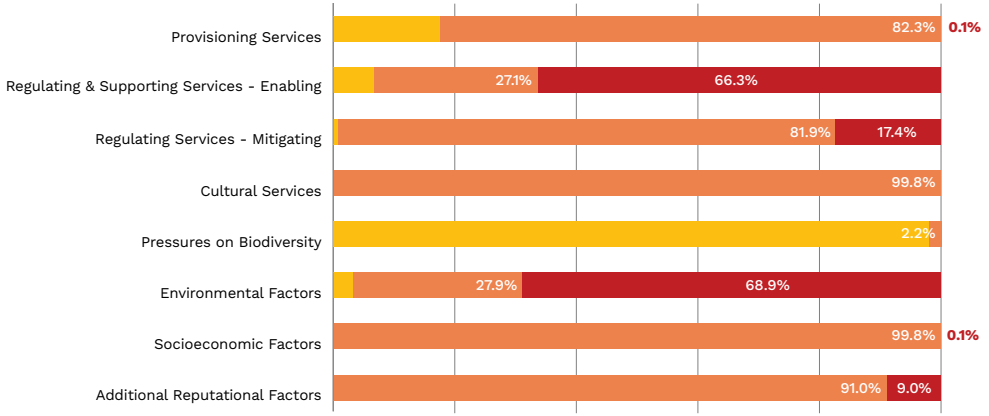
Biodiversity Risk Exposure 101-4, 101-5, 101-6, 101-8

Very Low (1 - 1.79) | Low (1.8 - 2.59) | Medium (2.6 - 3.39) | High (3.4 - 4.19) | Very High (4.2 - 5)

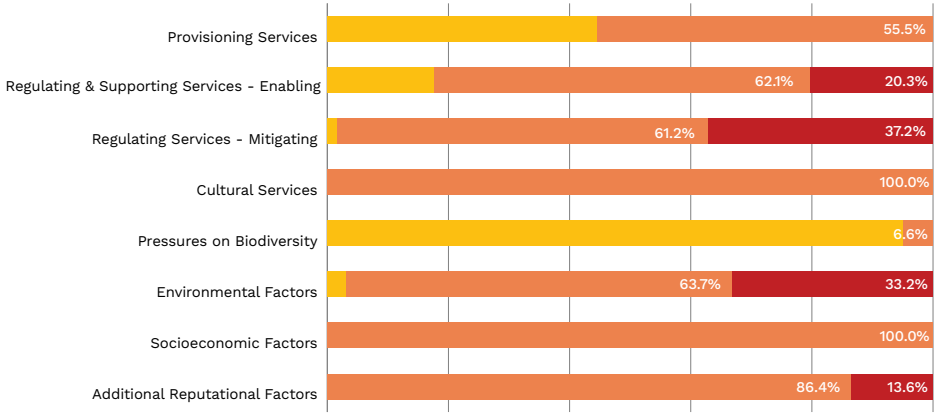
The Bank assessed the biodiversity-related risks associated with its facilities using the Biodiversity Risk Tool developed by the World Wide Fund for Nature. The assessment evaluates potential biodiversity risks linked to the geographic locations of BDO facilities across several ecosystem service and environmental risk categories. Under this assessment, these categories help identify how operational locations may interact with natural ecosystems and environmental conditions.

The Philippines is recognized by Conservation International as one of the 17 megadiverse countries in the world and is identified as a critical global biodiversity hotspot. This reflects its exceptionally high levels of species diversity and endemism alongside significant ecosystem pressures. As a result, the biodiversity-related risk exposure of BDO facilities shows a heavy concentration in medium to very high risk categories across several dimensions. The table below summarizes the biodiversity risk categories used in the assessment.

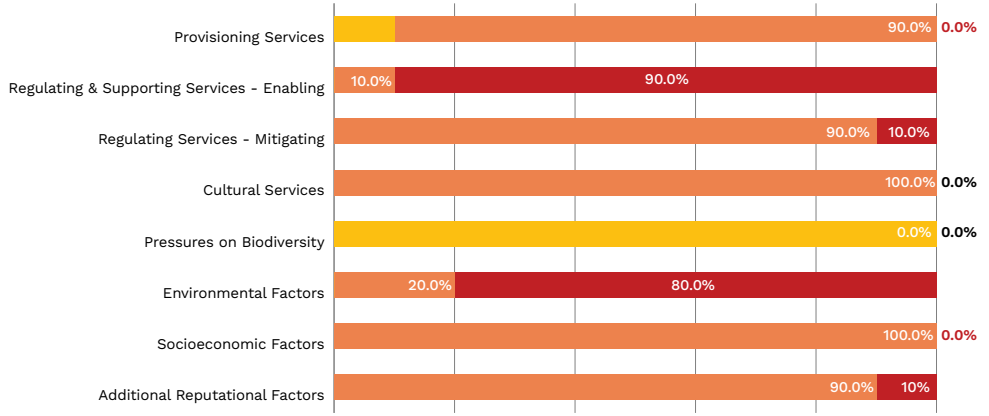
The Bank will map the impact of these biodiversity risk exposure to specific project assets in its portfolios and engage key clients for mitigation and adaptation opportunities.



BDO Unibank branches



BDO Network Bank branches



BDO Private Bank wealth centers





Definition of Terms	
Provisioning Services	refer to ecosystem services that provide tangible natural resources such as food, freshwater, raw materials, and other biological resources
Regulating and supporting services-enabling	refer to ecosystem functions that support and maintain environmental conditions necessary for human activities, such as water regulation, soil formation, nutrient cycling, and habitat provision
Regulating services–mitigating	refer to ecosystem processes that help reduce environmental impacts, including climate regulation, flood control, water purification, and erosion prevention
Cultural Services	relate to the intangible benefits people obtain from the perceived or actual qualities ecosystems, such as recreation, tourism, cultural heritage, and aesthetic values
Pressures on biodiversity	refer to factors that may contribute to ecosystem degradation, such as land-use change, pollution, resource extraction, and habitat fragmentation
Environmental factors	refer to broader ecological conditions that influence biodiversity health, including climate patterns, habitat condition, and ecosystem stability
Socioeconomic factors	relate to human activities and development patterns that may influence biodiversity, such as population density, infrastructure expansion, and economic activities
Additional reputational factors	refer to potential reputational risks associated with biodiversity-sensitive areas, such as proximity to protected areas, key biodiversity areas, or environmentally significant sites

Source: World Wide Fund For Nature (WWF)

Sustainable Finance 2-6, 203-1

Financial Instruments for Sustainability

ASEAN Sustainability Bond IV breaks records

In July 2025, BDO Unibank successfully raised ₱115 billion (USD1.95 billion), the country's largest corporate bond sale to date, for its fourth Peso-denominated ASEAN Sustainability Bond issue, 23 times oversubscribed against the original offer of ₱5 billion. The public offer period was set to run for two weeks, from July 9 to 22, 2025. Strong participation from both retail and institutional investors prompted the early close of the offer period on 14 July 2025, after only four days. The Bank's latest ASEAN Sustainability Bond has a tenor of one-and-a-half (1.5) years and a coupon rate of 5.875% per annum. The issue, settlement, and listing date is on 29 July 2025. The use of proceeds for the issuance are intended to finance and/or refinance eligible assets as defined in the Bank's Sustainable Finance Framework, support the Bank's lending activities, and diversify the Bank's funding sources.

The latest issuance bested all three previous ASEAN Sustainability Bond issuances from the Bank since 2022. The first issuance in January 2022 raised ₱52.7 billion, the second in January 2024 was issued at ₱63.3 billion, while the third raised ₱55.7 billion in July 2024.

₱115 billion
The country's largest corporate bond sale to date



BDO ASEAN SUSTAINABILITY BONDS ISSUANCES

Issuance	Period Offered	Rate (Coupon)	Tenor	Target (Php bn)	Amount raised (Php bn)
ASEAN Sustainability Bond I	January 2022	2.90% p.a.	2 years	5	52.7
ASEAN Sustainability Bond II	January 2024	6.025% p.a.	1.5 years	5	63.3
ASEAN Sustainability Bond III	July 2024	6.325% p.a.	1.5 years	5	55.7
ASEAN Sustainability Bond IV	July 2025	5.875% p.a.	1.5 years	5	115

Sustainable Financing from Pilot to Scale: BDO Institutional Banking Group

BDO has consistently led the commercialization of renewable energy (RE) financing and expanded it through innovative instruments such as green, blue, and sustainability bonds. Proceeds are allocated to landmark transactions, including the ₱150 billion syndicated loan for the MTerra Solar Project of Meralco PowerGen Corporation (MGEN). This is the largest project finance facility in Philippine history and the world's largest integrated solar and battery storage facility, with 3,500 MWp of solar capacity and 4,500 MWh of battery energy storage. The project is expected to deliver clean energy to approximately 2.4 million households and contribute significantly to the country's energy transition targets.

Sustainable financing at BDO also gained traction in acquisition financing and the optimization of sustainable assets, supporting companies transitioning to low-carbon business operations. Another notable transaction in 2025 was the financing of the acquisition of the 796.64 MW Caliraya-Botocan-Kalayaan (CBK) hydroelectric power plant complex by Aboitiz Power through its project company, Cleanergy 9 Power Inc. This acquisition supports the national goal of achieving a 50% RE share in the power mix by 2040 and is integral to the Philippine energy system, as the power plant can reduce peak power prices and support the integration of variable renewable energy sources.

Sustainable Finance Framework

Green Finance

- Renewable Energy
- Green Buildings
- Clean Transportation
- Resource Efficiency and Pollution Prevention and Control
- Environmentally Sustainable Management of Living Natural Resources and Land Use
- Sustainable Water and Wastewater Management
- Energy Efficiency
- Climate Change Adaptation

Blue Finance

- Sustainable Water and Wastewater Management
- Offshore Renewable Energy
- Ocean-Friendly and Water-Friendly Products
- Ocean-Friendly Chemicals
- Prevention, Control and Reduction of Waste from Entering the Coastal and Marine Environments
- Sustainable Fisheries, Aquaculture, and Seafood Value Chain
- Ecosystem Management, Protection and Natural Resources Restoration
- Resource Efficiency and Circular Economy
- Sustainable Shipping and Port Logistics Sector Projects
- Sustainable Tourism in the Vicinity of Marine Conservation Areas

Social Finance

- Employment Generation
- Food Security
- Access to Essential Services
- Affordable Basic Infrastructure
- Affordable Housing
- Social and Economic Empowerment

Orange/Gender Finance

- Gender-Responsive Products
- Gender-Diverse and Equitable Workforce
- Women Empowerment
- Gender-Responsive Supply Chain
- Gender-Responsive Services

BDO's first Sustainability-Linked Loan (SLL)

In 2025, BDO granted a ₱1.5 billion sustainability-linked loan facility to real estate developer Arthaland Corporation. The company is committed to being a standard-bearer of green and sustainable real estate solutions in the Philippines and is focused on its long-term goal of creating value for the next generation, while taking into account social, environmental, and economic impacts of its residential and commercial projects. Key Performance Indicators (KPIs) under the SLL include reductions in greenhouse gas (GHG) emissions, an increase in projects powered by renewable energy, and the implementation of professional green building training initiatives. BDO aims to engage more clients by offering targeted financing solutions, advisory support, and capacity-building programs that encourage businesses to adopt sustainable practices. Through these initiatives, the Bank seeks to accelerate and strengthen clients' sustainability journeys.

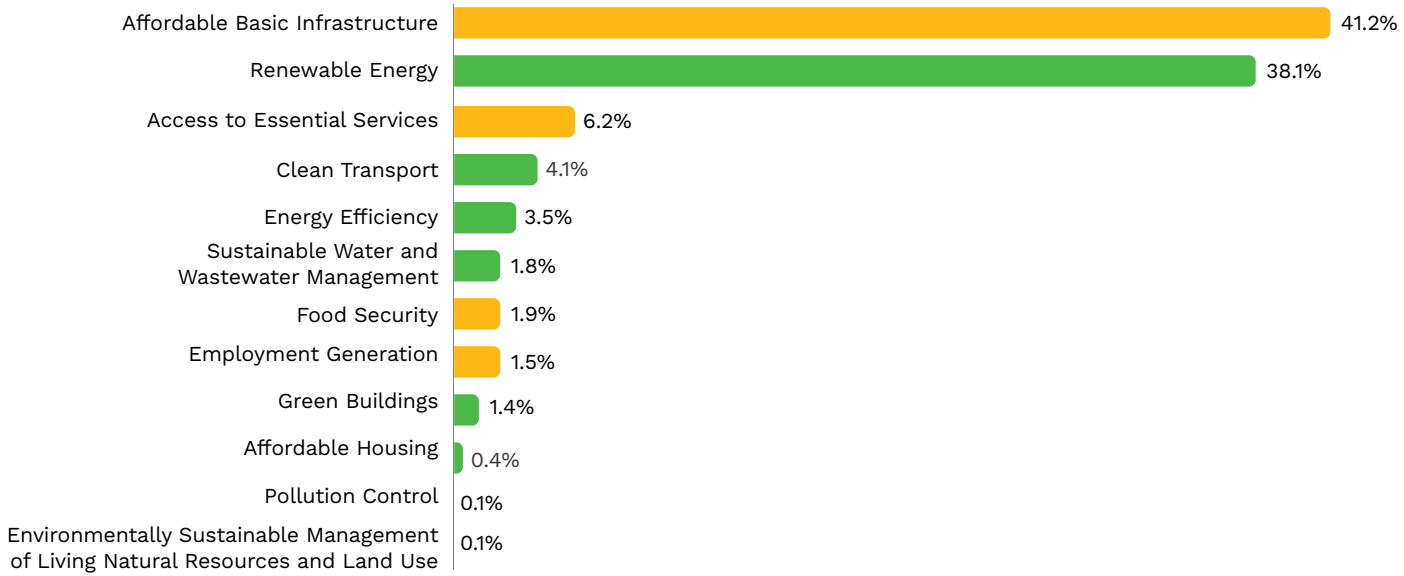
Frameworks and Market Leadership

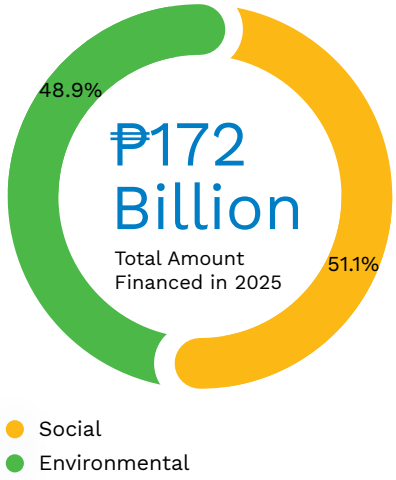
Beyond lending, BDO has built one of the region's most expansive Sustainable Finance Frameworks (SFF), covering Green, Blue, Social, and Gender Finance. The SFF is supported by a Second Party Opinion (SPO) from Morningstar Sustainalytics, which confirms that the expanded eligible categories are credible and aligned with international and ASEAN standards.

BDO continues to strengthen its commitment to sustainable finance by expanding its in-house expertise and reinforcing its leadership in the field. As of 2025, the Institutional Banking Group (IBG) is supported by five Certified Green Finance Specialists through BDO's partnerships with the International Finance Corporation (IFC) and the Renewables Academy AG based in Germany.

Together with a strong Sustainable Finance Desk, composed of technical experts who not only pioneered sustainable financing but continue to trailblaze in the field, IBG delivers inclusive and meaningful support to clients on their sustainability journeys, while ensuring that sustainable finance principles are embedded across all client engagements and internal processes.

GREEN AND SOCIAL FINANCE IN THE IBG PORTFOLIO







ECONOMIC, ENVIRONMENTAL, AND SOCIAL IMPACT 2-4, 203-1

Description	as of 2024	as of 2025
Total Sustainable Finance Funded	**₱1.0 trillion**	**₱1.21 trillion**
Loans disbursed in the past 5 years	National projects - ₱114.1 billion Airports - ₱46.9 billion Road networks - ₱31.2 billion Railways - ₱15.7 billion	National projects - ₱125.56 billion Airports - ₱46.87 billion Road networks - ₱33.35 billion Railways - ₱22.6 billion
Road Network Development	167.7km	167.7km
Vehicles Served	138.1 million	138.1 million
Carbon emissions annually reduced through efficient roadways	4,260 tonnes	4,260 tonnes
Total Installed Renewable Energy Capacity	**2,679 MW**	**6,165 MW**
Renewable energy projects funded	63	71
Carbon dioxide avoided per year by funded renewable energy projects	4,767,745	8,494,943
Equivalent passenger vehicles taken off roads yearly	1,012,270	1,803,608
Equivalent tree seedlings grown over 10 years	78,835,672	140,465,604
Families Served by Renewable Energy Projects	2,232,107	3,678,756
Biomass Capacity	164 MW	164 MW
Geothermal Capacity	1,179 MW	1,475 MW
Hydro Capacity	598 MW	1,694 MW
Solar Capacity	642 MW	2,736 MW
Wind Capacity	96 MW	96 MW
Disbursed Loan Amount per RE Technology Type	Biodiesel: ₱137 million Bioethanol: ₱920.9 million Biomass: ₱25.4 billion Geothermal: ₱17 billion Hydro: ₱38.2 billion Solar: ₱21 billion Wind: ₱4.1 billion	Biodiesel: ₱137 million Bioethanol: ₱920.9 million Biomass: ₱25.7 billion Geothermal: ₱22.1 billion Hydro: ₱60.3 billion Solar: ₱64.1 billion Wind: ₱4.1 billion
Bioethanol Production	44.1 million liters per year	44.1 million liters per year
Biodiesel Production	60 million liters per year	60 million liters per year

Sustainable Energy Finance Projects 203-1



Biodiesel

60
Installed capacity (ML/Y)

₱137 million
Disbursed loan amount

12,000
GHG avoidance per year based in Net (in tonnes CO_2e)

153,723
GHG avoidance per year based in Gross (in tonnes CO_2e)

32,640
Equivalent passenger vehicle off the road per year

2,541,996
Equivalent tree seedlings grown for 10 years



Bioethanol

44.12
Installed capacity (ML/Y)

₱920.9 million
Disbursed loan amount

35,296
GHG avoidance per year based in Net (in tonnes CO_2e)

49,540
GHG avoidance per year based in Gross (in tonnes CO_2e)

10,518
Equivalent passenger vehicle off the road per year

819,153
Equivalent tree seedlings grown for 10 years



Biomass

164
Installed capacity (MW)

₱25.7 million
Disbursed loan amount

1,075,002.32
Net Energy Generation (MWh/year)

1,194,447.02
Gross Energy Generation (MWh/year)

₱6.96 billion
Value of energy generation per year (Billion Php/year)

435,522.09
GHG avoidance per year based on Net (in tonnes CO_2e)

483,913.43
GHG avoidance per year based in Gross (in tonnes CO_2e)

102,742.59
Equivalent passenger vehicle off the road per year

8,001,614.08
Equivalent tree seedlings grown for 10 years

228,555.12
No. of households/families (average of 6 persons per family) supplied by RE

1,572,241.44
Amount of agricultural wastes converted to feedstock/power T/Yr

169,744.62
No. of farmers supported



Geothermal

1,475
Installed capacity (MW)

₱22.1 billion
Disbursed loan amount

6,906,608
Net Energy Generation (MWh/year)

7,674,009
Gross Energy Generation (MWh/year)

₱29.56 billion
Value of energy generation per year (Billion Php/year)

2,798,115
GHG avoidance per year based on Net (in tonnes CO_2e)

3,109,017
GHG avoidance per year based in Gross (in tonnes CO_2e)

660,092
Equivalent passenger vehicle off the road per year

51,408,213
Equivalent tree seedlings grown for 10 years

1,568,258
No. of households/families (average of 6 persons per family) supplied by RE



Hydro

1,694
Installed capacity (MW)

₱60.3 billion
Disbursed loan amount

6,818,593
Net Energy Generation (MWh/year)

7,538,042
Gross Energy Generation (MWh/year)

₱36.55 billion
Value of energy generation per year (Billion Php/year)

2,909,854
GHG avoidance per year based on Net (in tonnes CO_2e)

3,216,881
GHG avoidance per year based in Gross (in tonnes CO_2e)

682,993
Equivalent passenger vehicle off the road per year

53,191,763
Equivalent tree seedlings grown for 10 years

1,576,201
No. of households/families (average of 6 persons per family) supplied by RE



Solar

2,736
Installed capacity (MW)

₱64.1 billion
Disbursed loan amount

2,796,352
Net Energy Generation (MWh/year)

3,107,058
Gross Energy Generation (MWh/year)

₱22.08 billion
Value of energy generation per year (Billion Php/year)

1,238,975
GHG avoidance per year based on Net (in tonnes CO_2e)

1,376,639
GHG avoidance per year based in Gross (in tonnes CO_2e)

292,282
Equivalent passenger vehicle off the road per year

22,763,003
Equivalent tree seedlings grown for 10 years

261,356
No. of households/families (average of 6 persons per family) supplied by RE



Wind

96
Installed capacity (MW)

₱4.1 billion
Disbursed loan amount

224,229
Net Energy Generation (MWh/year)

237,483
Gross Energy Generation (MWh/year)

₱1.79 billion
Value of energy generation per year (Billion Php/year)

99,349
GHG avoidance per year based on Net (in tonnes CO_2e)

105,221
GHG avoidance per year based in Gross (in tonnes CO_2e)

22,340
Equivalent passenger vehicle off the road per year

1,739,863
Equivalent tree seedlings grown for 10 years

44,386
No. of households/families (average of 6 persons per family) supplied by RE

BDO Sustainable Energy Finance Project Map

1 **20 MW**
Alicia, Isabela

2 **70 MW**
Alilem, Ilocos Sur

3 **0.3 MW**
Bacolod

4 **140 MW**
5 **31.8 MW**
6 **19 MW**
Benguet

7 **7 ML/Y**
Brooke's Point, Palawan

8 **8 MW**
Bugasong, Antique

9 **1.8 MW**
Buhi, Camarines Sur

10 **6.8 MW**
11 **37.5 MW**
Burgos, Ilocos Norte

12 **15 MW**
Burgos, Isabela

13 **132.5 MW**
Cadiz City, Negros Occidental

14 **63.3 MW**
Calatagan, Batangas

15 **172.7 MW** NEW
Calatrava, Negros Occidental

16 **1.1 MW**
Carmona, Cavite

17 **28.6 MW**
Davao Del Sur

18 **5.2 MW**
Iloilo, Leyte, Cebu and Sorsogon

19 **12.9 MW**
Jabonga, Agusan del Norte

20 **28.8 MW**
21 **14.1 MW**
Jaisalmer district of Rajasthan, India

22 **125 MW**
Kananga, Leyte

23 **10.5 MW**
Kibawe, Bukidnon

24 **106 MW**
Kidapawan, North Cotabato

25 **30 ML/Y**
La Carlota City, Negros Occidental

26 **12 MW**
Llanera, Nueva Ecija

27 **398.3 MW** NEW
Lumban, Majayjay, and Kalalayaan, Laguna

28 **125 MW**
Lumbangan Plant, Tuy, Batangas

29 **72 MW**
Luntal Plant and Lumbangan Plant, Tuy, Batangas

30 **1.6 MW**
M. Fortich, Bukidnon

31 **140 MW**
Manito, Albay

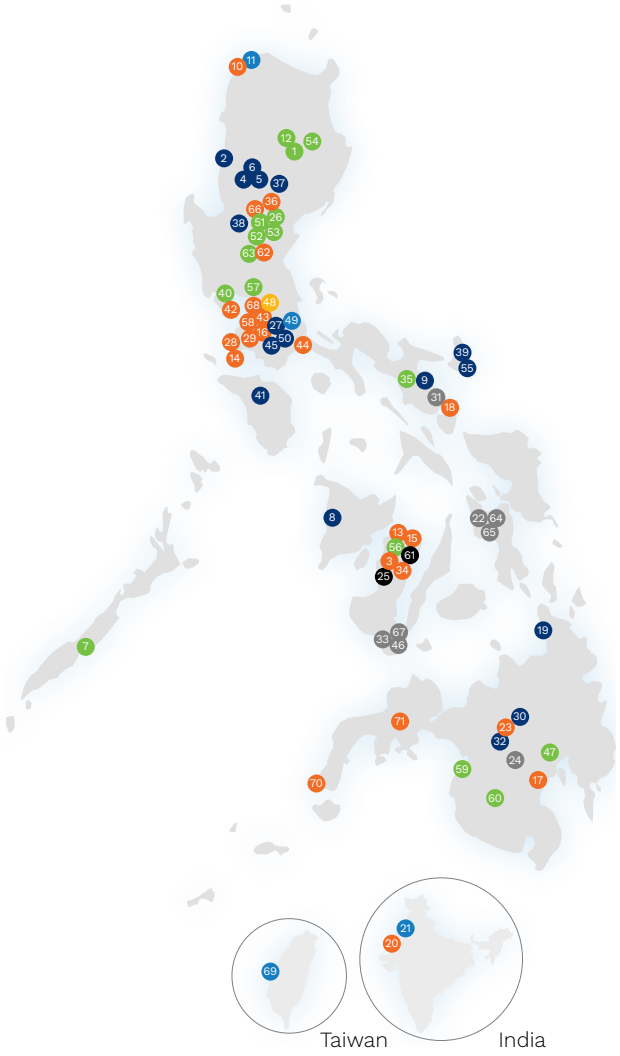
32 **2.4 MW**
Maramag, Bukidnon

33 **49.4 MW**
Nasulo, Negros Oriental

34 **45 MW**
Negros Occidental

35 **5 MW**
New San Roque, Pili, Camarines Sur

RE Project	No. of Projects	Capacity
Biodiesel	1	60ML/Y*
Bioethanol	2	44.12ML/Y*
Biomass/Biogas	16	164
Geothermal	8	1,475
Hydro	17	1,694
Solar	23	2,736
Wind	4	96
Total	**71**	**6,165 MW**



36 **1.8 MW** NEW
Nueva Ecija - Bulacan

37 **132 MW**
Nueva Ecija - Pangasinan

38 **165 MW**
Nueva Vizcaya, Aurora

39 **1.5 MW**
Obi, Catanduanes

40 **12 MW**
Orani, Bataan

41 **10 MW**
Oriental Mindoro

42 **20 MW**
Orion, Bataan

43 **0.3 MW**
Ortigas Center, Pasig City

44 **136.5 MW** NEW
Pagbilao, Quezon

45 **509.6 MW** NEW
Pakil, Laguna

46 **172.5 MW** NEW
Palinpinon, Negros Oriental

47 **0.4 MW**
Panacan, Davao City

48 **60 ML/Y**
Pasig City

49 **24 MW**
Pililia, Rizal

50 **188.2 MW** NEW
Rodriguez, Rizal

51 **12 MW**
52 **12 MW**
53 **6 MW**
San Jose City, Nueva Ecija

54 **19 MW**
San Mariano, Isabela

55 **2.1 MW**
San Miguel, Catanduanes

56 **20.6 MW**
Silay City, Negros Occidental

57 **0.3 MW**
Sta. Maria, Bulacan

58 **0.5 MW**
Sta. Rosa, Laguna

59 **15 MW**
Sultan Kudarat, Maguindanao

60 **6 MW**
Surallah, South Cotabato

61 **14.1 ML/Y**
Talisay City, Negros Occidental

62 **100 MW**
63 **2 MW**
Tarlac City, Tarlac

64 **123 MW** NEW
65 **586.4 MW**
Tongonan, Leyte

66 **0.02 MW**
Umingan, Pangasinan

67 **172.5 MW**
Valencia, Negros Oriental

68 **1.2 MW**
Western Bicutan, Taguig City

69 **20 MW**
Yunlin, Taiwan

70 **0.5 MW**
Zamboanga City

71 **0.3 MW**
Zamboanga del Sur

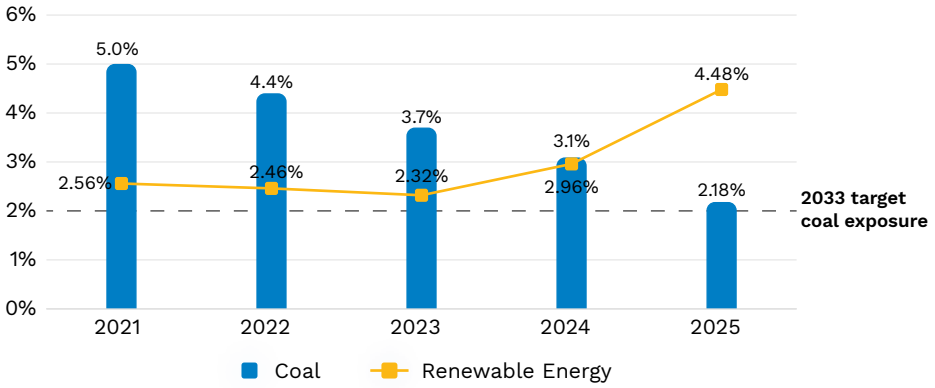
Energy Transition Finance Commitment 2-23, 2-24, 102-1, 102-2, 102-4

BDO will continue its current practice of not lending to new coal-fired power plant capacity, a practice in place since 2019. In its Energy Transition Finance Statement of 2022, BDO committed to cease lending to new coal-fired power plant capacity and reduce its coal exposure by 50% by 2033, while ensuring that its coal exposure does not exceed 2% of its total loan portfolio by 2033. New coal exposure refers to exposure to new capacity, while coal exposure refers to the term loans and does not include short-term working capital. Ultimately, BDO does not intend to finance any new capacity that will increase harmful greenhouse gas (GHG) emissions in the environment.

However, in a situation where the Philippine government implements provisional emergency measures to address an energy crisis, or to the extent that the country's energy resources can no longer meet its energy demand, BDO may reconsider extending capital for coal projects, in the interest of advancing the country's social goals. The Bank anticipates that its position on energy security in general, and on coal-related financing in particular, will evolve along the way in response to the country's economic realities, taking into consideration government's energy-related priorities and programs.

BDO will continue to apply enhanced Environmental and Social risk assessment and due diligence of customers with coal and fossil fuel investments among their businesses. In addition, the Bank will continue to engage with its clients to determine how best it can support them in their low carbon transition journey. The Bank will likewise continue to fund more renewable energy projects under its Sustainable Finance program. As part of its whole of ecosystem approach, the Bank also commits to provide access to finance to individuals and communities that will be impacted by the energy transition. For the full Energy Transition Finance Statement, see http://www.bdo.com.ph/bdo-energy transition-finance-statement.

RENEWABLE ENERGY AND COAL EXPOSURE IN LENDING PORTFOLIO (BANK-WIDE)



Supporting Evolving Consumer Preferences: Consumer Banking Group



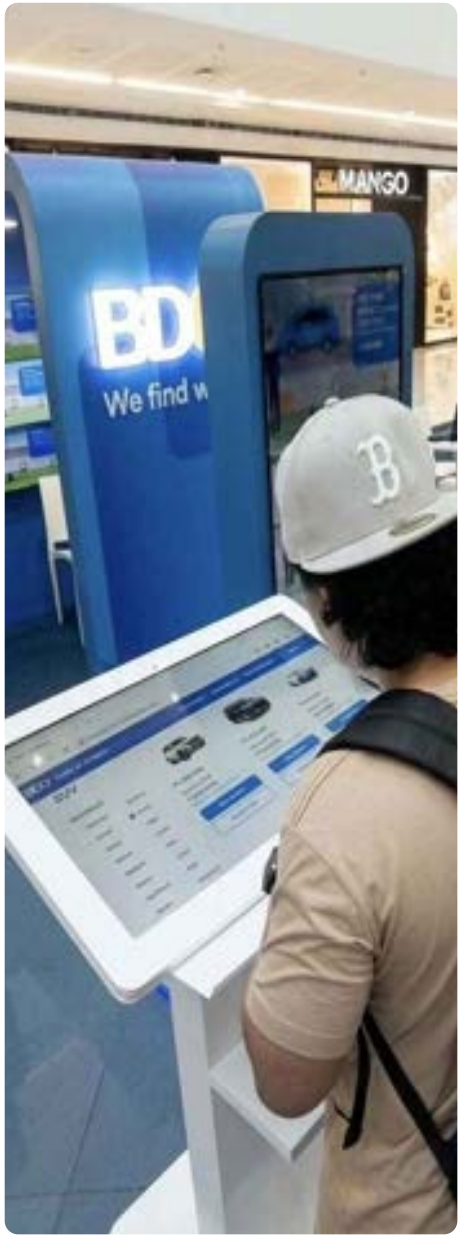
Auto Loan

In 2025, BDO Auto Loans advanced its commitment to sustainability with bold strides in green mobility and inclusive access. Auto Loans is no longer just financing vehicles; it is fueling a movement toward cleaner transportation and broader financial inclusion.

Accelerating Green Mobility

The Green Mobility Program remained at the heart of this progress. By offering preferential loan rates for new energy vehicles (NEVs), the program encourages eco-conscious ownership and accelerates the shift to low-emission transport. This initiative not only reduces carbon footprints but also makes sustainable choices more affordable.

In 2025, BDO financed 5,545 NEV units—a 128% increase from the previous year—and booked ₱7.5 billion ($128M) in NEV loans, doubling last year's auto financing volume. This growth translates to thousands of



vehicles emitting fewer greenhouse gases, helping communities breathe cleaner air and support the country's climate goals.

BDO expanded its reach through the Community Marketing Program, targeting underserved regions such as Davao in Mindanao, Bicol in southern Luzon, and Bulacan north of Metro Manila. Through localized campaigns, on-ground engagement, and tailored loan packages, the program equips communities with financial tools that enable sustainable mobility and economic participation.

Digital-First Auto Financing

Financial inclusion through digital access also gained momentum in auto financing. To reduce barriers for remote applicants, BDO introduced lower-rate incentives for online auto loan applications. This digital-first approach not only improves access but also supports sustainability goals by minimizing paper use and travel-related emissions. Every online transaction means fewer trips, less fuel consumed, and a smaller environmental footprint—proof that convenience and sustainability can go hand in hand.

In 2025, 1.7% of auto loan applications (835 of 49,233) were submitted online, up from 1.23% in 2024 (462 of 37,665), demonstrating strong adoption of digital channels and reinforcing BDO's commitment to inclusive, sustainable banking.

Together, these initiatives reflect BDO's vision of driving change, where every auto loan contributes to a cleaner environment, stronger communities, and a more inclusive future.

5,545
Financed NEV units

₱7.5 billion
2025 NEV loans

Personal Loans

BDO's Personal Loan provides flexible financing solutions for a variety of needs, including home improvement, education, travel expenses, and debt payment. With competitive interest rates and fixed monthly installments of up to 36 months, customers can manage their budgets more effectively by spreading expenses over time. This hassle-free and affordable loan option helps make financial planning simpler and more convenient for the borrower.

With BDO's extensive nationwide branch network, the Bank is able to cater to a broad and diverse range of customers. Loan amounts range from ₱10,000 to ₱2,000,000, offering suitable options for young professionals, entrepreneurs, and individuals at different life stages. By providing accessible credit and manageable repayment terms, BDO empowers customers to achieve their personal goals.

Solar Panel Financing via Credit Card

BDO Credit Cards likewise promotes access and affordability of clean, renewable energy to households through partnerships with full-service solar providers Solviva Energy and Rectify Solar Energy. Filipino families can shift to renewable power through 0% interest installment plans for up to 12 months.

This initiative supports the country's transition to cleaner energy while making solar adoption more affordable. It reflects social and environmental responsibility by empowering Filipinos to choose smarter, sustainable solutions for their homes and communities.

Home Loan

Building Responsible Homeownership

In 2025, BDO Home Loan advanced BDO's sustainability agenda through responsible lending, digital transformation, and eco-conscious housing solutions.

The program continued to include solar panel acquisition and installation as an eligible loan purpose, offered either as a standalone housing loan or as a top-up to an existing BDO housing loan. This encourages households to invest in renewable energy.

Partnerships with accredited solar suppliers are underway to make solar financing more accessible, reinforcing BDO's advocacy for clean energy and resource-efficient living. In its early rollout, the initiative has already generated ₱2.2M in bookings, marking a promising start in helping households lower energy costs and reduce carbon emissions.

Home Loan also promoted its Virtual Assist platform and institutionalized regular digital webinars, enabling clients to consult Account Officers online while reducing paper use and travel. Together, about 40% of the approved pipeline went through these digital initiatives, highlighting their growing role as core and sustainable engagement channels.

Internally, the Sustainability Challenge: Paper Bag Collection Drive gathered 660 reusable bags, which were recycled and repurposed for operational use, including the distribution of BDO merchandise to loan centers across Luzon, Visayas, and Mindanao.

Through these initiatives, BDO Home Loan advances sustainable lifestyles and responsible homeownership, while also contributing to long-term housing stability and community well-being.

₱2.2 million
Generated in bookings

Solar Panels Acquisition and Installation added as Eligible Purpose for Home Loans

Multipurpose Loan

The Multipurpose Loan (MPL) program provides entrepreneurs and established businesses with flexible financing solutions to support growth and investment opportunities. Designed to broaden access to credit, MPL offers two key facilities: Term Loan and Ready Check, each tailored to meet different business needs.

Funding Options for Every Business Need

Term Loan gives businesses the capital required for long-term investments, such as acquiring real estate, purchasing new equipment, or financing construction and renovation projects. Funds are disbursed as a lump sum, either in full or in tranches for construction requirements. Repayment is predictable through fixed monthly amortization, and with a tenor of up to 10 years, companies can plan for sustained growth with confidence.

Ready Check ensures immediate access to funds for short-term requirements. This revolving credit facility is best suited for managing seasonal inventory, covering operational expenses, and paying suppliers while awaiting customer collections.

Businesses can draw against an approved credit line via check issuance, using part or all of the amount as needed. Repayment is convenient—clients pay only on the amount used, with an option to settle the minimum due. Principal payments restore the available credit line, ensuring continuous access to funds.

The program serves a wide range of businesses, from owners planning to expand operations to companies acquiring assets or machinery and enterprises investing in new projects or ventures. By offering both long-term and short-term financing options, MPL empowers businesses to respond to opportunities and challenges with agility.

Embedding Responsible Lending

In November 2025, MPL started to implement the Bank's Environmental and Social Risk Management System (ESRMS), a milestone in embedding responsible practices into the Bank's lending operations. This system enables the team to evaluate credit proposals not only on financial merit but also on environmental and social impact.

By integrating E&S risk assessments into credit decisions, MPL reinforces its dedication to responsible banking, regulatory compliance, and long-term risk resilience. This move aligns with national sustainability goals and BDO's commitment to integrate sustainability principles in everything we do. It also strengthens the Bank's position as a proactive, values-driven lender that supports growth while significantly contributing to positive impact to communities and the environment.

Cards Issuing

BDO remains the Philippines' top credit card issuer, with 3.9 million cards in force, reflecting sustained growth in consumer adoption. This expansion is anchored on the Bank's commitment to offer unsecured loan products that provide customers with financial flexibility anytime, anywhere. A notable portion of new cards went to first-time credit cardholders, reinforcing BDO's thrust toward financial inclusion.

In 2025, we introduced the BDO HOPE Mastercard, a co-branded card with HOPE, the social enterprise behind 'HOPE in a Bottle,' which sells packaged water to raise funds for public school infrastructure in last-mile schools in remote and underserved areas. For every ₱1,000 qualified spend, BDO donates ₱5 to fund classroom construction in public schools, supporting education infrastructure nationwide. In line with our sustainability goals, this card is made from 100% recycled material, reducing plastic waste and promoting circularity. Through this partnership, BDO and HOPE aim to build classrooms that create lasting impact for Filipino learners.

Digitization and Customer Experience

Alongside purpose-driven initiatives, we are advancing solutions in line with BDO's digitization efforts. Our Customer Relationship Management (CRM)-powered online application platform, launched in 2023, continues to deliver a fast, seamless, and paperless onboarding experience. Customers can apply by clicking "Apply Now" on the BDO website or scanning QR codes at branches, partner merchants, and pop-up booths nationwide. Through this platform, we process approximately 43,000 credit card applications monthly, ensuring both a better onboarding journey and operational efficiency through secure digital storage of records.

The shift to digital consent and paperless processing eliminates manual handling and physical storage of printed copies, reducing paper consumption and accelerating turnaround time for card application processing—significantly enhancing the overall customer experience.

BDO actively encourages clients to enroll in electronic statements of account (eSOA) for enhanced security, convenience, and sustainability. As of year-end, 96% of active cardholders are enrolled in eSOA, reducing paper use and providing faster access to monthly transactions.

To improve accessibility, customers may opt to pick up their cards at BDO branches or designated courier hubs, particularly in areas with limited delivery reach or those affected by calamities, ensuring continuity of service even in challenging circumstances.





Operational Sustainability

Beyond issuance, we proactively offer lifestyle-enhancing benefits to qualified customers, including credit limit increases for greater spending power, card upgrades for enhanced rewards and privileges, and supplementary cards to share financial access with loved ones.

The Cards Acceptance Unit has transitioned to digital workflows, eliminating printed forms for requests such as additional cards, annual enhanced due diligence reviews, and employee and secured card processing.

To further reduce carbon footprint, team members are allowed to work from alternate sites closer to home, minimizing travel emissions. Additionally, as part of corporate social responsibility and sustainability programs, our teams actively participate in initiatives like the X-trash Challenge recycling program, bringing in recyclable materials from home to support waste reduction efforts.

Merchant Partnerships

Tech-Driven Green Gains

Merchant Partnerships (MP) actively advances sustainability goals by implementing innovative features in its products and services to enhance customer convenience, reduce operational costs, and align with global sustainability objectives.

Through the BDO Merchant Online Reporting System (MORS), an online portal that allows merchants to view and download daily payment transaction details for reconciliation, MP has eliminated the need for physical copies. This transition improves convenience while delivering measurable environmental and financial benefits. By removing credit notice printing, BDO significantly reduces paper usage, cutting costs and minimizing waste.

In 2025, this initiative generated estimated cost savings of ₱18 million (US$ 306.2K), calculated at an average cost of ₱0.60 per page. Beyond financial efficiency, the shift to digital reporting reduces paper waste and carbon footprint, reinforcing eco-friendly practices across merchant operations. At the same time, it enhances data security by requiring a username and password for access and by masking sensitive information such as credit card numbers. MORS also empowers merchants with secure, up-to-date access to transaction data, reducing reliance on physical documentation, and supporting BDO's broader digital transformation agenda.

This achievement reflects BDO's proactive approach to driving sustainability in 2025 - leveraging technology to minimize environmental impact while optimizing operational efficiency.

Digital Marketing to Reduce Plastic Waste

CBG Marketing strategically reallocated its budget to prioritize digital advertising, allocating 91% of ad spend for digital channels and limiting printed billboard placements to 9%, compared to 80% digital channels and 20% billboards in 2024. This shift significantly reduced reliance on single-use printed materials, such as polyethylene tarpaulins, thereby minimizing plastic use and environmental impact.

The initiative underscores the group's commitment to transitioning marketing efforts from print to digital formats. By adopting this approach, the team achieves greater flexibility, broader audience reach, and a measurable reduction in plastic waste and the Bank's carbon footprint associated with traditional printed materials.

₱18 million

Generated estimated cost savings from shift to digital reporting

₱0.60

Calculated average cost per paper



Executing Strategies for Financial Wellness: BDO Trust and Investments Group

BDO Trust and Investments Group (TIG) sustained its commitment to financial literacy in 2025, advancing efforts to promote inclusive financial growth and wellness among Filipinos. Through its dedicated wealth learning and development team, BDO TIG facilitated 31 free financial education sessions, reaching 1,995 participants from diverse sectors during the year. These seminars covered key topics such as budgeting, investing, and retirement planning.

BDO TIG recognizes that financial literacy empowers individuals to make informed decisions and achieve financial independence at every life stage. Its education initiative encourages Filipinos to build a habit of saving and eventually transition into confident investors equipped with the knowledge to secure their financial future. By leveraging both digital platforms and in-person sessions, BDO TIG delivered training nationwide, ensuring broader and more seamless access to its programs.

Start Small, Grow Big with Easy Investment Plan

The BDO Easy Investment Plan (EIP) allows individuals to regularly and automatically invest a portion of their savings in Unit Investment Trust Funds (UITFs), fostering the discipline of consistent investing to build wealth and achieve long-term financial goals. With EIP, clients can start investing for as little as ₱1,000 per month (or US$200 for dollar-denominated UITFs), gaining access to diversified portfolios of securities such as bonds and equities that typically require higher minimum investments. By offering a simple and flexible way to invest, EIP empowers Filipinos to begin their investment journey and participate in long-term financial growth through their chosen UITF.

Personal Equity and Retirement Account for Building Long-Term Security

BDO TIG emphasizes the importance of long-term financial planning to ensure retirement stability, especially in the Philippines where government pension benefits often fall short of covering living and healthcare expenses later in life. To help address this gap, Retirement Planning is a core module in BDO TIG's Financial Literacy Program, equipping Filipinos with the knowledge to prepare for life beyond employment.

BDO TIG is the first trust entity accredited by both the Bangko Sentral ng Pilipinas (BSP) and the Bureau of Internal Revenue (BIR) as an administrator of the Personal Equity and Retirement Account (PERA)—a voluntary, long-term retirement savings account designed to supplement benefits from the Social Security System, Government Service Insurance System, and employer-sponsored retirement plans.

PERA offers exclusive tax advantages, including a 5% annual tax credit on contributions, tax-exempt investment earnings, and exemption from estate tax. Through PERA, BDO TIG promotes a proactive approach to retirement planning among Filipinos.

Since its launch in 2016, BDO TIG has led efforts to make PERA more accessible. In 2017, it introduced the country's first PERA Online facility, simplifying account opening for contributors. Today, BDO TIG continues to expand market reach by partnering with employers to adopt PERA as part of their employee benefit programs. Through roadshows and consultations, BDO TIG helps organizations implement retirement solutions that are cost-efficient and tax-advantaged, while supporting employee retention and financial well-being. This reflects BDO's broader advocacy for financial wellness and inclusion.

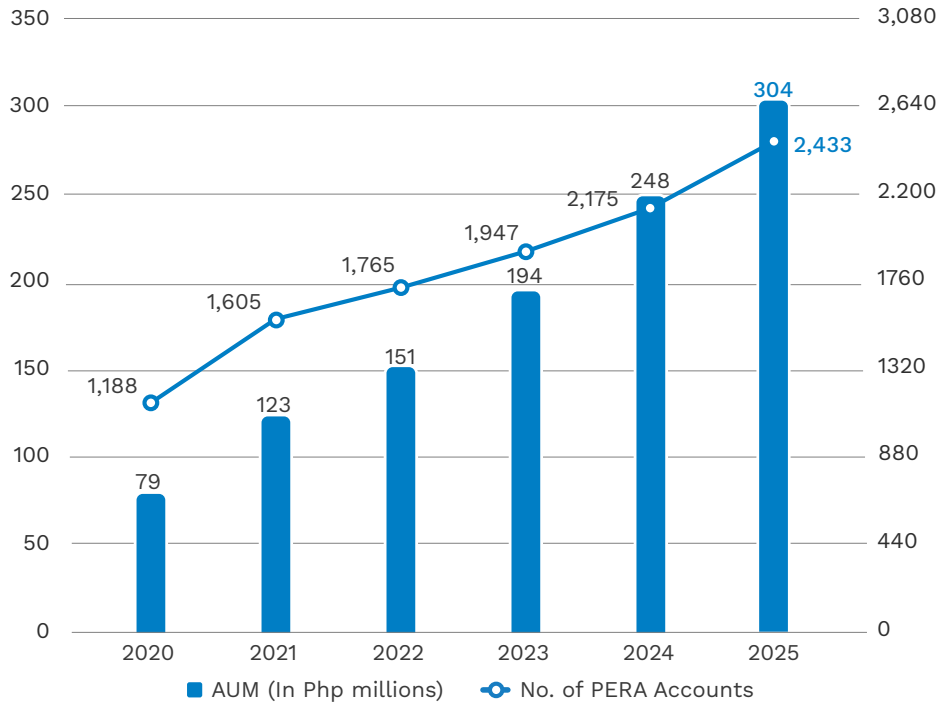
Easy Investment Plan by the Numbers

Assets	₱3,289.50 billion Assets under Management	21,800 Number of EIP Clients	
Gender	40% Male	60% Female	
Area	38% Metro Manila	35% Provincial	27% Invest Online

In 2025, the Capital Markets Efficiency Promotion Act (CMEPA) provided additional incentives for private employers to help employees build retirement savings through PERA. Employers who contribute an amount equal to or greater than their employee's contributions, subject to annual PERA limits, may claim an additional 50% deduction from gross income. BDO TIG leverages this development to drive greater PERA adoption and encourage stronger participation from private companies.

As of end-2025, PERA Assets Under Management (AUM) reached ₱304.36 million, growing by 22.81% or ₱56.52 million. The number of PERA contributors also rose by 11.86%, bringing the total to 2,433. BDO TIG continues to see strong growth as more Filipinos recognize PERA's value in securing their financial future.

PERSONAL EQUITY AND RETIREMENT ACCOUNT



ESG Equity Fund for Investing with Impact

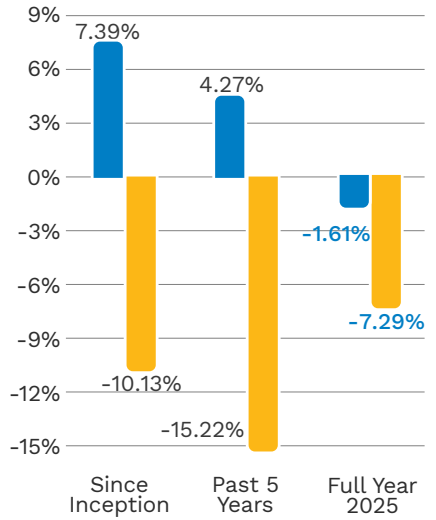
BDO TIG is among the earliest adopters of Environmental, Social, and Governance (ESG) in the Philippine fund management industry, becoming the first entity to formally integrate ESG considerations into its investment products through the BDO ESG Equity Fund—the country's first ESG-themed UITF. The Fund supports companies that demonstrate strong sustainability practices and responsible corporate behavior. It follows ESG investment guidelines set by the International Finance Corporation (IFC) and excludes companies engaged in alcohol or tobacco, gaming, mining and oil exploration, coal-dependent power generation, and those with unethical business conduct. The Fund's holdings are reviewed monthly to ensure continued alignment with ESG criteria.

BDO TIG actively promotes the Fund to clients, including schools, foundations, religious organizations, associations, and other non-profit groups seeking investment portfolios aligned with their mission and values. The Fund aims to deliver long-term capital growth by investing in companies that exemplify ESG principles while supporting broader sustainability objectives. Through the BDO ESG Equity Fund, BDO TIG reinforces its commitment to offering value-driven investment solutions that align financial growth with positive societal impact.

As of end-2025, the Fund's net asset value stood at ₱167.01 million, reflecting a decline mainly due to broader equity market sentiment amid investor concerns over macroeconomic and political factors. Despite this environment, the BDO ESG Equity Fund outperformed the Philippine Stock Exchange Index (PSEi) by 5.68% in 2025. Over the long term, the Fund has delivered positive returns of 4.27% over the past five years and 7.39% since inception, compared to the PSEi's returns of -15.22% and -10.13%, respectively.

₱167 million
Fund's net asset value

BDO ESG EQUITY FUND PERFORMANCE RETURN



Advancing Sustainable Investments for Impact: BDO Treasury Group

The BDO Treasury Group reinforced its commitment to the Bank's Sustainable Finance Framework by expanding investments in green, social, and sustainability-linked bonds from local and international issuers. In 2025, despite bond maturities in the prior year, the Group increased its holdings to 17 labeled issues, up from 14 in 2024. Investment size grew by 30% year over year.

Where eligible bonds exist, the Group prioritizes issuers that align with the United Nations Sustainable Development Goals (SDGs) and uphold strong Environmental, Social, and Governance (ESG) standards.

Preference is given to investments and issuers that demonstrate transparency in their sustainability frameworks and disclose the use of proceeds, project evaluation and selection processes, fund management, and impact reporting. These bonds finance a range of eligible blue, green, and social projects and initiatives.

To strengthen portfolio resilience, the Group requires sustainability risk assessments of its bond holdings. In line with the Bank's commitment to rigorous ESG evaluation, issuers undergo an in-depth environmental and social risk review using an internally developed rating tool. This framework supports ongoing monitoring of issuer controversies, ESG performance, and progress toward stated sustainability objectives. The assessment ensures all investments remain within the Bank's defined Environmental and Social Risk Management System (ESRMS) framework and tolerance thresholds across industries and regions.

The Group is collaborating with other departments to build a more dynamic and accountable system for monitoring and evaluating new and existing investments against ESG performance.

Moving forward, the Treasury Group will continue to pursue sustainability-linked bonds that comply with the Bank's investment guidelines and exclusion list. It aims to broaden its universe of ESG-compliant issuers to diversify exposure across sectors and geographies. With renewed confidence in the Bank's sustainability framework and the portfolio's resilience to sustainability risks, the Group is committed to further increasing its exposure to ESG-labeled investments.



Wealth Stewardship for Tomorrow: BDO Private Bank

BDO Private Bank (BDOPB) actively leverages sustainability initiatives suited to its products, services, and client profile. In pursuing its sustainability goals, the Bank aligns fully with its parent, BDO Unibank, by adopting a structured approach to managing environmental and social (E&S) risks. To this end, BDOPB implements the BDO Unibank Environmental and Social Risk Management System (ESRMS), which enables the identification, assessment, and management of E&S risks across its lending and investment activities, as well as its day-to-day operations.

Integrating Sustainability Principles

To better integrate sustainability principles and achieve its environmental and social goals, BDOPB adopts a three-pronged approach: through products and services, through client engagement, and through internal policies and processes.

Investments in Sustainable Development and Responsible Banking

Through its open-architecture platform, BDOPB provides access to green, social, and sustainability-linked financial instruments. In 2025, clients' investments in green and sustainability bonds reached ₱21 billion, compared to ₱20 billion in 2024. BDOPB clients also participated in BDO's oversubscribed ASEAN Sustainability Bond issuances, with proceeds earmarked for renewable energy, green buildings, energy distribution infrastructure, water management, employment generation, and food security projects.

BDO Private Bank was honored as the Philippines' Best for Sustainability at the Euromoney Private Banking Awards 2025, underscoring its strong commitment to responsible banking and the integration of sustainability, human rights, and governance principles into its operations. The Bank affirms its commitment to national sustainability standards by allocating ₱357 million of its lending portfolio in 2025 to agriculture, fisheries, and rural development (AFRD)–qualified projects that promote inclusive economic growth in rural communities.

The LEAD program—which stands for Lead. Excel. Accelerate. Defy Gravity.—has successfully trained a new generation of wealth managers in ethical and responsible wealth management, reinforcing the Bank's commitment to embedding sustainability into its corporate ethos and leading the way in responsible banking with a lasting positive impact on the environment and society.

Reducing Operational Impact

BDOPB has embedded processes to manage and reduce its carbon footprint, lower energy, water, and fuel consumption, minimize waste—especially paper—and promote reuse and recycling of non-hazardous materials, alongside the safe disposal of hazardous waste in all offices. In 2025, BDOPB marked a 12% reduction in energy and water consumption compared to the previous year, while continuing to track and report these metrics to its parent, BDO Unibank. Employees are also encouraged to support these efforts through volunteer programs, in-house recycling, waste segregation, and energy-saving initiatives.

With this strategy, BDOPB is well-positioned to promote sustainable growth and build strategic resilience—anchored on good governance and guided by accountability, transparency, integrity, and fairness.

Employee Volunteerism

In 2025, BDOPB employees participated in the BDO Employee Volunteer Program through the Rescue Kitchen Volunteer Activity where they prepared, cooked, and distributed good quality surplus food to underprivileged communities. Rescue Kitchen is part of BDO's ongoing partnership with Schools of Sustenance (SOS), a non-government organization dedicated to tackling food waste and food security in Southeast Asia.

Philippines' Best for Sustainability at the Euromoney Private Banking Awards 2025

₱21 billion

Clients' investments in green and sustainability bonds

₱367 million

2025 allocated lending portfolio to agriculture, fisheries, and rural development (AFRD)



Innovating the Capital Markets with Sustainable Financing: BDO Capital

The issuance of sustainability-related financial instruments has been gaining traction in the ASEAN market, growing fifty-fold over the last decade. As of 13 May 2025, a total of US$60.81 billion in ASEAN-labelled Green, Social, Sustainability, and Sustainability-linked Bonds ("GSS+ Bonds"), excluding non-labelled, specifically aligned issuances, had been successfully launched in the region. Sustainability bonds accounted for 66%, or US$40.33 billion, of the total, while green bonds contributed 22%, or US$13.09 billion. Thailand was the top issuer with US$25.67 billion, followed by Malaysia with US$15.57 billion. The Philippines came in third with US$14.25 billion, based on May 2025 data compiled by Sustainable Finance Institute Asia from AsianBondsOnline and ASEAN Capital Markets Forum sources.

In the Philippines, a total of 46 sustainable finance bonds were issued from 2017 to 2024, amounting to US$15.30 billion, with sustainability bonds accounting for 60%, or US$9.19 billion, of the total, based on the Philippine Sustainable Finance Market Update 2024 issued by the Congressional Policy and Budget Research Department (April 2025). Proceeds from the issuances were used to fund affordable basic infrastructure, access to essential services, employment generation, and socio-economic advancement and empowerment. Green bonds followed, accounting for 30%, or US$4.55 billion, of the total, and were geared toward financing renewable energy projects, water and wastewater management, pollution prevention, and green buildings.

The increasing trend in GSS+ bond issuances in the country reflects the strong support and continuing tripartite efforts of issuers, investment banks, and lender-banks working together to provide clients with sustainable financing solutions while maintaining target returns. Deals are structured to integrate ESG principles, reduce carbon footprint, and support a cleaner, greener, and more sustainable environment.

Following BDO's lead in promoting sustainable financing in line with the Bank's Sustainable Finance Framework, BDO Capital & Investment Corporation (BDO Capital) applies ESG factors, as necessary, to its underwriting, arrangement, and advisory services, with particular focus on the environmental, social, and governance impacts of the transactions it brings to the market.

BDO Capital promotes green and sustainable finance initiatives through its underwriting of green, blue, and social bonds, as well as the arrangement of term loans and acquisition and project financing and advisory for projects that support investments in renewable energy, green buildings, and other infrastructure aligned with the country's transition to a more sustainable mode of economic development.

Among BDO Capital's most significant sustainability-themed transactions in 2025 are the following:

Renewable Energy (Solar and Wind)

- MTerra Solar Philippines, Inc. (owned by the Meralco Group) secured a ₱150 billion project financing loan facility to partially finance the construction and development of a 3,500-MW solar power plant with a 4,500-MWh battery energy storage system component located in Nueva Ecija and Bulacan. The project is the world's largest integrated solar and battery storage facility and represents the largest project financing loan facility in the Philippines to date. BDO Capital acted as sole mandated lead arranger and bookrunner. The MTerra Solar transaction was recognized by Project Finance International as Asia Pacific Solar Deal of the Year and by Finance Asia as Best Project Finance Deal in the Philippines for 2025, with a high commendation as Best Syndicated Loan Deal.
- Citicore Solar Quezon Inc. secured up to ₱11.08 billion in project loan facilities to partially finance the development, construction, and operation of a 292.5-MW ground-mounted solar power generation plant and related transmission facilities located in the Municipality of Pagbilao, Quezon. Project offtake will be supported by a 20-year power purchase agreement under the second Green Energy Auction Program, with commercial operations expected to commence in 2026. BDO Capital acted as mandated lead arranger.
- Wayu Energy Philippines, Inc. secured a ₱425 million term loan facility to refinance the acquisition of various solar rooftop projects and fund other fees and costs relating to the facility. BDO Capital acted as mandated lead arranger.

Energy Transition and Grid Reliability

- Cascade Power Inc. ("Cascade") secured a ₱47.07 billion acquisition financing facility for the purchase of a 60% ownership in First Gen Corporation's gas assets, including the 1,000-MW Santa Rita Gas Plant, the 500-MW San Lorenzo Gas Plant, the 450-MW San Gabriel Gas Plant, the 97-MW Avion Gas Plant, the proposed 1,200-MW Santa Maria Gas Plant, and an offshore LNG terminal. Cascade is a subsidiary of Prime Infrastructure Capital, Inc., the infrastructure arm of tycoon Enrique K. Razon. The transaction supports the country's energy transition by enabling investment in flexible, lower-carbon gas assets that enhance grid reliability and facilitate renewable energy integration. BDO Capital acted as mandated lead arranger and bookrunner.
- Olympia Violago Water & Power Inc. secured a ₱63.74 billion project finance facility to construct and operate a 600-MW pumped storage hydroelectric power plant in Rodriguez, Rizal, adjacent to the Upper Wawa Dam. The plant is designed to operate 23.5 hours per day—with 10 hours of power generation and 13.5 hours of pumping. It has been

awarded a 20-year power purchase contract under the third Green Energy Auction Program, with completion expected in January 2030. BDO Capital acted as mandated lead arranger and bookrunner.

Sustainability Bonds

- BDO Unibank, Inc.'s ₱115 billion fixed-rate ASEAN sustainability bonds due in 2027, where BDO Capital acted as advisor. Proceeds from the bond issuance will be used by the Bank to support its lending activities and diversify funding sources and will be allocated to finance and or refinance eligible assets as defined in the Bank's Sustainable Finance Framework.

Financial Inclusion and SME Financing

- Esquire Financing Inc. ("EFI") secured a ₱10 billion revolving working capital facility, of which ₱1.2 billion was drawn in July 2025. EFI's mission is to support entrepreneurs and small and medium enterprises through tailored financial solutions. The company aims to serve the Philippines' approximately 1.1 million emerging small enterprises, 110,000 small enterprises, and 4,800 medium enterprises, primarily through unsecured business loans and rediscounting facilities. BDO Capital acted as sole arranger.

Inclusive Capital Markets Participation

- The Republic of the Philippines (RoP) issued ₱507.16 billion in Retail Treasury Bonds through the Bureau of the Treasury ("BTr"). With a minimum investment amount of ₱5,000, the RTBs provide opportunities for small investors to participate in a low-risk, higher-yielding instrument, relative to deposits, while supporting the government's priority projects in health, education, infrastructure, and agriculture. To further expand participation and improve public awareness, additional locations were included in regional roadshows, and online financial literacy sessions were conducted for overseas Filipino communities, domestic retail investors, and other institutions, including local cooperatives and schools. The RTBs were made available through both traditional banking channels and digital platforms, including the BTr Online Trading Facility, the Bonds.PH mobile application, the Overseas Filipino Bank and Landbank mobile banking applications, the Philippine Digital Asset Exchange, and, most recently, GCash through the GBonds function, to ensure convenient access for investors. BDO Capital acted as joint issue manager.
- The Republic, through the Bureau of Treasury, conducted the inaugural offering of ₱300.0 billion in 10-year Fixed Rate Treasury Notes (FXTNS). The issuance provided an opportunity for investors other than Government Securities Eligible Dealers (GSEDs), including corporates, cooperatives, trust funds, retirement funds, provident funds, and other institutional investors, to subscribe to FXTNs, which are traditionally offered only to GSEDs through auction. The offering also provided the market with an alternative long-term investment channel while supporting the government's priority projects in healthcare, agriculture, infrastructure, and education. BDO Capital acted as joint issue manager.

There remains significant opportunity for sustainable financing as the Philippines transitions to green, renewable, and potentially clean energy. Financing environmentally and socially responsible projects requires substantial capital investment and continued support from both the government and private sectors, which must work hand in hand to adapt to climate change and pave the way for a cleaner and greener environment.



Building Investor Knowledge and Market Participation: BDO Securities

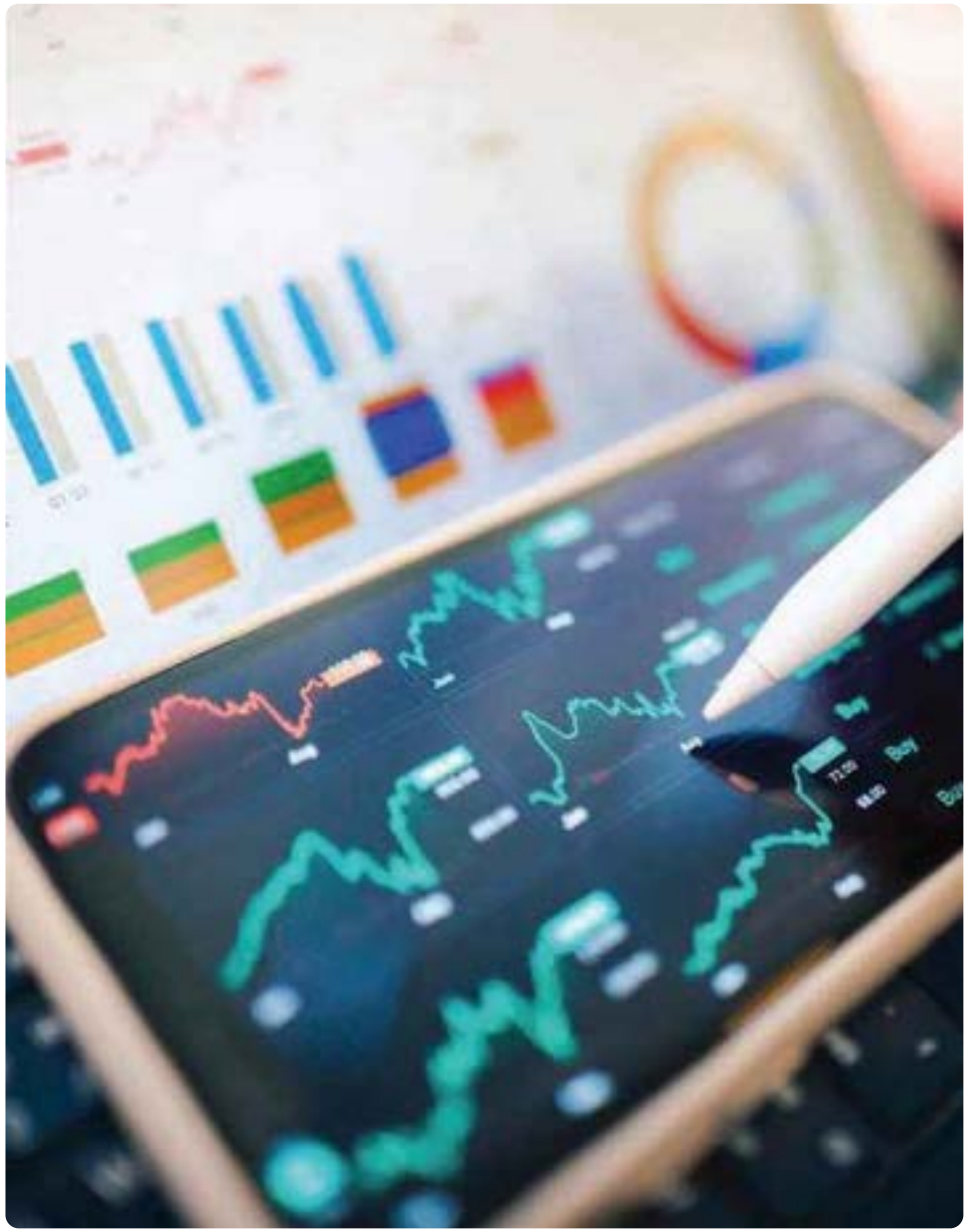
BDO Securities Corporation (BDO Securities) is a Securities and Exchange Commission-licensed broker-dealer and a Trading Participant of both the Philippine Stock Exchange (PSE) and the Philippine Dealing & Exchange Corporation (PDEx).

BDO Securities provides brokerage services through online and mobile platforms, as well as broker-assisted channels. Clients gain access to local equities, including common shares, preferred shares, and real estate investment trusts, along with local and global mutual funds and fixed-income securities, including Philippine peso (PHP)- and United States dollar (USD)-denominated corporate and government bonds, money market instruments, and multi-asset securities.

To promote financial literacy and help clients make informed decisions, BDO Securities publishes daily, weekly, and monthly research reports offering market insights and company metrics. The team also offers learning resources such as webinars, tutorials, and reading materials on its website. These resources guide both novice and experienced investors in navigating the market. Specialized series include sessions on PSE-listed companies' plans and prospects, as well as practical guides to stock market investing.

TradeTalks Webinars provide an interactive venue for investors at all experience levels to learn about market trends. In 2025, BDO Securities reached approximately 1,800 participants through its TradeTalks Webinars, expanding access to market education and supporting informed investment decisions. Guest speakers and hosts discuss timely topics, answer questions, and gather feedback from participants.

For beginners, the Tutorial Series covers fundamentals such as risk and return, asset allocation, diversification, technical analysis, and platform navigation. The Corporate Series connects clients with management teams of PSE-listed companies to discuss business strategies and outlooks. Meanwhile, the Outlook Series delivers updates and forecasts on the Philippine stock market and key sectors from BDO Securities' Research Team.



TradeTalks Webinars

TUTORIAL SERIES

April 30, 2025

Technical Analysis for Beginners

Learn when to take a position, and when to let go using Technical Analysis.

May 14, 2025

What Type of Trader Are You?

Are you a momentum trader, a swing trader, a day trader, or have yet to figure it out? Learn more about the different types of traders and what fits you best in this webinar.

May 29, 2025

Easy Trading Techniques

Unlock 'Easy Mode' for your next trade. Discover the different trading strategies directly from BDO Securities' Technical Analyst. Learn about short-term trading strategies and how to apply them to maximize your profits in the stock market.

June 11, 2025

A Beginner's Guide to Fundamental Analysis

New to investing? This beginner-friendly webinar breaks down the essentials of fundamental analysis - one of the most trusted methods for evaluating stocks.

July 16, 2025

Dividend Investing Made Simple

Watch and discover how to identify high-quality dividend stocks, strike the right balance between income and long-term growth, and build a resilient portfolio that delivers consistent returns.

September 17, 2025

Beginner's Guide to Investing

Gain the knowledge you need to navigate the stock market and the BDO Securities online trading platform.

October 8, 2025

Step-by-Step Guide to Easy Online Trading

Discover how online trading can be as easy as 1-2-3 with BDO Securities! Experience a hands-on walkthrough of the BDO Securities Online Trading platform from setting up and navigating your account to finding and executing informed trades.

November 26, 2025

From Beginner to Investor: A Guide to Online Trading

Want to start investing but not sure where to begin? Discover how simple it can be to start your investing journey with BDO Securities. Be guided every step of the way, from setting up your account to finding investment ideas and making your first trade.

CORPORATE SERIES

February 27, 2025

OceanaGold (Philippines), Inc. (OGPI)

Hear from OGPI's management team as they talk about the latest developments about their business.

March 25, 2025

Top Line Business Development Corp (TOP) Investor Briefing

Get to know Top Line, a Cebu-based company engaged in commercial fuel trading that will soon debut in the Philippine stock market. Join us as the company's management team discusses their business model, prospects, and plans related to their upcoming Initial Public Offering (IPO).

April 2, 2025

SM Prime Holdings, Inc. (SMPH)

Join us as SMPH's head of Investor Relations talk about the latest developments, challenges, strategy, and plans of one of the country's top developer and mall operator.

July 10, 2025

Filinvest Development Corporation (FDC)

Join us for the next TradeTalks Corporate Series webinar and hear directly from FDC's top executives as they share the latest updates and developments about the company.

September 4, 2025

DigiPlus Interactive Corp. (PLUS)

Stay in the know! DigiPlus Interactive, Corp. is the next featured guest in BDO Securities TradeTalks webinar. Learn more about the company, their expansion plans, and their strategy on how to navigate the risks looming in the online gaming arena.

October 21, 2025

Maynilad Water Services Inc. (MYNLD)

Hear from the leadership team of Maynilad Water Services, Inc. Gain valuable insights into the company's operations and wastewater projects as they serve the West Zone of the Greater Metro Manila area in the Philippines.

November 20, 2025

Converge ICT Solutions, Inc.

Gain firsthand updates from the leadership team of Converge! Discover the company's latest business performance, strategic initiatives, and growth outlook as they navigate the connectivity space in the Philippines.

OUTLOOK SERIES

January 30, 2025

Banking and Property Sector

Watch and learn as our analysts discuss the latest updates, key market insights and stock picks for the banking and property sectors.

February 11, 2025

Future of Power

Learn as our analyst delves into the latest trends, key drivers, and pressing challenges that are shaping the power industry.

February 20, 2025

Philippine Telecoms: Bridging the Broadband Gap

Watch and learn as our analyst discuss the latest updates, key market insights and stock picks for the Telecom sector.

March 13, 2025

Decoding the Charts

Watch our technical analyst analyze the charts of trending stocks and research top picks.

June 4, 2025

Where are Philippine Stocks Headed?

Get the latest outlook and forecast of the BDO Securities Research Team on the Philippine stock market.

July 2, 2025

REITs Made Easy: A Beginner's Guide to Earning Stable Dividends

Curious about earning passive income through real estate without owning property? Watch and learn how REITs provide stable dividends and discover which companies are leading the way.

August 13, 2025

Charting the Philippine Market

Dive deep into the Philippine stock market through the lens of technical analysis. Discover key chart patterns, trend signals, and market momentum indicators that could shape the next moves of the PSEi.

September 5, 2025

What's Next for Philippine Stocks?

Our research analysts discuss key market highlights, their latest outlook on the stock market and how to find opportunities amidst uncertainties.

October 29, 2025

Decoding the Charts

Watch our technical analyst analyze the charts of trending stocks and research top picks.

November 12, 2025

A Simple Guide to Philippine Market Trends

Stay ahead of the curve with a clear and simple look at where the Philippine market might be headed. This beginner-friendly webinar offers a straightforward overview of current market trends using technical analysis tools.

December 4, 2025

Philippine Stocks: Poised for Growth or More Turbulence?

Curious about what's next for the Philippine stock market? Explore the trends, risks, and opportunities that could shape the months ahead. Dive into whether PH stocks are poised for growth or facing more turbulence.

December 10, 2025

Charting the Road Ahead for PH Stocks

Ready to see where the charts are pointing next? Let's break down the technical signals driving the PH market and reveal what the charts are saying about our top stock picks.

BDO Securities aligns with BDO's Sustainable Finance Framework and ESG initiatives. Through financial literacy programs, the Company equips clients and prospective investors with knowledge to diversify their portfolios beyond single-asset investments. This approach enables them to include equities, fixed-income instruments, and funds, providing opportunities for enhanced returns while managing market volatility.

Preparing for Life's Unexpected Turns: BDO Life

When it comes to their loved ones, breadwinners strive to provide the comforts their hard-earned money can afford—the security of a home, the dependability of a vehicle to get to work and take the children to school, and the stability of a lifestyle, built through years of perseverance. These aspirations guide every choice they make, all driven by the desire to offer their family the best life possible.

Renato Vergel De Dios, President and CEO of BDO Life, captures this sentiment clearly: "Seeing our loved ones happy and secure inspires us and fills us with joy. It compels us to provide them with every opportunity to realize their dreams, no matter what the future may bring."

Yet in pursuing these goals, many tend to overlook the need for a contingency plan. Illness, accidents, or sudden death can derail even the most carefully laid plans. Without a safety net, these events can undo everything the breadwinner worked so hard to build.

Life insurance is often dismissed as just another expense. Yet to those who have experienced loss, it is the safeguard—the Plan B—that keeps dreams intact when life takes an unexpected turn.

According to an August 2025 press release of the Philippine Insurance Commission, insurance penetration as of June 2025 stood at 1.79% of the Philippine gross domestic product (GDP). While this reflects a slight improvement from the previous year, it remains far below the global average of 7%. Individual coverage is also low. An August 2025 trend report from Inquiro.ph—an analytics and insights platform—shows that only 28% of Filipinos hold any form of life insurance, with adoption remaining negligible in many rural communities due to limited access to products designed for low-income groups.

Driving Insurance Awareness Locally

In early 2025, BDO Life launched the campaign "Tuloy ang Plano" which means "Keep the Plan Going" to expand awareness in underserved regions. Using out-of-home advertising and regional radio placements in local languages, the campaign strengthens trust and familiarity among provincial audiences—key factors in improving financial inclusion.

A post-campaign study conducted in May 2025 through the BDO Life Project Lift Ad Effectiveness Research showed a 10% year-on-year increase in brand awareness in the Philippine regions of Visayas and Mindanao. Nationwide, Unaided Brand Awareness (UBA) for BDO Life rose from 24% in 2024 to 33% in 2025, according to the same study. In addition, the total number of in-force policies grew 9% year-on-year, indicating progress in bridging the protection gap.

In the second half of 2025, the "Kids" Campaign reframed the Plan B message through the perspective of policyholders' children. This narrative highlights insurance as a tool for continuity, preserving family plans, and ensuring stability for future generations.

Expanding Access for Underserved Markets

BDO Life's commitment to inclusion began with its partnership with BDO Network Bank to launch the Kabalikat Plan in July 2022. Kabalikat translates to "a partner in work (or in life)." By the end of 2025, the plan sold 148,244 units (43% vs previous year) and insured 153,342 lives, reflecting strong demand among underserved segments.

To further diversify offerings, BDO Life introduced three complementary products in 2025:

- Kabalikat ng Pamilya (meaning Family Partner) – launched in February, provides accident insurance with hospital confinement and burial assistance for only ₱1,500 per year, covering up to five family members. 7,163 families have been covered in 2025.
- Group Kabalikat Plan (meaning Group Partner) – launched in September, offers similar benefits for ₱500 per employee per year, supporting employee welfare and aligning with BDO's social responsibility goals.

These initiatives demonstrate that affordable, accessible products can narrow protection gaps further and strengthen financial resilience in vulnerable communities.

Reimagining Customer Onboarding

BDO Life introduced eSignature in March 2025 to make onboarding more convenient while reducing environmental impact. This online platform enables Financial Advisors and clients to complete transactions without paper, delivering measurable sustainability benefits.

By eliminating printing, eSignature reduces paper and ink waste and lowers energy consumption. It also minimizes courier services and physical document handling, which helps reduce carbon footprint. Environmental gains aside, eSignature enhances data security and governance by reducing risks associated with mishandled documents. Finally, it improves operational efficiency by cutting down on manual tasks, freeing Financial Advisors to focus on value-adding customer engagement.

Early adoption shows promise: 51% of equipped Financial Advisors have used eSignature. To accelerate progress, the Bancassurance Support Team is investing in more signature pads to achieve full coverage by Q1 2026.

BDO Life's purpose lies at the heart of every initiative: to provide affordable insurance coverage for breadwinners and to protect the dreams of those who rely on them. By reaching underserved communities, creating inclusive products, innovating through technology, and championing financial security, BDO Life contributes to a future where every Filipino can proudly say "Tuloy ang Plano."



Advancing Risk Solutions for Sustainable Assets and Operations: BDO Insure

BDO Insurance and Reinsurance Brokers, Inc. (BDOIRI) is the leading insurance broker in the Philippines, recognized as a benchmark for excellence and trusted by stakeholders. This leadership strengthens its domestic reputation and positions BDOIRI as a potential player in the global insurance and risk management landscape. Its current standing highlights the elements that shape its sustainability framework—a partner in resilience and adaptation, a trusted risk advisor, a conduit for critical data, a market innovator, and an internal change agent.

BDOIRI serves 222,273 individual clients and 55,926 corporate clients, generating a total premium of ₱7.71 billion in 2025.

BDOIRI achieved a total premium production of ₱10.3 billion for the year 2025, which includes new policies, renewals, and endorsements. The generated premium of ₱7.71 billion is attributed to 222,273 individual clients and 55,926 corporate clients. Policies issued may include specific items that require additional coverage, and additional endorsements that incurred extra premiums. The difference between the total premium and the generated premium reflects these additional charges, amounting to ₱2.59 billion.

Partners in Resilience and Adaptation

Natural disasters disrupt businesses by damaging property and infrastructure, breaking supply chains, and causing immediate economic losses.

In 2025, claims related to natural disasters rose significantly as the Philippines experienced more intense impacts of climate change. By the end of December 2025, BDOIRI reported 2,774 claims from floods, typhoons, and earthquakes. Of these, 9.62% were due to flooding, 43.73% to earthquakes, and 46.65% to typhoons. Notably, no claims were filed under parametric coverage during this period.

To strengthen resilience and adaptation, BDOIRI focused on key areas such as expanding access to innovative insurance solutions, facilitating swift recovery for communities and businesses affected by disasters.



Expanding Access to Insurance

In 2024, BDOIRI secured approval from the Insurance Commission for its reinsurance operations, enabling direct communication with international reinsurers. Implemented in 2025, this initiative addresses the "insurance gap" or the disparity between total economic losses and insured losses from disasters.

Parametric insurance helps close this gap by providing pre-agreed payouts when a trigger event occurs, regardless of actual physical loss. This ensures policyholders receive funds for deductibles, operational costs, or urgent needs.

BDOIRI introduced innovative products such as parametric insurance and supported green energy projects, including floating solar coverage, hydropower storage plants, and renewable energy companies. Local insurers often lack capacity for such coverage due to high financial exposure, making BDOIRI's role critical.

Contributing to Policy

BDOIRI has consistently ranked as the leading local insurance broker in the Philippines, based on annual evaluations by the Insurance Commission. This ranking reflects the depth of data BDOIRI provides, which informs stronger insurance policies and aligns risk management practices with banking standards.



Facilitating Recovery

Insurance payouts are vital for swift financial assistance after disasters, enabling faster economic and social recovery. BDOIRI's claims team includes 35 handlers and three team leaders, specializing in property, liability, and recovery claims.

In 2025, the team processed 2,774 disaster-related claims, compared with 2,225 claims in 2024, covering earthquakes, floods, and typhoons. The total value of claims amounted to ₱1.43 billion in 2025, versus ₱1.67 billion in 2024. Settlements facilitated with insurance partners reached ₱392.88 million, compared to ₱995.63 million in the previous year, while the remaining claims are in active documentation and evaluation.

In addition, 40 electric vehicle claims were successfully filed and resolved during the year. Overall, these results demonstrate the team's strong capability to manage

climate-related losses while effectively adapting to emerging, technology-driven claim types.

Risk Advisors and ESG Data Conduits

BDOIRI advises clients on the financial implications of Environmental, Social, and Governance (ESG) factors—such as climate change, supply chain vulnerabilities, and social inequality—that may affect their operations and reputation. This advisory support is provided for specified clients, based on client requirements, and is delivered through risk engineering surveys and risk reviews conducted by BDOIRI's Risk Engineers.

The multidisciplinary risk engineering team includes two mechanical engineers, two civil engineers, one electrical engineer, and one mechatronics engineer, all trained in risk assessment. Findings from these engagements are documented in Risk Engineering Survey Reports and, where applicable, translated into Loss Control Recommendations issued to specific clients to support risk mitigation and informed insurance underwriting.

Leveraging this expertise, BDOIRI applies risk engineering to ensure projects and operations remain resilient to climate change, resource scarcity, regulatory shifts, and social expectations. In 2025, its engineers assessed 182 sites, issuing Loss Control Recommendations to 148 (81.32%) of clients.

These reports help strengthen safety programs and guide preventive and mitigation strategies.

Incorporating ESG into Risk Assessment

Risk engineering plays a critical role in corporate sustainability by aligning risk management with ESG goals. In sustainable energy projects, engineers manage uncertainties related to technology performance, supply chain disruptions, and extreme weather events. For example, in solar and wind installations, they assess structural vulnerabilities, forecast climate-related risks, and design systems to withstand environmental stressors. This proactive approach not only protects assets but also enhances investor confidence and project viability.

For infrastructure projects, risk engineering supports sustainable development by integrating environmental risk assessments into planning. Engineers evaluate potential impacts on ecosystems, water resources, and communities, ensuring regulatory compliance and minimizing ecological and social harm.

In 2025, BDOIRI's Risk Engineers conducted 182 risk assessments, demonstrating consistent engagement across client sites and growing demand for risk evaluation services. Risk Engineering Survey reports typically include the client's background, operational details, workforce distribution, and daily production metrics. They also assess risk exposures such as natural catastrophes, liability, business interruption, fire, and construction risks.

Clients receive a Loss Control Recommendation Report and an Action Sheet with timelines, which not only inform underwriting decisions but also demonstrate the client's commitment to addressing risks.

Encouraging Transparency

To enhance transparency and effectiveness, BDOIRI acts as a vital link between clients and insurers, gathering ESG data that influences underwriting and pricing decisions. This process enables insurers to reward clients with strong sustainability practices through improved policy terms. During site visits, insurers frequently request BDOIRI's assistance in understanding client exposures, underscoring their reliance on BDOIRI's reports for fair and transparent risk evaluations.

Market Innovators

BDOIRI collaborates with leading reinsurers to develop innovative products that address sustainability risks, such as parametric insurance. It also introduced pet insurance and electric vehicle (EV) insurance, helping create markets for these offerings even though BDOIRI is not an insurer. Currently, 724 pets are covered under pet insurance, and EV insurance has also started to catch up in BDOIRI's portfolio. By expanding access to these protection solutions—including coverage that supports the health needs of pets, safeguards family assets, and reduces financial stress during unexpected events—BDOIRI helps strengthen the overall well-being and resilience of individuals and households.

In addition to product innovation, BDOIRI connects clients to specialized and eco-friendly insurance solutions.

In 2025, it facilitated placements across renewable energy sectors—including solar, hydro, geothermal, and wind—by engaging international reinsurers to expand opportunities.

Internal Change Agents

In 2025, BDOIRI achieved a significant reduction in paper consumption, cutting usage from 3,700 reams in 2024 to 3,465 reams, a 6.35% decrease. This operational shift was complemented by employee participation in online courses on Waste Management, Anti-Sexual Harassment, and Sustainability, reinforcing the integration of ESG principles into client interactions.

Beyond operational improvements, BDOIRI is advancing strategic initiatives by upskilling underwriting teams to address emerging risks and guide clients toward sustainable strategies. A key initiative was its partnership with a global reinsurance broker, enabling knowledge-sharing and providing access to advanced risk modeling tools during insurance reviews.

To further enhance efficiency, the Analytics and Risk Management Team adopted SharePoint and Power Automate, reducing turnaround times by 50% compared to manual processes. Automation now streamlines critical tasks such as claims aging, insurer scoreboards, and placement reports. In parallel, marketing and operations teams participated in training sessions to ensure alignment and maximize the benefits of these digital tools.

Highlights: Strengthening Client Protection

In 2025, BDOIRI delivered key initiatives that enhanced client protection and advanced sustainable practices:

- **Enhanced climate risk modeling:** Partnered with reinsurers using advanced climate risk models and scenario analysis to improve the accuracy of pricing and assessment of climate-related risks.
- **Expanded sustainable product offerings:** Introduced a broader suite of protection products—Critical Illness Insurance, Dollar Travel Insurance, Hospital Cash Assistance, Dengue Insurance, and the Gold Care Plan—to strengthen client resilience and support well-being.
- **Leveraged innovative technology:** Integrated collaboration platforms, workflow automation, and Business Intelligence tools to streamline business processes, significantly reduce turnaround times, and improve data-driven decision-making.
- **Increased client education and advisory:** Guided small and medium-sized enterprises (SMEs) on integrating ESG principles into their operations during risk surveys and reviews, helping them strengthen preparedness and sustainability practices.
- **Improved governance and disclosure:** Updated corporate governance manuals to reinforce diversity principles and enhance transparency in sustainability reporting.

Financial Services Presence and Impact

Governance, Inclusion, and Growth: Branch Banking Group

Among all groups in BDO, the Branch Banking Group (BBG) is uniquely positioned to advance sustainability across the Bank's five key strategies: Product Sustainability, Sustainability Contribution, Human Capital Sustainability, Disaster Response Sustainability, and Governance-Based Sustainability. Together, these approaches make banking more inclusive, innovative, and resilient.

They ensure that services remain accessible and secure while strengthening financial literacy, digital adoption, community engagement, workforce development, and governance practices. By aligning these priorities, BBG contributes to long-term economic and social progress in line with the Bank's sustainability goals.

Product Sustainability

BBG delivers products and services that anticipate customers' evolving needs while extending financial access to underserved markets. These efforts support the United Nations Sustainable Development Goals (SDGs) by promoting inclusion, resilience, and responsible innovation.

With more than 1,200 branches nationwide—supported by extended hours and weekend banking—BBG ensures convenient access for both existing and potential customers. Guided by data analytics, the Group continues to expand its network in areas with strong deposit potential, reinforcing its commitment to empowering individuals and businesses through meaningful financial solutions. In 2025, the Bank opened 35 new branches, including in underserved locations, further increasing access for millions of potential customers.

Expanding Access Through Products and Campaigns

To encourage financial literacy among the youth, BBG reintroduced NextGen Savers, a savings deposit product designed for teens, with a minimal initial deposit and a maintaining balance of only ₱100. This initiative fosters early financial responsibility among teenagers aged 13 to 19—a segment with strong growth potential. In 2025, NextGen Savers enrolled 2,420 new teen account holders, helping promote financial literacy among young Filipinos.

BBG also launched the CASA Protect Campaign, which offered free life insurance coverage worth ₱3 million to clients who opened and maintained a CASA account with an initial deposit of ₱1 million. This bundled product combines two essentials—an emergency fund and insurance protection—creating an interim "Plan B" for life's uncertainties. In the event of unexpected death, the insurance helps cover final expenses, pay outstanding debts, or sustain a family's income. In 2025, CASA Protect reached 3,495 clients, providing substantial insurance protection alongside savings.

Seasonal deposit campaigns further engaged customers and rewarded loyalty. These included initiatives during Chinese New Year, Father's Day, and the Mooncake Festival, as well as the Holiday Million Rewards Raffle, which gave clients the chance to win one million BDO Rewards points. The raffle winner was an Overseas Filipino Kabayan Savings account holder since 2008 who opened another new account during the promo period. He shared that he initially had no interest in joining the raffle but was encouraged by a branch Marketing Assistant to participate. These programs not only build excitement but also strengthen long-term savings behavior.

Enhancing Customer Experience Through Digital Services



BBG complements its physical network with digital innovations that improve efficiency, accessibility, and convenience.

- **Service Assist Machines (SAM)** in branches allow clients to enter transaction details at kiosks, which tellers then validate for a seamless, paperless process. This streamlines service and enables staff to focus more on customer relationships. Enhanced queue management also allows online appointments and QR code check-ins for quicker and safer branch visits.

- **Account Assist Kiosks** enable clients to input their details for account opening, eliminating the need for manual form-filling. Existing bank clients do not need to re-enter their details, as the system pre-fills existing information. This allows branch personnel to focus more on relationship-building rather than paperwork.
- BDO's **Universal Teller Machines** combine ATM and cash deposit functions, enabling withdrawals, deposits, check processing, and passbook updates—all with cardless access via biometrics or QR codes. Clients may also withdraw cash using QR codes generated through the BDO Mobile Banking App and share these codes with authorized representatives for secure transactions. Biometric authentication further strengthens security by allowing cardless withdrawals through fingerprint or facial recognition.

Customer-Centric Solutions and Branch Innovations

BBG continues to invest in branch innovations that enhance security, convenience, and service quality.

- BDO Connect was introduced in branches to ensure immediate access to expert advice. This live video platform allows customers to speak directly with Product Specialists during branch visits, covering secured and unsecured loans, wealth investment products, insurance offerings, and cash management solutions for small and medium enterprises (SMEs).
- Biometric authentication is now the preferred method of authentication for existing clients when onboarding for another product. This simplifies the process, as customer information is pre-filled, making transactions more convenient.
- The Enterprise Servicing platform enables clients to request transactions through any channel—branch, contact center, or online—with automatic SMS updates that reduce the need for repeat visits.
- BBG also developed the Branch Digital InfoHub, a centralized resource for training materials, frequently asked questions, and performance tools, making it easier for employees to stay updated and adopt new digital initiatives. My Buddy, an AI-powered knowledge assistant, was also implemented to provide instant, guided responses to branch personnel, enabling faster and more efficient handling of customer queries and service requests in line with internal controls.

Other initiatives include onsite ATM card printing for immediate debit card issuance, automated bank certificate generation to reduce turnaround time, and expanded servicing for BDO Network Bank clients in BDO branches to reach underbanked communities. BBG also centralized select accounting functions to standardize processes, improve efficiency, and achieve economies of scale. By combining physical accessibility with innovative products and technologies, BBG ensures that banking remains convenient, secure, and responsive to diverse customer needs—supporting BDO's broader sustainability goals.

Sustainability Contribution

BDO supports national economic development by advancing financial inclusion and impact financing, ensuring that banking services and financial knowledge reach communities where they matter most.

Community Marketing: Bringing Banking Closer to People

To strengthen its presence on the ground, BDO launched Community Marketing, a group-wide initiative designed to capture diverse market segments and promote financial literacy and inclusion. Now in its second year, the program ensures that clients feel the Bank's presence in their communities through activities tailored to local needs.

Community Marketing has evolved into three formats: BDO Fiesta, Mini Fiesta, and Village Fair. Across all formats, BDO offers a wide range of products and services, including deposit account opening, Cash Management Services, Credit Cards, BDO Pay sign-ups, Auto Loans, Home Loans, Multipurpose Loans, Cash Agad, BDO Life, BDO Insure, and Trust services. These events create accessible touchpoints that bring banking closer to underserved and emerging customer segments.

- **BDO Fiesta** is a large-scale engagement initiative that promotes financial literacy and inclusion while creating opportunities to cross-sell BDO products and services. Activities include free BDO tokens for every new CASA (Current Account/Savings Account) and product ent, festive branch décor, and branch personnel wearing blue BDO shirts. Events feature Recorrida—a motorcade with flyer distribution in key community areas—supported by local news coverage, radio features, and social media engagement. The program culminates in a BDO Fiesta concert featuring local celebrities and booths showcasing various products and services. This festive setting provides a welcoming, low-pressure environment that helps break the stereotype of banks as intimidating institutions.
- **Mini Fiesta** mirrors the spirit of BDO Fiesta in a smaller setting. It also offers free tokens for new CASA and product availments and highlights BDO Business Talk, where financial experts share market updates, business solutions, and digital innovations with targeted audiences such as entrepreneurs.
- **Village Fair** brings banking services directly to residential communities. Held in village clubhouses, these interactive sessions teach the basics of banking, promote safe ATM use, and provide access to other BDO products. By meeting people where they live and work, Village Fair makes banking more accessible and convenient for households through cashless banking.

In 2025, these initiatives contributed to 311,814 new accounts and strengthened savings behavior among customers.

Supporting Conservation Through Partnerships

BDO's sustainability contribution also extends to environmental stewardship. Through branches, online channels, and ATMs, the Bank accepts donations for SM and the Department of Environment and Natural Resources' (DENR) "Save From Extinction" campaign. The initiative aims to raise ₱100 million, which DENR will match with an additional ₱100 million, to fund conservation efforts for six endangered Philippine species: the Philippine eagle, Philippine cockatoo, pawikan (sea turtle), tamaraw (Mindoro dwarf buffalo), dugong (sea cow), and pangolin (scaly anteater).

Funds are channeled through reputable non-government organization partners, including the World Wide Fund for Nature Philippines, Philippine Eagle Foundation, Zoological Society of London, D'Aboville Foundation, and Katala Foundation. These partnerships ensure that contributions directly support biodiversity protection and sustainable ecosystems.

Human Capital Sustainability

BDO develops leaders with a sustainability mindset—professionals who thrive on innovative thinking and maintain a customer-focused attitude. Through

targeted programs, BBG invests in employee engagement, capability building, and governance structures that sustain performance and adaptability.

Empowering Frontline Teams Through Training and Engagement

BBG launched IGNITE: Fueling Passion and Performance, a workshop for Customer Relations Officers (CROs) and Customer Relations Assistants (CRAs) aimed at strengthening service culture, customer empathy, and employee motivation. In 2025, IGNITE trained 2,650 branch staff nationwide.

BBG also rolled out the Enterprise Servicing (ES) System Power-Up Lecture to help branches adapt to system upgrades. These sessions provide targeted knowledge for Marketing personnel and support continuous learning, covering customer information updates, certifications, loan recomputations, and credit card requests. The program trained 2,510 employees across branches.

Through these initiatives, BBG demonstrates its commitment to building a resilient, future-ready workforce aligned with the Bank's sustainability goals.

Disaster Response Sustainability

BDO leverages its resources to support relief, rehabilitation, and recovery efforts for disaster-stricken communities, ensuring continuity of essential banking services during crises.

Building Branch Resilience and Service Continuity

The Branch Resiliency Project establishes multi-dimensional processes and systems that enable critical functions to continue during and after major disruptions. In 2025, the project equipped strategically located branches nationwide, ensuring uninterrupted service during localized disruptions.

Extending Access Through Mobile Banking Solutions

BDO's ATM on Wheels provides mobile banking services in areas with limited access to branches or standard ATMs, particularly during disasters. Services include cash withdrawals, balance inquiries, and bill payments. In 2025, ATM on Wheels supported branches with high withdrawal volumes and served concerts, school fairs, local government activities, and Village Fairs.

Governance-Based Sustainability

BDO anchors superior business performance on accountability, transparency, integrity, and fairness. Through governance-driven initiatives, BBG ensures strong compliance, operational efficiency, and effective risk management.

Strengthening Compliance and Risk Management

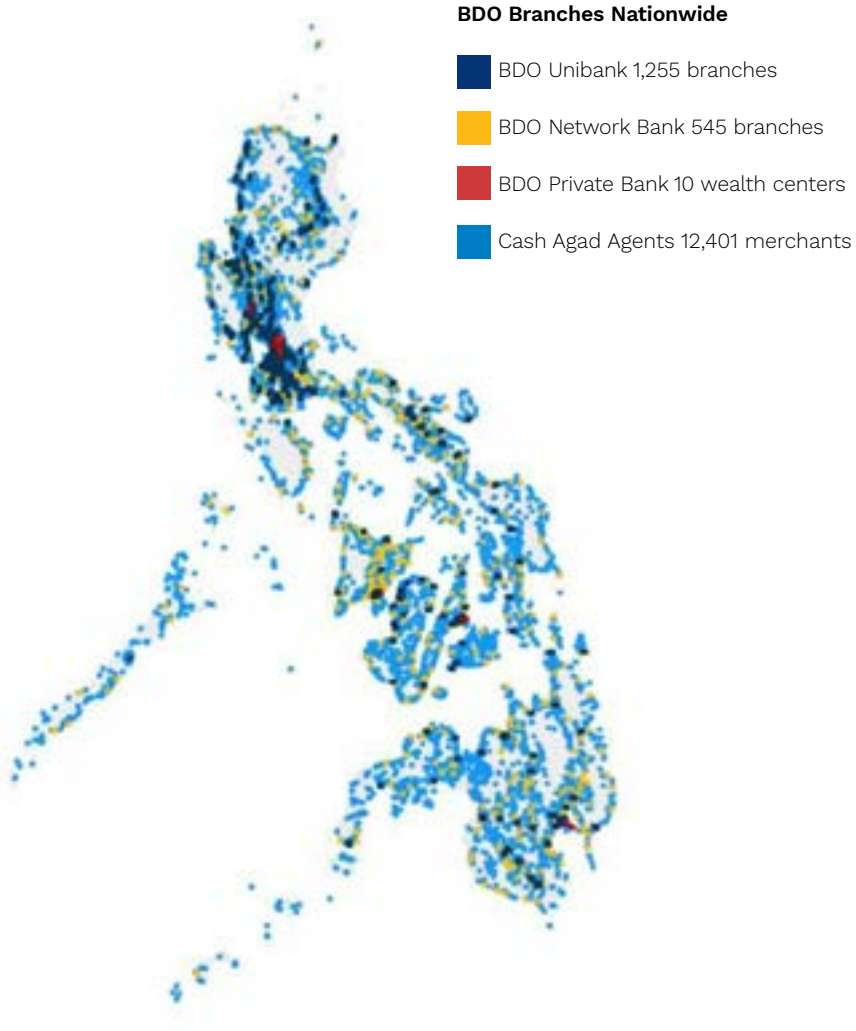
BBG provides Anti-Money Laundering (AML) refresher training for branches, covering Know-Your-Customer (KYC) requirements, risk profiling, suspicious transaction reporting, and exit procedures. In 2025, approximately 1,700 branch officers in Metro Manila completed the training.

Enhancing Governance Through Technology

In October 2025, BBG launched the Ultimate Beneficial Owner (UBO) Database System, enabling branches to track customers' corporate links and comply with regulatory requirements on beneficial ownership and AML.

BBG also automated garnishment letter processing using robotics, eliminating manual steps and reducing errors. These initiatives reinforce BBG's commitment to strong governance, regulatory alignment, and sustainable performance.

BDO's Nationwide Presence 2-6





Strengthening Networks, Supporting Financial Inclusion: BDO Cash & Check Services

Branch-Lite Units and new cash hubs expanded BDO's cash and check logistics network in 2025, strengthening geographic coverage and promoting financial inclusion. Two new units—one in Sorsogon in Southern Luzon and another in Tagum City in Mindanao—were established to improve access for underserved communities. These units support BDO Unibank and BDO Network Bank branches while ensuring reliable cash availability for local businesses and clients.

Branch-Lite Units, similar to regular cash hubs, are operated by bank employees but are not necessarily collocated with a BDO host branch. They serve as an alternative option to expand cash-logistics services in areas without a BDO branch. These units offer nearly the same services, such as cash pickup and delivery, cash sorting, ATM replenishment, and branch servicing. Secondary Branch-Lite Units, which do not provide cash pickup or delivery, focus instead on outsourced cash-handling functions.

All cash hubs uphold the Bangko Sentral ng Pilipinas (BSP), the Philippines' central bank, Clean Banknotes and Coins Policy, which requires fit bills to remain in circulation while unfit and mutilated currency is withdrawn. Through the Cash Service Alliance (CSA), BDO reduces deposits of fit bills to the BSP, improving currency management and minimizing waste. CSA is a BSP initiative designed to maximize the circulation of fit bills among banks without requiring their deposit to the central bank. Through this program, BDO helps reduce the volume of fit bills that need to be recounted and verified. In return, BSP recognizes participating banks through annual awards and provides Rebates, Returns, and Incentives (RRI), based on the volume of unfit and mutilated notes deposited.

BDO's operational footprint now includes 61 regular cash hubs and six Branch-Lite Units, up from 59 cash hubs and four Branch-Lite Units in 2024, previously located in Pasig City (Metro Manila), Cebu City (Visayas), Tagaytay City (Southern Luzon), and Clark (Central Luzon). This expanded network reflects a continued focus on operational efficiency and service reliability for branches and clients.

61

Regular cash hubs

6

Branch-Lite Units

This expanded network reflects a continued focus on operational efficiency and service reliability for branches and clients.



Expanding Access: BDO Digital

BDO's online applications saw strong growth in users and transactions in 2025, with user numbers up by 21% and transactions increasing by 38%, driven by money transfer and payment services. App improvements reduced downtime by 15% compared to previous years, giving customers uninterrupted access anytime, anywhere. Loan customers can now compute amortization amounts, while account and card applicants can apply for BDO products on the go. These enhancements help new and existing customers meet financial needs and payment obligations with ease.

Managing Portfolios with Ease on BDO Online

BDO Online expanded its features in 2025, enabling customers to manage their banking portfolios more efficiently through My Account Groups and perform cross-border transfers via Send Money through Wire Transfer. It also directs customers to other services, such as scheduling branch appointments, checking remittance status, and accessing trust services through a convenient and secure BDO Trust portal login.

Early in the year, BDO launched BDO Online Web, giving users who prefer browser-based banking access on laptops, tablets, and other devices. The web version maximizes screen space and offers an easy-to-use interface that guides customers through seamless transactions.

In 2025, BDO Online recorded a 39% increase in active users and a 34% rise in cross-border transactions, reflecting growing customer adoption of digital banking solutions.

Simplifying Payments and Onboarding with BDO Pay

To improve financial access for the unbanked, BDO enhanced its Basic Account, allowing customers to open an account in 10 minutes via the BDO Pay app. The process is fully online and requires only one valid ID and minimal KYC information. Onboarding now includes underserved segments such as cooperative members and manpower agency workers. The Basic Account has zero maintaining balance and offers free bills payment, merchant payments, and fund transfers, helping customers maximize complementary digital services.

The BDO Pay app complements the Basic Account by providing convenient services such as remittance status inquiry for OFWs sending money to their beneficiaries in the Philippines, transaction dispute filing, and access to vouchers and gift certificates through BDO Rewards. BDO Pay also helps customers manage spending with enhanced transaction details and installment options, making services available at their own convenience.

In 2025, BDO Pay signed up 128% more customers and processed 50 million transactions, expanding financial access for underserved segments and improving digital payment adoption. With these apps, BDO continues to broaden its range of financial products while ensuring customer security and regulatory compliance through backend safeguards and anti-scam education.

Making Banking Presence felt with Agency Banking

Agency Banking is a cornerstone of financial inclusion in the countryside, bringing essential banking services to remote and underserved communities beyond the reach of traditional branches. Through the Cash Agad mobile banking application, local businesses such as sari-sari stores, groceries, pharmacies, gas stations, water refilling stations, and other MSMEs serve as trusted Cash Agad agents. With over 12,000 agent sites operating in all provinces and 96% of municipalities nationwide, Cash Agad breaks geographic barriers, bridges infrastructure gaps, and provides the widest coverage for basic banking service in the country.

From simple balance inquiries to cash withdrawals, Cash Agad agents are a lifeline for millions. As of 2025, they have processed 142 million withdrawal transactions, totaling ₱629 billion (around USD 10.84 billion) in cash. The network continues to grow, adding agents equipped for cash-in deposits and bill payments, making everyday banking even more accessible.

Grassroots initiatives remain central to Agency Banking. Through community events such as Ka-Partner Day, organized in collaboration with BDO Remit and BDO Network Bank, residents are encouraged to open savings accounts and experience the convenience of their local Cash Agad agent as a financial hub. Building on last year's success, these events now reach more partner locations, with a target of over 130 sites in 2025. Each two-day gathering, complete with giveaways and free ice cream, delivers strong results: from March to September 2025, more than 25,000 new savings accounts were opened, with initial deposits totaling ₱28 million. Notably, 95% of these accounts are Kabayan Savings Accounts, designed specifically for Overseas Filipinos and their families.

By expanding account ownership in rural communities, Agency Banking empowers more people to receive remittances directly into their accounts and withdraw cash from their neighborhood sari-sari store. Depositing savings is easier than ever, and paying utility bills is as simple as visiting their trusted neighborhood store. With Cash Agad, financial access is not just a service; it is a way of life.

By reducing the need for long-distance travel to branches, Agency Banking also lowers carbon emissions while strengthening local economies. It advances BDO's commitment to inclusive and sustainable finance and supports UN Sustainable Development Goals on reducing inequalities and promoting economic growth.

CASE STUDY

Aligo's Store Powers Local Banking in the Cordilleras

One of the main goals of expanding Ka-Partner Day events is to bring financial services closer to underserved communities. A prime example is Pinukpuk, a municipality in the landlocked province of Kalinga in the Cordillera Administrative Region of the Philippines. The name "Pinukpuk" comes from a Kalinga term meaning "to be placed or put down," likely reflecting indigenous traditions of settling in fertile or strategic locations.

The area is known for traditional weaving and vibrant festivals. Its landscape features rolling hills, rice terraces, and agricultural lands. Transportation relies on local jeepneys and tricycles, which operate on limited routes and schedules, making mobility difficult and costly. For full banking services, residents typically travel more than 30 kilometers, or nearly 19 miles, to Tabuk City, the provincial capital, a journey that highlights the need for accessible financial solutions within the community.

One long-established business in Pinukpuk is Aligo's Store, managed by a husband-and-wife team. Located on the ground floor of their two-story building, this general merchandise shop has long served the needs of the local community.

Beyond grocery items, it offers cooked meals with limited seating, along with telco load, cellphone accessories, school supplies, and other essential goods.

Partnering with Cash Agad agent Aligo's Store and host branch BDO Network Bank Kalinga–Tabuk, the Ka-Partner Day event held on July 12 to 13, 2025, was warmly received by residents. The activity resulted in 201 newly opened accounts from a diverse mix of clients – including farmers, students, business owners, senior citizens, Overseas Filipino beneficiaries, and employees from both the LGU and private sectors.

Building on this strong community engagement, Aligo's Store continues to serve as a vital access point for financial services. The store averages more than 600 withdrawal transactions each month, and with the additional services introduced during Ka-Partner Day, the owners expect transaction volumes to grow even further in the coming months.

By enabling residents to bank within their own community, Aligo's Store reduces the need for long trips to Tabuk City, saving fuel and travel costs while keeping economic activity local. This strengthens livelihoods in Pinukpuk and supports BDO's commitment to inclusive growth and sustainable finance.



Empowering Businesses with Integrated Cash Management and Supply Chain Solutions: BDO Cash Management Services



BDO Cash Management Services (CMS) has been a trusted partner for enterprises of all sizes, delivering innovative cash management and trade finance solutions that optimize liquidity, streamline operations, and strengthen supply chains. Through tailored services, such as efficient payment and collection platforms and supply chain financing programs, CMS has helped businesses manage working capital more effectively, reduce costs, and improve financial resilience. These solutions enable companies to focus on growth while ensuring stability across their ecosystems—from large enterprises to their networks of suppliers and service providers.

Improving Access and Operational Efficiency

In 2025, the Bank partnered with the Palawan Group of Companies (Palawan Pawnshop, Palawan Pay), a leading non-bank financial services provider in the Philippines, to enable real-time bank transfers for its mobile wallet, Palawan Pay. As a result, over 22 million Palawan Pay users now enjoy instant fund transfers to any bank or e-wallet—delivering convenience and advancing financial inclusion at scale. For Palawan Group of Companies, the partnership improves operational efficiency and strengthens customer loyalty; for Palawan Pay users, it means faster, more accessible financial services. BDO also partnered with Dragonpay, a pioneer in alternative payment solutions, to enhance the payment experience of its users through BDO's API-driven Cash Management Services. Customers of all merchants under Dragonpay can now pay online directly from its checkout page, with transactions processed instantly via secure API calls. This real-time integration eliminates delays, accelerates cash flow, and provides Dragonpay with detailed transaction data for automated reconciliation. For Dragonpay, this means not only improved customer satisfaction but also operational agility and scalability as they onboard more merchants and payment options.

These partnerships benefit retail customers by reducing travel time and costs, while helping corporate clients streamline collections and improve cash flow visibility. By promoting digital transactions and reducing reliance on cash, these initiatives support SDG 9 Industry, Innovation, and Infrastructure, as well as SDG 12 Responsible Consumption and Production, through more efficient resource use and a reduced carbon footprint.

As part of its trade and supply chain financing solutions, BDO leverages anchor-led structures to extend inclusive financing across supply chains. In this context, the Bank structured a revolving Supply Chain Finance (SCF) facility for Solid Cement to empower its network of suppliers. More than a transactional program, the Bank worked closely with the anchor company to identify, onboard, and educate suppliers on the benefits of SCF. By leveraging Solid Cement's credit strength, the facility provides supplier financing based on approved invoices, enabling suppliers—from small enterprises to large logistics and raw material providers—to access affordable credit.

The initiative enhances liquidity for suppliers, supports the anchor's working capital needs by extending Days Payable Outstanding (DPO), an industry measure of payment terms, and fosters long-term partnerships through deeper engagement and cross-sell opportunities. By democratizing access to financing, the SCF program advances the SDG 8 on Decent Work and Economic Growth, as well as SDG 17 on Partnerships for the Goals, driving inclusive growth and strengthening supply chain resilience.

Reflecting the scale and reach of these cash management and supply chain financing solutions, as of December 2025, BDO Cash Management Services processed 147.9 million transactions, with a combined value of ₱23.9 trillion, across collections and payments. The Bank implemented approximately 67,000 deals, representing an 11% increase from the previous year.

As of December 2025, CMS onboarded over 38,100 new SME clients, contributing to 30% year-on-year client base growth.

Creating Value Beyond Banking through CMS Volunteerism

Beyond financial solutions, CMS actively champions sustainability and community development through volunteering in the community. In collaboration with Scholars of Sustenance (SOS), CMS supported the Rescue Kitchen initiative's on food rescue and community feeding to address food insecurity while reducing food waste. The CMS team organized three volunteer activities where employees prepared and packed 1,000 nutritious meals using surplus ingredients. This effort with SOS provided immediate relief to underprivileged communities and reinforced BDO's commitment to responsible resource management and social impact. Through this approach, the program advances SDG 2 Zero Hunger, as well as SDG 12 Responsible Consumption and Production, promoting efficiency, reducing waste, and fostering community well-being.

CMS also partnered with ICCP Group Foundation, Inc. (IGFI) to roll out Magnegosyo Tayo! (Let's Do Business!), a financial literacy program for micro and aspiring women entrepreneurs in Sto. Tomas, Batangas. Modules on self-awareness, opportunity identification, customer engagement, and sustainable business strategies equipped participants with essential skills to start and manage small businesses. With 93% of participants being women, 81% of whom already own or lead small enterprises, the program with IGFI promotes financial resilience and inclusive growth. These efforts support SDG 5 Gender Equality, as well as SDG 8 Decent Work and Economic Growth, by empowering women, strengthening entrepreneurial confidence, and enabling sustainable livelihoods.



Driving Sustainable Good Health and Well-Being: BDO Finance

BDO Finance Corporation (BDOFC), the leasing and financing arm of the BDO Group, provides financing alternatives not offered by BDO Unibank. Its product suite includes finance leases, mortgage loans, factoring, installment paper purchase, floor stock financing, and amortized commercial loans. Through leasing and amortized commercial loans, BDOFC enables customers to acquire trucks, motor vehicles, machinery, and other essential capital equipment at affordable terms—helping businesses grow without straining their budgets. In 2025, BDOFC continued to strengthen its sustainability focus by aligning its financing operations with the United Nations Sustainable Development Goals (SDGs) and Environmental, Social, and Governance (ESG) principles. In line with SDG 3 Good Health and Well-Being, BDOFC prioritized initiatives that enhance healthcare access while fostering a cleaner and healthier environment. BDO Finance extended more than ₱298 million in finance leases to hospitals and multi-specialty and surgical ambulatory facilities for the acquisition of advanced medical equipment and laboratory analyzers.

Part of this financing supported a well-known hospital in Las Piñas City, which added four ultrasound machines and acquired a fully digital two-in-one X-ray system capable of imaging dynamic processes such as swallowing and gastrointestinal motility. Meanwhile, in Cebu City, one of the country's largest hospitals invested in a state-of-the-art laser surgical system that ensures precision, reduces infection risk by minimizing contact, and offers versatility for cutting, removing, and sealing tissues. BDOFC also financed a linear accelerator for a medical clinic to destroy cancer cells. In addition, two multi-specialty clinics obtained a new ophthalmic machine and an ophthalmic microscope, while another clinic in Makati City acquired various laboratory analyzers through BDOFC.

These investments strengthened diagnostic and treatment capabilities, improved patient care, and reinforced the resilience of the nation's healthcare infrastructure. An estimated 270,000 patients are expected to benefit from these upgrades annually. Complementing its healthcare initiatives, BDO Finance extended ₱228 million in finance leases for electric vehicles (EVs) to BDO officers and corporate clients in pharmaceuticals, trading, manufacturing, distribution, construction, logistics, real estate, services, and renewable energy. This move supports the transition to cleaner transportation, reduces carbon emissions, and mitigates air pollution—key factors for healthier communities and a sustainable environment. About 123 EV units were financed, contributing to lower transport-related emissions and improved air quality. The financing of electric vehicles (EVs) aligns with SDG 13 Climate Action and underscores BDOFC's role in promoting low-carbon transportation solutions.

In addition, BDO Finance provided ₱40 million in finance leases to manufacturing, services, and trading companies for the acquisition of solar panel systems. These installations enable clients to transition to renewable energy sources and reduce reliance on fossil fuels. The adoption of solar energy contributes to lower carbon emissions, reduced operational energy costs, and improved environmental performance. These initiatives support SDG 7 Affordable and Clean Energy and SDG 12 Responsible Consumption and Production, reinforcing the positive link between environmental protection and long-term public health outcomes.

BDO Finance remains committed to sustainable finance as a catalyst for inclusive growth and societal progress. By embedding ESG principles into its operations, the Company ensures its financial solutions contribute meaningfully to economic development, environmental protection, and the well-being of Filipinos.

₱298 million

Finance leases to hospitals

270,000

Patients expected to benefit

₱228 million

Finance leases for electric vehicles (EVs) to BDO employees and corporate clients

CASE STUDY

Genace Pharma:

Greening Healthcare Distribution with Electric Mobility

As healthcare companies strive to meet growing patient needs while reducing their environmental footprint, BDO Finance plays a critical role in enabling this transformation. Genace Pharma, a major pharmaceutical distributor, demonstrates how strategic financing can support both business expansion and sustainability goals.

Genace Pharma specializes in the trading and distribution of oncology (anti-cancer) drugs, as well as treatments for hypertension, infections, and nutritional health. It maintains long-term contracts with leading manufacturers in the Philippines and India, supplying products to major drugstores such as Mercury Drug, Southstar Drug, and St. Joseph Drugstore, and to hospitals including East Avenue Medical Center, Philippine General Hospital, and Baguio General Hospital. An affiliate, Greatstar Laboratories, manufactures alcohol, povidone iodine, and other essential products for infection prevention and treatment. Genace Pharma also operates 14 retail drugstores across Pangasinan, Bukidnon, and Misamis Oriental, expanding access to critical medicines nationwide.

Under the leadership of founder Charles Basuel, a former District Manager of two global pharmaceutical firms, the company plays a vital role in strengthening the country's healthcare system while upholding quality, safety, and ethical standards.

To address the environmental impact of its nationwide distribution network, Genace Pharma started transitioning to electric vehicles for its logistics operations. This initiative aligns with SDG 13 Climate Action and significantly reduces carbon emissions, mitigates air pollution, and promotes sustainable mobility.

The company's EV fleet now enables cleaner and more efficient deliveries of life-saving medicines nationwide.

Through ethical distribution, sustainable manufacturing, and green logistics, Genace Pharma shows how a healthcare enterprise can balance growth with social responsibility and environmental care. BDO Finance remains a trusted partner in supporting these initiatives, with future plans including renewable energy adoption and an expanded EV fleet, reinforcing its commitment to sustainability.



Financial Inclusion

Expanding Access to the Unbanked and Underserved: BDO Network Bank



BDO Network Bank (BDONB) continued to strengthen its presence and impact in 2025, closing the year with 545 branches and 92 loan offices nationwide. This expansion strengthened BDONB's reach across rural communities, extending access to formal banking services where they are needed most. With an expanded presence across more provinces, the Bank continues to reinforce financial inclusion and support local economic activity through its growing network of branches, loan offices, and access points.

In May 2025, BDONB received approval to operate as a savings bank serving micro, small, and medium enterprises (MSMEs), government employees, and the general public—especially in rural areas—and bringing modern, innovative, and relevant banking products and services to communities nationwide. This transition strengthened BDONB's deposit base and improved financial resilience for rural families.

Financial inclusion remains a core priority. National data highlight ongoing efforts to expand access to financial services across the country. BDONB contributed to these efforts by onboarding new clients, including first-time account holders, helping reduce reliance on informal lenders and improve access to formal financial services in rural communities.

Continuing Network and Digital Transformation

Apart from expanding its branches and loan offices nationwide, BDONB has access to all 591 BDO Unibank ATMs located within BDONB branch premises and in strategic high-traffic areas. BDONB clients can also use all BDO Unibank ATMs nationwide. Partnerships with 12,401 Cash Agad merchants offering deposit pick-up further extend BDONB's reach, especially in rural communities where formal banking infrastructure is limited. BDONB complements its physical presence with digital engagement through social media and its website, ensuring accessibility anytime. Its digital initiatives include deploying tablets to field personnel and introducing a Document Collection Solution, which streamlined loan processing, improved customer experience, and enhanced data security. To ensure uninterrupted service in areas with poor connectivity, BDONB also deployed satellite-based internet services, enabling continued transactions in remote communities.

Products that Transform Lives

BDONB's loan products are designed not only for lending but also for capital buildup, helping clients improve their lives and supporting local economic growth. In 2025, the Bank recorded a 15% increase in account volume from the previous year, driven by its low minimum initial deposit requirement. Micro-insurance products continued to provide hospitalization allowance, with coverage spanning ages 18–70, an average insured age of 40, and 67.9% of insured clients are female—reflecting BDONB's commitment to women's empowerment. MSME financing remained a growth driver, with loan bookings up 22% from 2024 and a 10% increase in offices offering MSME loans. Female clients accounted for 62% of total bookings. Beyond lending, MSME teams advised clients on business improvement, reinforced financial literacy, and connected entrepreneurs to banking solutions. These efforts supported businesses, generated jobs, and contributed to local economies. Teachers in Mindanao in Southern Philippines accounted for 34% of existing borrowers. BDONB's customer base increased by 15% as the Bank reached more rural areas. Salary loan reach rose by 42%, supported by a 13% increase in staff assigned to this segment, enabling faster processing and improved service for government employees as well.

Notably, 77% of active salary loan clients are female. These loans helped educators manage household needs and sustain teaching continuity, indirectly benefiting students.

Collaborations to Serve More Communities

Beyond financial services, BDONB empowers clients through financial literacy programs that help them manage money and use loans responsibly. In 2025, BDONB organized Negosyante Days in various communities, reaching entrepreneurs and promoting better budgeting and savings habits.

BDONB also partnered with the Department of Education (DepEd) to support annual Brigada Eskwela and Balik-Eskwela programs, providing school supplies to participating schools and benefiting teachers and students nationwide. Supplemental support from BDO Foundation expanded these efforts. BDONB likewise supported Teacher's Day Month and World Teacher's Day celebrations, reinforcing its commitment to educators.

Collaborations with SM Foundation delivered medical and dental missions to areas needing health service support, while Felicidad T. Sy Foundation helped serve the spiritual and religious needs of communities. BDONB also partnered with SM Supermalls through Sunday Market and SM for MSMEs initiatives, providing an avenue to reach more clients and showcase products for entrepreneurs.

Through these initiatives, BDONB reinforced its commitment to inclusive growth—supporting livelihoods, promoting financial resilience, and empowering women across rural communities. Partnerships and programs extended access to financial services and essential resources, helping entrepreneurs, educators, and families improve their quality of life.

In 2025, BDO Network Bank was recognized for its ongoing commitment to client-centric practices and responsible finance across the communities it serves. BDONB was featured by global rating agency MFR (MicroFinanza Rating) among its Top-Rated Financial Institutions Worldwide for the second semester of 2025, a list highlighting financial institutions operating across four continents that have demonstrated strong performance in Social and Environmental Rating (SER) and Client Protection Certification (CPC).

These assessments evaluate alignment with internationally recognized standards for responsible and inclusive finance, including the quality of social and environmental performance management systems and the delivery of financial services in a safe, fair, and responsible manner.

BDONB received an sBB- Social and Environmental Rating (SER), reflecting adequate social performance management and client protection systems, and a Bronze-level Client Protection Certification (CPC), confirming that it meets the client protection standards in the Universal Standards for Social and Environmental Performance Management across seven dimensions, including strategy, governance, client-centric product design, client protection, responsible human resource development, responsible growth and profits, and environmental performance.





Global rating agency MicroFinanza Rating (MFR) named BDONB among its Top-Rated Financial Institutions Worldwide in Q2 2025

CASE STUDY

Roadside Stall to Rural Distributor:

A Woman Entrepreneur Scaling Livelihoods in the Visayas

With only 15,000 pesos in starting capital, Ann Luna opened a small vegetable stall outside her home in Brgy. Igtambo, San Miguel, Iloilo. As families began to rely on her, she and her husband reinvested earnings and gradually expanded into Nicole Store, stocking essentials that nearby households needed daily.

The business encountered major pressures as it grew. During the pandemic, Ann had to travel to nearby towns to secure goods and deliver essentials to communities under lockdown. Later, a national supplier switched to a cash on delivery system that required upfront payments. Without additional capital, Ann risked losing access to products that her customers depended on.

A BDO Network Bank loan helped her meet supplier requirements while continuing her flexible “sell first, pay later” arrangements that many microentrepreneurs relied on. Nicole Store now supplies over 200 outlets and supports more than 100 sari sari stores and school vendors, making it a reliable distribution point in an area where small retailers often struggle with inventory consistency.

Guided by her commitment to help others start or sustain their own small ventures, Ann shared, “Hindi lahat ng negosyo para sa sarili lang. Kailangan makatulong ka rin sa iba.” (“Not all businesses are just for yourself. You have to help others too.”)

Ann plans to strengthen her cold storage and expand delivery capacity so her partner stores can maintain steady pricing and avoid shortages. Her work contributes to SDG 5 Gender Equality, SDG 8 Decent Work and Economic Growth, and SDG 10 Reduced Inequalities.

With BDONB as partner, Ann built a distribution network that keeps more than 100 small stores running, showing how one woman’s business can hold an entire rural supply chain together.



CASE STUDY

From Classroom to Farmland:

A Teacher’s Path to Resilience in Rural Mindanao

In rural Sultan Kudarat, Teacher III Nimrod P. Loria faced two parallel needs that were difficult to pursue at the same time. He wanted to complete the graduate education required for career progression while his family also needed a source of long-term livelihood. With limited income and limited access to financing, investing in both felt beyond reach.

Through a BDO Network Bank teacher salary loan, Nimrod finished his Master of Arts in Education and began working toward a Doctor of Education in Educational Leadership. This strengthened his teaching practice and improved learning outcomes for 65 students each year, a significant gain for a school that depends on teachers with advanced training.

The same access to financing allowed him to reclaim a 1.25 hectare family farmland, turning idle land into a productive asset that increased household income by 5%. Nimrod plans to use the farm for small group learning sessions on basic sustainable agriculture, giving families practical skills they can use at home.

Reflecting on his journey, he shared, “BDO Network Bank didn’t just give me a loan; they gave me the confidence to dream bigger and the means to make those dreams real.”

Nimrod aims to complete his doctorate so that he can introduce classroom activities that link agriculture, budgeting, and daily decision making. These steps connect his students’ lessons to the realities of rural life and strengthen the outcomes aligned with SDG 4 Quality Education, SDG 8 Decent Work and Economic Growth, and SDG 10 Reduced Inequalities.

With the support of BDONB, Nimrod is the teacher who turned a salary loan into both a graduate degree and a working farm, proving that progress in rural schools can begin with one person who invests in both learning and land.



Building Financial Futures Beyond Borders: BDO Remit

BDO Remit is a key enabler of BDO Unibank Inc.'s (BDO) sustainability journey, advancing the Bank's commitment to inclusive growth, responsible finance, and community empowerment. Guided by BDO's Sustainability Framework and the United Nations Sustainable Development Goals (SDGs), BDO Remit plays an integral role in strengthening economic and social resilience among overseas Filipinos and their families.

In 2025, 40% of the Philippines' total cash remittances were credited to BDO accounts, making the Bank uniquely positioned to promote financial inclusion and help transform remittance flows into long-term financial security for Filipino families.

Guided by the brand promise of Alagang Kabayan, the dedicated care and service for our fellow Filipinos working overseas, BDO Remit's mission goes beyond remittance. We empower dreams, strengthen financial capability, and foster sustainable livelihoods that drive national development.

Anchored on the BDO Sustainability Framework and the UN SDGs

BDO Remit's initiatives directly support several Sustainable Development Goals (SDGs)—SDG 1 No Poverty, SDG 8 Decent Work and Economic Growth, SDG 9 Industry, Innovation and Infrastructure, SDG 13 Climate Action, and SDG 17 Partnerships for the Goals—by promoting financial inclusion, economic empowerment, and social resilience. Through education, access, and innovation, BDO Remit enables overseas Filipinos to manage, grow, and sustain their resources responsibly even from thousands of miles away.

Financial Solutions for Overseas Filipinos

Under BDO's Product Sustainability Strategy, BDO Remit continuously innovates its financial products to meet the evolving needs of overseas Filipinos. Kabayan Savings offers a safe, accessible channel for saving and managing remittances, while Kabayan Loan and Negosyante Loan—offered in partnership with BDO Network Bank—provide returning overseas Filipinos and microentrepreneurs with capital to start or grow small businesses.

Digital transformation is central to this strategy. Through BDO Online and BDO Pay, BDO Remit delivers seamless, paperless, and eco-friendly banking experiences. As of December 2025, 70% of Kabayan Savings account holders have been onboarded to digital banking. Overseas Filipinos can monitor accounts, send money, pay bills, and manage finances from anywhere in the world, thereby advancing SDG 9 Industry, Innovation and Infrastructure and SDG 13 Climate Action.

Access to Financial Education and Livelihoods

Aligned with BDO's Sustainability Contribution Strategy, BDO Remit empowers overseas Filipinos through financial education and livelihood opportunities. In partnership with the Department of Migrant Workers (DMW), the Overseas Workers Welfare Association (OWWA), and the Commission on Filipinos Overseas (CFO), BDO Remit delivers Pre-Departure and Post-Arrival Orientation Seminars covering saving, insurance, investment, responsible borrowing, and fraud prevention. In 2025, these efforts reached almost 339,000 participants through more than 9,600 domestic and international sessions, equipping overseas Filipinos and their families with financial literacy skills that support long-term wellness.

As a complement to financial education initiatives, BDO Remit conducted Stress Management Workshops in 2025. These sessions helped overseas Filipinos, particularly domestic helpers headed to the Middle East, prepare mentally, emotionally, and culturally, helping them gain confidence to work abroad and complete contracts successfully.

By collaborating with DMW and OWWA, BDO Remit further supported returning overseas Filipinos as they transitioned into entrepreneurship, providing access to microfinancing options through Kabayan and Negosyante Loans. These initiatives created pathways to sustainable livelihoods and supported SDG 1 No Poverty, SDG 8 Decent Work and Economic Growth, and SDG 17 Partnerships for the Goals.

Global Teams Serving Filipinos Everywhere

In line with BDO's Human Capital Sustainability Strategy, BDO Remit's strength as an organization continues to grow because of its people: dedicated employees in the Philippines and expats abroad who live out the values of Alagang Kabayan. They bring financial education directly to Filipino communities worldwide, facilitate account opening, explain investment options, and guide overseas Filipinos in using digital tools like BDO Pay, empowering them to manage finances independently across time zones. BDO Remit also integrated remittance status inquiry into its app ecosystem, giving remitters and beneficiaries a real-time view of the status of their remittance.

Support When Disasters Strike

Aligned with BDO's Disaster Response Sustainability Strategy, BDO Remit waived remittance fees for donations to various organizations that assisted victims of natural disasters in 2025, including the Philippine Red Cross, BDO Foundation, ABS-CBN Lingkod Kapamilya Foundation, and GMA Kapuso Foundation.

Governance for Secure and Trusted Transactions

Under BDO's Governance-based Sustainability Strategy, BDO Remit upholds principles of accountability, transparency, integrity, and fairness across its operations. Its remittance and financial services are aligned with global standards and are continuously enhanced to ensure security, efficiency, and customer trust. With this governance-driven approach, BDO Remit strives to ensure that every remittance contributes not only to financial progress but also to a sustainable future for Filipino families.

Economic, Environmental, and Social Impact

BDO Remit's financial inclusion initiatives fueled sustainable economic growth in 2025 by turning remittances into investments and entrepreneurial ventures. Kabayan deposit accounts grew by 10%, while average savings increased by 9%—clear evidence of stronger financial habits among overseas Filipinos.

Beyond economic impact, BDO Remit fostered social cohesion through community programs such as the annual Pamaskong Handog Christmas program, BDO Fiesta, Cash Agad Partners Agents Day, Community Marketing Roadshows, Stress Management Workshops, and International Women's Month celebrations. These events celebrated Filipino culture while offering direct access to financial services. BDO Remit also contributed to national development by partnering with agencies to honor outstanding Overseas Filipino Workers' families through the Model OFW Family of the Year Awards (MOFYA).

Project ENDOW: Reintegration Through Enterprise Development

In partnership with the DMW, BDO Remit supports the reintegration of overseas Filipino workers (OFWs) and seafarers through Project ENDOW (Enterprise Development for Overseas Filipino Workers & Seafarers and Their Family Members).

The program equips returning migrants and their families with practical skills to build sustainable livelihoods in the Philippines, providing alternatives to re-migration while strengthening local economic participation.

Project ENDOW is a two-day enterprise development training conducted with the DMW, BDO Network Bank, the Department of Trade and Industry (DTI), the Department of Labor and Employment (DOLE), and local government units. Participants learn business registration, financial management, labor compliance, and access to financing, culminating in a mentored business plan presentation and coaching on bank requirements.



Project ENDOW Program Modules	
Module I	Business Registration and Licensing Permits (LGU representative)
Module II	Employment and Labor/Employee Relations (DOLE representative)
Module III	Basic Accounting and Taxation
Module IV	Cash Management and Financial Projections
Module V	Starting a Business (DTI Representative)
Module VI	Making a Business Plan
Module VII	Working Abroad, Coming Home, Fears, Uncertainties
Module VIII	Going into Business as Alternative to Re-Migration and to Augment Current Employment Income
Module IX	Critique Presentation of Business Ideas with Projections (Panel with BDO representative)
Module X	Opening and Managing Your Bank Account; Requirements for Bank Loan (BDO Network Bank representative)

Beyond entrepreneurship training, the program supports the social transition of returning migrants, helping them manage uncertainty and confidently pursue local opportunities.

By enabling overseas Filipinos to establish businesses, the program transforms overseas experience into domestic economic value. Participants create income for their families while generating jobs for fellow Filipinos, allowing skills, discipline, and innovation gained abroad to benefit local communities.

To complement the training, DMW launched the LIKHA Business Plan Competition to provide viable enterprises with startup or expansion capital. LIKHA stands for Linangin ang Kakayahan sa Kabuhayan Award, which means Skill Development for Livelihood Award. The competition was held across key Philippine cities to reach different migrant communities—beginning in Makati, the country's primary business district, where 32 participants joined Likhang Kababaihan in June 2025. It continued in Tacloban, a major city in Eastern Visayas, where 24 seafarers took part in Likhang Marino in September. The program then expanded to Pasay, part of Metro Manila's urban hub, bringing together 39 overseas Filipinos from across the world for Likhang Global in December 2025.

In 2025, a total of 176 overseas Filipinos benefited from the reintegration initiatives supported by BDO. Through Project ENDOW, BDO Remit advances financial inclusion and economic empowerment by helping overseas Filipinos transition from remittance dependence to enterprise ownership. This fosters resilient households and stronger local economies.





SPECIAL REPORT

Championing Children's Rights Across Our Value Chain

BDO lives up to its Environmental and Social Risk Management System (ESRMS) Policy by embedding the Children's Rights and Business Principles (CRBP), developed by the United Nations International Children's Emergency Fund (UNICEF), into our business, operations, and partnerships to address social risks and opportunities. With children and youth making up more than half of the Philippine population, protecting their well-being is a core responsibility.

The UNICEF Children's Rights and Business Principles focus on the following:

Principle 1: **Respect and support children's rights.** Business should integrate children's rights into policies and management systems and conduct human rights due diligence, including remediation of adverse impacts

Principle 2: **Eliminate child labor.** Business should not engage in or tolerate child labor and should take steps to identify and eliminate it across operations and business relationships.

Principle 3: **Provide decent work for young workers, parents, and caregivers.** Business should promote decent work and support work-life balance and family responsibilities.

Following a capacity-building session hosted by the Securities and Exchange Commission and UNICEF on Child Rights and Corporate Sustainability in October 2025, BDO mapped the Bank's policies and practices against the CRB principles.

- On Policy: BDO maintains a strict zero-tolerance policy for child labor across its operations and supply chain. Through its Board-approved ESRMS, the Bank identifies Human Rights—including children's rights—as a key focus area and classifies Child Labor as a priority social risk across lending, investments, and supplier assessments.
- On Products for Children: BDO strengthened its youth-focused banking offerings through the BDO Junior Savers (0 to 12 years old) and NextGen Savers (13 to 19 years old) programs for children and young adults, respectively. Both types of accounts are designed for safe banking for minors, with parent or guardian consent requirements, age-appropriate account features, and built-in financial education to promote safe and responsible saving among minors. To further safeguard children from online exploitation, the Bank enhanced its controls to address Online Sexual Abuse and Exploitation of Children (OSAEC), including the integration of strengthened transaction-monitoring alert scenarios to detect human trafficking and child exploitation activities, and the implementation of mandatory OSAEC-specific training (AMLA 109) for all client-facing units.
- On Education Access through Personal Financing: BDO's Personal Loan includes education expenses as an eligible purpose, providing families with accessible credit and predictable repayment terms to cover tuition, school supplies, and other learning-related costs. By easing financial barriers to education, the loan helps ensure that children and youth can continue their studies uninterrupted, reinforcing the Bank's commitment to uphold their right to learning and development.



- **On Social Protection:** BDO Life supports children's well-being by helping reinforce the long-term stability of families through accessible insurance protection. In 2025, the Kids Campaign illustrated this commitment by presenting the value of insurance from the perspective of policyholders' children. This approach served as an indicator of BDO Life's continued efforts to communicate the importance of financial protection in ways that resonate with families and highlight its role in ensuring continuity for future generations. Through inclusive offerings such as the Kabalikat ng Pamilya (Family Partner) plan, which provides accident insurance, hospital confinement benefits, and burial assistance for up to five family members, BDO Life strengthens household resilience so that children remain supported even during periods of loss or crisis.
- **On Supporting Families:** BDO Remit strengthens the well-being of children in overseas Filipino households by helping ensure stable and secure financial support reaches families. Through its Pre-Departure Orientation Seminars and Post-Arrival Orientation Seminars delivered with the Department of Migrant Workers, the Overseas Workers Welfare Association, and the Commission on Filipinos Overseas, BDO Remit equips overseas Filipino parents with financial literacy on saving, budgeting, responsible borrowing, and fraud prevention—reinforcing household financial planning and resilience that strongly focus on children's education, health, and future needs. Its reintegration initiatives, such as Project Enterprise Development for Overseas Filipino Workers and Seafarers and Their Family Members (Project ENDOW), help returning overseas Filipinos establish sustainable livelihoods that support long-term family needs. Digital channels like BDO Online and BDO Pay further ensure safe and convenient access to remittances, while fee waivers during emergencies help children and their families receive timely assistance during crises.
- **On Capability-building:** Apart from mandatory OSAEC Training, the Bank, through the Sustainability Office, conducts the UN Sustainable Development Goals Workshop that emphasizes the protection of children's rights under SDG 8 (Decent Work and Economic Growth—protection from modern slavery) and SDG 10 (Reduced Inequalities—anti-violence against women and children). The Sustainability Office also trains employees on identifying social risks related to child labor and children's rights in its ESRMS Workshop on E&S risk assessment and opportunity mapping on the Bank's clients and projects assets.
- **On Responsible Marketing and Communications:** BDO's external communications and marketing practices are guided by Philippine consumer-protection, banking, advertising, and child-protection regulations. In line with OSAEC Act or Republic Act No. 11930, the Advertising Standards Council (ASC) Code of Ethics, and Bangko Sentral ng Pilipinas (BSP) financial consumer protection regulations, the Bank ensures that marketing content across physical and digital channels is truthful, age-appropriate, non-exploitative, and protective of children, including in online environments.
- **On Education and Financial Literacy:** BDO advanced its youth-focused initiatives by delivering financial education programs that foster long-term financial capability and support the overall well-being of children and adolescents. Employees regularly volunteered for the annual Brigada Eskwela Program of the Department of Education that rehabilitated classrooms and public schools before the start of each school year to promote a conducive learning environment for grade school students.
- **On Emergency Support, Health, and Well-being:** In 2025, BDO provided targeted relief assistance to children and their families affected by crises, ensuring timely support during periods of heightened vulnerability. Through the Employee Volunteer Program, BDO employees contributed to community feeding and food rescue activities, while BDO Foundation's rehabilitation of Rural Health Units (RHUs) incorporated child-focused features and pediatric-friendly spaces that improve access and enhance the experience for mothers, infants, and children.

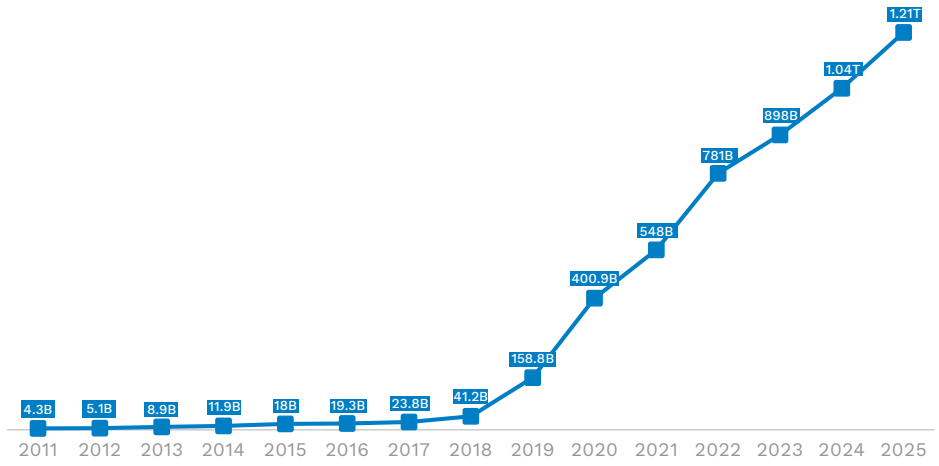
All these efforts are driven by BDO's governance and safety policies—ensuring the Bank's commitment to children's rights is cohesive, credible, and embedded across its operations and communications.



SPECIAL REPORT

15 Years of Sustainable Finance Leadership

BDO SUSTAINABLE FINANCE
(2011-2025)



As early as 2010, well before climate change became a mainstream financial concern in the Philippines, BDO had a forward-looking vision for sustainable finance. Recognizing its responsibility as the largest bank in the Philippines, BDO viewed the nascent renewable energy technologies and the emerging climate change risks as an opportunity to lead the country towards energy security and sustainability. The Bank positioned itself as an enabler and catalyst, mobilizing capital toward activities that support environmental resilience, social well-being, and long-term economic stability.

This pioneering commitment laid the groundwork for integrating sustainability into its core strategy and for developing financing solutions that empower businesses and communities to transition to a low-carbon, climate-resilient future. Over the past 15 years, BDO's Institutional Banking Group (IBG) has built a robust Sustainable Finance portfolio that aligns with policy shifts, evolving technologies, and changing market trends. What began in 2010 as the Sustainable Energy Finance program, focused solely on financing renewable energy (RE) projects, has evolved into an enabler of sustainable development across all industries.

With the expertise and dedication that helped mainstream RE projects in the Philippines and across Asia, IBG is also funding large-scale water and wastewater projects, clean transport, and community infrastructure nationwide. As of 2025, BDO has disbursed ₱1.21 trillion to sustainable projects and businesses, the largest amount for any Philippine bank to date.

As BDO marks its 15th year of delivering sustainable financial products and services, the Bank reflects with humility and pride on the lessons learned as a pioneer and today's market leader.

Raising the Bar and Shaping Policies

As a market leader, BDO leverages the influence that comes with scale and embraces the responsibility to help advance banking policies and market practices toward more sustainable banking. BDO's Energy Transition Finance Statement, issued in 2022, publicly declared the Bank's intent not to support new coal capacity and committed to reducing coal exposure by 50%, while ensuring that it does not exceed 2% of the Bank's total loan portfolio by 2033. As a Bank, BDO actively aligns with the Bangko Sentral ng Pilipinas (BSP) on policies, guidelines, and incentives related to sustainable finance. The Bank provides practical market insights to help ensure that policies are both ambitious and implementable, while managing stakeholder expectations.

Fifteen Years of Sustainable Finance Leadership (2010–2025)

Since 2010, BDO has built one of the most expansive and diversified Sustainable Finance portfolios in the Philippine banking sector, supporting the country's transition toward a low-carbon, climate-resilient, and socially inclusive economy. What began as a renewable-energy-focused initiative has evolved into a comprehensive platform that mobilizes capital toward environmental resilience, social well-being, and long-term national development. This sustained leadership reflects BDO's commitment to enabling businesses and communities to invest in climate solutions and pursue a more sustainable future.

2010

Establishing the Foundation

- Launched the Sustainable Energy Finance (SEF) Program with the International Finance Corporation (IFC).
- Established the Social and Environmental Management System (SEMS).

2011

First SEF Project and Capability Building

- Conducted intensive SEF capacity-building for lending, credit, and branch officers to strengthen awareness of sustainable energy financing and help clients identify energy-efficiency and renewable energy opportunities.
- Financed first SEF-eligible project: a 19 MW cogeneration plant in Isabela, supported by a **₱4.3 billion** loan.

2012

Pioneering Green Buildings

- Financed Zuellig Building, first LEED® Platinum–certified green building in the Philippines and first green building in Makati City, featuring energy- and water-efficient systems, double-glazed Low-E glass, rainwater harvesting, and low-flow plumbing fixtures.
- Financed an energy-efficiency project for cold storage of onions.
- Financed 0.318 MW rice husk biomass project in Nueva Ecija.
- SEF funded as of 2012: **₱5.1 billion**.

2013

Scaling Renewable Energy and Energy Efficiency

- Financed Starmall Alabang HVAC retrofit, winner of the UNFCCC Energy Efficiency Project Award; delivered P3 million monthly savings, improved indoor air quality, and avoided 3,774 tCO_2 annually.
- Financed 12 MW rice husk–fired biomass plant in San Jose, Nueva Ecija, first of its kind accredited under the Feed-in-Tariff (FIT) program; generated 74,880 MWh/year, equivalent to ~2,600 homes, and avoided 31,000 tCO_2 annually.
- Marked second partnership with the International Finance Corporation (IFC).
- SEF funded as of 2013: **₱8.9 billion**.

2014

Expanding Wind and Biomass

- Participated in syndicated loan for the 150 MW Burgos Wind Project.
- Financed 20 MW rice husk biomass facility in Isabela.
- Participated in syndicated loan for the 54 MW Pililla Wind Project.
- SEF funded as of 2014: **₱11.9 billion**

2015

Deepening Geothermal and Mini-Hydro

- Financed 8 MW mini-hydro in Antique.
- Financed 140 MW geothermal in Albay.
- Financed 112.5 MW geothermal in Leyte.
- Financed 192.5 MW geothermal in Negros Oriental.
- Financed a 300 kW solar rooftop installation at a BDO facility in Ortigas.
- SEF funded as of 2015: **₱18 billion**.

2016

Strengthening Solar and Biogas Technologies

- Financed 63.29 MW Calatagan Solar Farm in Batangas.
- Financed first state-of-the-art 2 MW biogas plant in Tarlac.
- Marked third partnership phase with the IFC
- SEF funded as of 2016: **₱19.3 billion**

2017

First Green Bond in the Philippines and East Asia Pacific

- Issued a US$150 million Green Bond, the first by a Philippine private-sector bank and a landmark transaction in the East Asia Pacific region, with IFC as sole anchor investor.
- The issuance catalyzed financing for eligible renewable energy projects and inspired other financial institutions and corporations to issue their own green bonds, strengthening local and regional sustainable finance markets.
- Financed 12 MW rice husk biomass (San Jose Phase 2) in Nueva Ecija.
- SEF funded as of 2017: **₱23.8 billion**

2018

Green Bond Grant and Proceeds Allocation

- Fully allocated the US$150 million Green Bond, supportir renewable energy projects totaling 95 MW across biom and wind.
- Achieved 270,000 tonnes of CO_2 emissions avoided anni 57,800 vehicles off the road or seven million trees growi
- Financed key biomass projects:
  - → 20 MW rice husk & corn biomass in Cagayan
  - → 15 MW rice husk & coco biomass in Maguindanao
  - → 6 MW multi-feedstock biomass in South Cotabato (first o
- SEF funded as of 2018: **₱41.2 billion**

2024

Crossing the ₱1 Trillion Sustainable Finance Threshold

- Sustainable Finance funded as of 2024: **₱1.04 trillion** (US$17.9 billion).
- 63 renewable energy projects as of 2024.
- Financed renewable energy projects across biomass, biogas, hydro, solar, and wind, contributing to 2,679 MW of installed RE capacity, and 4,767,745 tonnes of carbon dioxide avoided per year by funded renewable energy projects.
- BDO issues its second and third ASEAN Sustainability Bonds, raising ₱63.3 billion and ₱55.7 billion respectively, with beneficiaries from IBG's loan portfolio.
- Fully allocated proceeds from the US$100 million Blue Bond, financing water and wastewater management, bulk water operations, and treatment facilities in water-stressed coastal communities.

2025

Trailblazing Sustainable Finance

- Sustainable Finance funded as of 2025: **₱1.21 trillion**, largest of its kind among Philippine banks.
- Arranged the ₱150 billion MTerra Solar Project, largest project finance facility in Philippine history and world's largest integrated solar + battery storage facility (3,500 MWp solar, 4,500 MWh storage), projected to supply clean energy to 2.4 million households.
- Financed acquisition of the 796.64 MW Caliraya-Botocan-Kalayaan (CBK) hydro complex.
- Granted the Bank's first Sustainability-Linked Loan, amounting to ₱1.5 billion.
- Issued its fourth ASEAN Sustainability Bond, raising ₱115 billion, highest sustainability-related issuance by a Philippine bank as of 2025.
- Strengthened internal expertise with five Certified Green Finance Specialists.

2023

Expanding Renewable Energy Financing and Strengthening the Sustainable Finance Framework

- Sustainable Finance funded reached **₱898 billion** as of 2023.
- 59 renewable energy projects as of 2023.
- Financed renewable energy projects across biomass, biogas, hydro, solar, and wind, contributing to 2,377 MW of installed RE capacity and 4,382,572 tonnes Carbon dioxide avoided per year by funded renewable energy capacity.
- The Board approved additional categories for green, social, and blue finance, as well as a new orange/gender financing category, expanding the Bank's Sustainable Finance Framework into a broader set of eligible project categories.

2022

Energy Transition Commitment and New Instruments

- Sustainable Finance funded reached **₱781 billion** as of 2022.
- 58 renewable energy projects as of 2022
- BDO issued the Bank's first Blue Bond, the first in the Philippines and in the region in partnership with IFC.
- BDO issued its first ASEAN Sustainability Bond for a record-breaking P52.7 billion (US$955 million), with beneficiaries from IBG's loan portfolio
- Board–approved Energy Transition Finance Statement (ETFS) commits to:
  - → No new coal capacity
  - → 50% coal exposure reduction
  - → Coal exposure capped at 2% of the loan portfolio by 2033.
- Financed renewable energy projects in biomass, hydro, biogas, solar, and wind, contributing to 2,252 MW total installed RE capacity and 4,302,502 tonnes of CO_2 avoided annually by funded renewable energy capacity.

2019

Formalizing Sustainable Finance Governance

- Issued Environmental and Social Risk Management Guidelines supported by capacity-building activities.
- Renamed SEF Desk to the Sustainable Finance (SF) Desk, expanding its scope to all industries with environmental and social impacts.
- Authored the BDO Sustainable Finance Framework, aligned with BDO's Sustainability Strategies and the UN SDGs.
- Published first BDO Sustainability Report (May 2019).
- Financed 12 MW biomass in Nueva Ecija and 12 MW biomass in Bataan.
- ₱110.2 billion in SEF loans and **₱158.8 billion** in Sustainable Finance (SF) loans as of 2019.

2020

Geothermal Leadership and Framework Certification

- Financed 2.2 GW (2,184 MW) of the Philippines' installed renewable energy capacity.
- The Sustainable Finance Framework (SFF) received a Second-Party Opinion (SPO) from Sustainalytics, confirming alignment with international sustainability bond and loan standards..
- Strengthened climate-risk mitigation through WWF-facilitated internal training using the Philippine government's HazardHunterPH physical risk assessment tool.
- ₱119.4 billion in SEF loans and **₱400.9 billion** in SF loans funded as of 2020.

2021

Scaling Impact and Reach

- Sustainable Finance funded reached **₱548 billion** as of 2021.
- Reached 54 renewable energy projects funded
- Annual SEF impact included:
- 2,230 MW in total installed renewable energy capacity
- 4,266,687 tonnes of carbon dioxide avoided annually
- 1,994,189 families served by renewable energy projects
- 3,052 smallholder farmers supported under SDG 2 Zero Hunger
- 167.73 km of road network development enabled with **₱19.3 billion** in financing

CASE STUDY

Financing MTerra Solar, the World's Largest Integrated Solar–Battery Facility

The Philippines faces the dual challenge of rising power demand and climate vulnerability. MTerra Solar project is strategically sited at the provinces of Nueva Ecija and Bulacan in Central Luzon—an agricultural and load-center region north of Metro Manila and in one of the country's fastest-growing economic corridors, where demand for stable, affordable power continues to rise. MTerra Solar is the world's largest integrated solar and battery facility and responds at system scale: a 3,500-megawatt-peak (MWp) solar installation integrated with 4,500 megawatt-hours (MWh) of battery energy storage. Upon completion, it is expected to supply clean electricity to approximately 2.4 million households, strengthening energy security while advancing national renewable energy goals.

BDO provided the largest commitment in the ₱150 billion project finance facility and took on multiple leadership roles: Sole Mandated Lead Arranger and Bookrunner via BDO Capital, Facility Agent and Security Trustee via BDO Trust and Investments Group, and main account bank to support day-to-day requirements. This comprehensive structure demonstrates BDO's capability in renewable energy financing that can mobilize global clean energy.

Future-Proofing Energy Infrastructure and Grid Reliability

The project spans 3,500 hectares across the two provinces and includes a 13-kilometer, 500 kilovolt (kV) transmission line to connect to the national grid—future-proofing integration as load and renewables expand. The choice of Central Luzon as the project site also places MTerra Solar close to key transmission routes serving Luzon, the country's highest-demand grid region, enabling more efficient integration of large-scale renewable capacity. Project sponsors highlighted the importance of deep domestic banking expertise to navigate the project's scale, complexity, and execution requirements. The integrated battery energy storage system (BESS) enables the delivery of renewable power even beyond daylight hours, supporting grid stability and improving power quality. Estimated benefits include an estimated 4.3 million tons in annual carbon emissions avoided, roughly equivalent to removing at least 3 million gasoline-powered cars off roads.

Driving Local Development and Community Impact

Community-level benefits extend beyond energy generation. Programs such as brighTER (solar streetlights, improving safety and mobility), TERRAnsform (skills training for scholars with job placement under Engineering, Procurement and Construction contractors), and carTER (community marketplaces supporting local businesses) further reinforce the project's socio-economic contribution.

CASE STUDY

Scaling ACEN Onshore Wind Power Through Sustainable Finance

Wind complements solar to create a balanced renewable energy mix. ACEN's onshore wind development—positioned to become the largest wind power facility in the Philippines—is designed to deliver clean, reliable power to the Luzon grid, the country's largest and most energy-demanding island region, while supporting the national target of a 35% renewable energy mix by 2030. Located across four municipalities in Southern Luzon—Mauban and Real in Quezon Province, and Paete and Kalayaan in Laguna—the ACEN Onshore Wind Power Project spans coastal and upland areas with strong wind resources and direct connection to the Luzon grid.

BDO serves as a long-standing partner to ACEN, financing P12.04 billion, or 35% of the P34.41 billion total loan facility on a 15-year term. The Bank's role includes comprehensive financing and structuring support: Senior Lender (BDO Unibank), Joint Lead Arranger (BDO Capital), and Facility Agent and Security Trustee (BDO Trust and Investments Group). This integrated participation was cited by ACEN's leadership as critical to advancing a landmark renewable energy project.

Structuring Long-term Financing for Utility-Scale Renewables

The project highlights the importance of well-structured long-term capital in scaling renewable energy in the Philippines. By supplying clean power directly into the Luzon grid, the project helps stabilize the country's most heavily loaded transmission network as it is home to the largest central business districts, industrial centers, and key economic zones. As a utility-scale asset, the wind facility is expected to contribute meaningfully to grid decarbonization and stability, providing clean energy during hours when solar output naturally tapers. The focus on long-tenor financing reinforces investor confidence by matching capital terms with the project's operational life cycle.

Strengthening Local Economic Participation and the Energy Transition

Beyond its climate value, the project is expected to stimulate employment and enterprise activity during construction and operations—benefits highlighted by ACEN as part of its broader renewable expansion strategy. Wind projects of this scale typically require extensive land preparation, transport logistics, and community coordination, which in turn generate local jobs and supply-chain activity in host areas of Luzon.

CASE STUDY

Strengthening Community Resilience Through Richli Water's Sustainable Surface-Water Solutions

Water scarcity in Bohol, an island province in the Central Visayas region known for chronic groundwater depletion, has long forced communities to rely heavily on groundwater, contributing to saltwater intrusion and increasing the risk of contamination. Because many of Bohol's municipalities sit along coastal zones and depend on aquifers that are highly vulnerable to over-extraction, the province faces recurring water insecurity, especially during dry months. Richli Water addresses this development challenge by sourcing surface water from rivers and springs and treating it to high standards for safe, reliable distribution to households.

BDO's financing enabled Richli Water to expand its pipeline network and construct a new water treatment facility, boosting its capacity to serve Tagbilaran City—the province's main urban center—and neighboring municipalities. The choice of Bohol as a project site is critical, as the island has limited large-scale water infrastructure and faces ongoing demand pressures from tourism, population growth, and urbanization. The company's President described the loan as a "game changer"—precisely the kind of long-term capital smaller water utilities need to adopt sustainable, environmentally responsible methods.

Ensuring Water Quality Through Rigorous Monitoring and Compliance

Richli Water maintains strong operational governance. It conducts hourly water quality testing at its treatment plant for turbidity, chlorine levels, and pH balance, and undergoes third-party testing twice yearly to comply with Department of Health (DOH) standards. Looking ahead, the company plans to build additional water treatment facilities and is exploring the development of wastewater treatment plants to offer more comprehensive water solutions to communities across the island.

Delivering Environmental, Health, and Economic Benefits for Communities

The impact of this investment is both environmental and social. By reducing dependence on groundwater, the project helps protect aquifers, lowers the risk of waterborne illnesses, and enhances public health. Reliable clean water also supports local economic resilience, enabling households, businesses, and essential institutions to operate more sustainably. For an island province like Bohol, where water security underpins tourism, agriculture, and community wellbeing, the added reliability of treated surface water is especially valuable. This also illustrates how sustainable finance can unlock essential infrastructure that directly enhances community wellbeing.

CASE STUDY

Decarbonizing Urban Logistics Through Mober Electric Fleets and Charging Infrastructure

Freight and last-mile logistics are significant contributors to urban emissions. Mober is pioneering all-electric logistics with a fleet of 60 electric vehicle (EV) trucks financed by BDO—demonstrating a replicable pathway to decarbonize delivery operations while improving reliability and efficiency for enterprise clients. Based in Metro Manila, the Philippines' most densely populated and commercially active region, Mober operates in an environment where traffic congestion, air-quality concerns, and high logistics intensity heighten the need for cleaner transport solutions.

Mober's transition is anchored by Mober Central Charge, a purpose-built EV charging hub in Pasay City and one of Metro Manila's busiest logistics and commercial gateways, spanning 3,000 square meters with 56 charging ports. Using a three-shift operating model, the facility can charge up to 200 EV trucks daily, enabling round-the-clock logistics operations. Pasay's proximity to major business districts, retail centers, and transport corridors makes it an optimal base for large-scale electric logistics operations, supporting clients such as Ikea, SM Appliances, Nestlé Philippines, and Danish shipping and logistics company Maersk, further embedding clean transport in supply chain operations.

Scaling Clean Mobility Through Digital Transformation

BDO's support extends well beyond fleet financing. The Bank implemented tailored cash-management solutions that shifted Mober from manual processes to fully digital payments, improving real-time reconciliation, strengthening operational controls, and enhancing security. This digital backbone is critical for scaling EV logistics, where fast-moving operations depend on seamless, automated financial workflows.

A Replicable Model for Decarbonizing Hard-to-Abate Sectors

This case demonstrates the combined value of clean transport, enabling infrastructure, and digital readiness. Metro Manila's heavy daily freight movements, concentrated delivery zones, and high vehicle density make it one of the most challenging environments in the Philippines to decarbonize, strengthening the relevance of Mober's EV-based model. This integrated approach—fleet + charging + digitalization—shows how sustainable finance can unlock emissions-reduction pathways in one of the most challenging sectors to decarbonize. With BDO's backing, Mober is strengthening its role as a first mover in electric logistics, contributing to a more resilient and environmentally responsible urban mobility system.

SPECIAL REPORT

BDO Capital Powers Growth, Enables Progress at 25

As BDO Capital & Investment Corporation (BDO Capital) marked its 25th anniversary, it reflects on a track record focused on enabling business growth, supporting employment, and contributing to the Philippines' economic progress. From its early years as a small investment banking player, BDO Capital has grown into a leading firm in the sector, helping shape the Philippine financial landscape by enabling enterprises to expand and thrive.

Growth Alongside the Philippine Economy

BDO Capital has evolved alongside the Philippine economy, continuously strengthening its capabilities to respond to the changing needs of businesses. Since the early 2000s and up to the end of 2025, it has facilitated a cumulative transaction volume of ₱13.9 trillion (~US$278.6 billion), averaging approximately ₱536.4 billion (US$10.7 billion) in deals annually. These transactions, spanning equity, debt, and advisory services, reflect BDO Capital's role in enabling access to capital and supporting long-term business growth. From 12 officers and staff, BDO Capital employee headcount has grown to 41 as of end-December 2025, providing a full-range of investment banking services to its clients.

Adapting to a Dynamic Market

As capital markets have evolved, BDO Capital has expanded from providing traditional lending products to delivering more complex, structured financing solutions designed to meet changing market demands. Beyond funding requirements, businesses increasingly require strategic financial solutions tailored to their industries, cash-flow profiles, long-term objectives, and prevailing market conditions.

Through its affiliation with BDO Unibank, Inc., BDO Capital leverages the Group's strong balance sheet, extensive branch network, diversified financial products, and broad client base. This integrated platform enables BDO Capital to underwrite and arrange a wide range of financing transactions and provide advisory services, reinforcing its role as a trusted financial partner to corporates, issuers, and institutional stakeholders.

Delivering Through Market Cycles

Despite periods of market volatility, BDO Capital has remained a reliable partner to its clients delivering tailored financial solutions since the pandemic era. In 2025, BDO Capital facilitated its largest transaction volume to date, reaching ₱1.5 trillion (US$25.7 billion). During this period, heightened market volatility and rising interest rates created opportunities for issuers to access the debt capital markets with larger offerings, enabling them to secure long-term financing amid economic uncertainty.





Powering Philippine Businesses and Nation-Building

Beyond corporate finance, BDO Capital plays a vital role in supporting national development. It has enabled infrastructure projects that strengthen connectivity and mobility, facilitated mergers and acquisitions that contribute to industry development, and supported Philippine enterprises as they expand both domestically and internationally.

In recent years, capital-intensive sectors operating in a high-interest-rate environment have focused on optimizing their financial structures. BDO Capital has supported these efforts through innovative financing solutions, including sale-and-leaseback transactions, enabling companies to unlock liquidity while maintaining operational stability.

As BDO Capital enters its next chapter, it remains focused on strengthening partnerships and delivering financial solutions aligned with clients' long-term needs, in support of economic development and a sustainable business environment.

BDO Capital: 25 Years of Impact

Early 2000s

Foundation and Early Growth

BDO Capital began operations as an investment banking platform supporting Philippine businesses through access to capital.

2005–2024

Sustained Capital Formation

BDO Capital facilitated a cumulative transaction value of ₱13.9 trillion, averaging approximately ₱536.4 billion in transactions annually across equity, debt, and advisory services.

Expansion of Financial Capabilities

BDO Capital evolved from traditional lending products to more complex, structured financing solutions tailored to changing market conditions and client needs.

Leveraging Group Synergies

BDO Capital strengthened its underwriting, financing, and advisory capabilities by leveraging BDO Unibank's balance sheet, branch network, diversified product offerings, and client reach.

Supporting Nation-Building

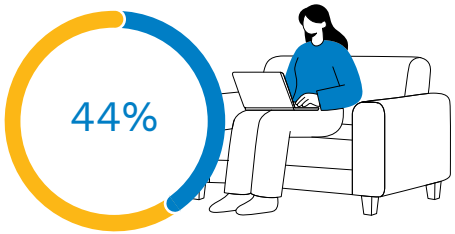
BDO Capital enabled infrastructure projects, facilitated mergers and acquisitions, and supported balance-sheet optimization initiatives to strengthen industries and economic resilience.

2025

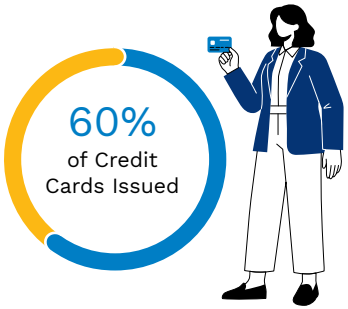
25th Anniversary with record transaction volume

BDO Capital marked 25 years of operations and reaffirmed its commitment to empowering enterprises and supporting sustainable economic development. BDO Capital facilitated its largest transaction volume to date at ₱1.5 trillion, enabling issuers to secure long-term financing amid continuing market volatility.

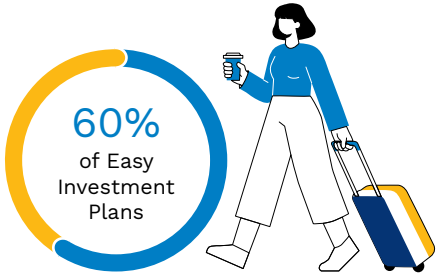
Empowering Women as Consumers and Entrepreneurs



Bank accounts opened through online account application



Access to credit card facility



Investment plans availed by women



Individual loans availed by women



48% of Home Loans

61% of Mortgage Loans

50% of First-time Home Loaners

47% of Auto Loans

49% of Car Leases

31% of Personal Loans

77% of Salary Loans

62% of Micro/Small/Medium Enterprise Loans

43% of Outstanding Multipurpose Loans by sole proprietors for Consumer Banking Group

Individual insurance availed by women

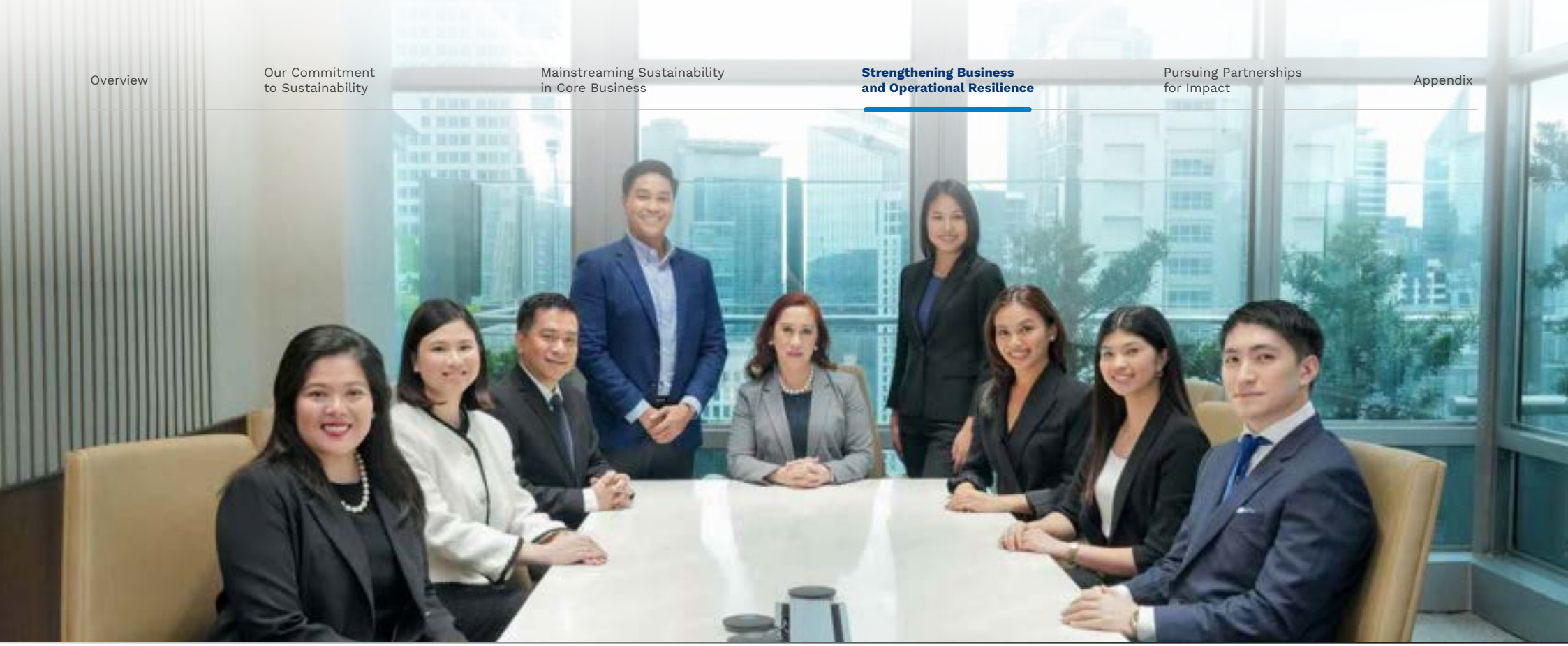
59% of Ordinary Life insurance

59% of Variable Life insurance

47% of Accident insurance

63% of Health insurance

59% of Total Insured Lives



Strengthening Business and Operational Resilience 2-6, 2-24

We consciously manage our environmental and social impacts through good governance that sustains superior business performance anchored on accountability, transparency, integrity, and fairness. We develop BDO bankers with a sustainable mindset who thrive on finding ways to innovate, find solutions to sustainability challenges, and live up to the Bank's sustainability commitments.



Economic Impact 201-1

BDO further strengthened its position as the country's leading full-service bank, remaining fully committed to addressing the diverse banking needs of Filipinos. During the year, the Bank expanded its branch and teller machines network, with a focus on underserved and remote areas, in support of broader financial inclusion. It also advanced its digital capabilities to enhance accessibility, security, and ease of use across its products and services. Collectively, these initiatives contributed to the Bank's ability to generate and distribute economic value, thereby supporting economic activity and development nationwide.

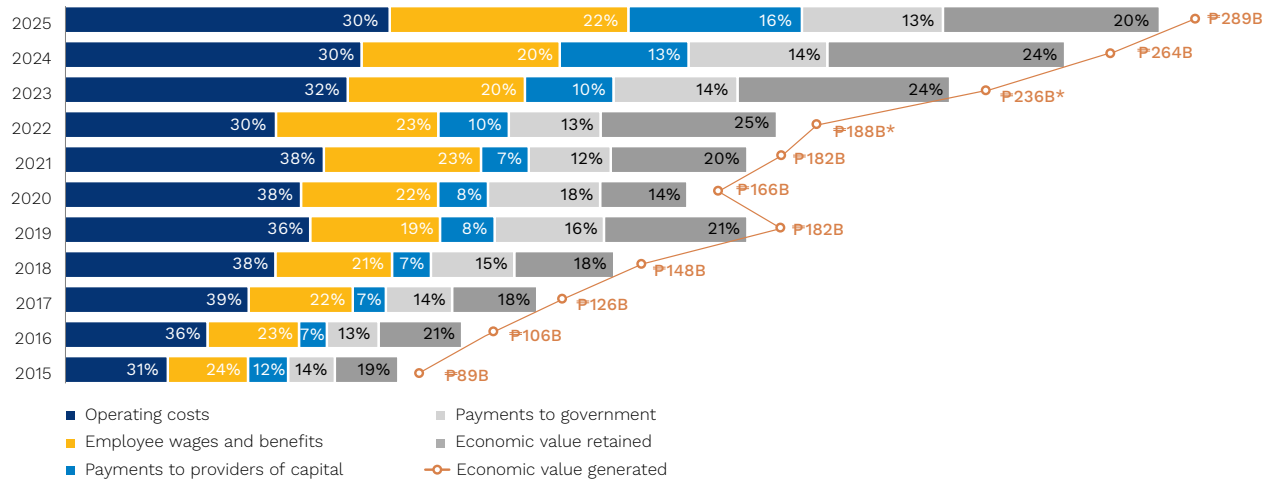
Economic Value Table

BDO's direct economic value generated (DEVG) reached ₱289 billion in 2025, a 9% year-on-year increase driven by resilient consumer and business activity despite a challenging economic environment.

The Bank distributed 80% of the economic value it generated, totaling to ₱231 billion, a 15% increase compared to the previous year. Of this distributed value, ₱62 billion or 22% was allocated to wages and benefits for BDO's workforce of more than 47,000 employees, helping stimulate domestic consumption. Other operating expenses also increased by 9%, amounting to ₱86 billion. BDO's total tax payments reached ₱37 billion, underscoring its role as a significant contributor to government revenues and broader national development. The Bank also invested ₱136 million in community initiatives, supporting financial education programs, delivering relief operations to disaster-affected communities, and rehabilitating and reconstructing schools and rural health units. These programs were implemented through BDO Foundation, the Bank's corporate social responsibility arm.

These efforts reflect BDO's commitment to generating and distributing economic value while advancing social welfare and inclusive development across the Philippines.

Economic Value Table 201-1



BOARD COMPOSITION 2-9


Teresita T. Sy


Nestor V. Tan


Estela P. Bernabe


George T. Barcelon


Vipul Bhagat


Franklin M. Drilon


Alfredo E. Pascual


Vicente S. Pérez, Jr.


Jones M. Castro, Jr.


Dioscoro I. Ramos


Josefina N. Tan

Good Corporate Governance

Good Governance for a Sustainable Future

Corporate governance at BDO reflects a steadfast commitment to effective oversight, rigorous regulatory compliance and sustainable value creation. More than a matter of compliance, it embodies accountability, fairness, and transparency. These principles safeguard stakeholder interests and drive long-term growth through an ethical, balanced, and forward-looking approach to business operations and governance.

BDO consistently applies the highest standards of corporate governance across the organization, anchored on accountability, fairness, integrity, and transparency. This disciplined approach has strengthened BDO's market reputation, built on a foundation of sound corporate culture and responsible business conduct, underpinned by a well-structured and effective system of governance.

The Bank adheres to the Securities and Exchange Commission (SEC) Code of Corporate Governance for Publicly Listed Companies and the Enhanced Corporate Governance Guidelines for BSP-Supervised Financial Institutions. It also aligns with international corporate governance best practices issued by globally recognized standards-setting bodies such as the Organisation for Economic Co-operation and Development (OECD) and the ASEAN Corporate Governance Scorecard (ACGS), which serve as key benchmarks.

Governance Structure

Board of Directors

The Board carries the primary role in ensuring good governance, providing effective leadership and strategic direction to secure the Bank's long-term success. It oversees the Bank's business affairs, including review of the strategic plans, performance targets, financial plans and budgets, key operational initiatives, capital expenditures, acquisitions and divestments, annual and interim financial statements, and corporate governance practices.

To maintain alignment with the Bank's corporate mission and vision, the Board periodically reviews the Bank's strategic objectives. Its responsibilities also include evaluating management performance, enterprise risk management, internal control systems, financial reporting and compliance, related party transactions, and the continuing education of directors. Additionally, the Board manages succession planning for itself, the President and Chief Executive Officer (CEO), and Senior Management.

In support of sustainable banking, the Board incorporates environmental, social and governance (ESG) considerations into its decision-making. This holistic approach ensures that the Bank achieves financial success while contributing positively to society and the environment.

Board Composition 2-9, 2-11

The Board's composition embodies diversity and independence, the anchors of its ability to provide strategic oversight, uphold integrity, and deliver balanced perspective and judgement that advance stakeholder value. The Board consists of eleven (11) members and is supported by three (3) advisors. Leadership rests with a Non-Executive Chairperson. The Board is composed of six (6) Independent Directors, four (4) Non-Executive Directors including the Chairperson, and one (1) Executive Director who is the President and CEO.

Independent and Non-Executive Directors account for 91% (10 of 11) of the Board, exceeding regulatory requirements that mandate at least a majority. With six (6) of the eleven (11) Board seats held by Independent Directors, the Bank surpasses the one-third (1/3) minimum threshold set by the Bangko Sentral ng Pilipinas (BSP) and the Securities and Exchange Commission (SEC). Independent, objective, and balanced judgement decision-making is reinforced as Independent Directors chair seven (7) of nine (9) board-level committees, namely, Board Audit, Corporate Governance and Sustainability, Risk Management, Related Party Transactions, IT Steering, Nominations, and Compensation. This structure ensures that critical issues and strategies are objectively reviewed, constructively challenged, thoroughly discussed, and rigorously examined. Board Advisors support the Board, with their insights and recommendations being highly valued by the Board members. The three (3) advisors are experts in their own fields, offering independent perspectives that enrich deliberations, add depth and objectivity to Board discussions, that strengthen the overall effectiveness of the Board.

Screening of Directors 2-10

The Board, through the Nominations Committee, is responsible for screening and evaluating new director nominees. In line with the Bank's Board Diversity Policy, it oversees the process of identifying and assessing the qualified candidates against defined roles and key attributes that would balance the skills, knowledge and experience of the existing Board membership and the strategic needs of the Bank. The Nominations Committee receives recommendations for potential candidates and to the extent possible, engages external search firms or refers to external databases (i.e., ICD List of Members) in selecting the pool of candidates for the new members of the Board. The Nominations Committee then recommends the most suitable candidate to the Board for appointment, when a vacancy occurs, or for election at the Annual Stockholders' Meeting (ASM).

For re-election of incumbent directors, the Nominations Committee also considers the results of the most recent annual evaluation of the performance of the Board and Board-level Committees facilitated by an independent third-party evaluator, attendance record in meetings, participation in Board activities, and overall contribution to the effective functioning of the Board. These results, along with regulatory fit-and-proper requirements, form part of the Nominations Committee's formal endorsement of incumbent directors seeking re-election during the ASM.

Board Diversity 405-1

BDO views diversity as an essential element in maintaining strong corporate governance through a strong and effective Board. The Bank's Board Diversity Policy reflects its recognition that diversity in skills, experience, gender, sexual orientation, age, education, race, religion, business, and other related expertise among its directors helps foster critical discussion and supports balanced decision-making by the Board.

The Board is resolute in continuously promoting and upholding diversity in its membership. As a whole, the Board, through its members, should possess all the necessary skills, experience and functional expertise to oversee the fulfillment of the strategic direction of the Bank. In determining the optimum composition of the Board and in filling its vacancies, the Nominations Committee uses as primary reference the Bank's Diversity Policy to maintain an appropriate balance of skills, background, gender, experience, and knowledge in the Board composition. The Committee takes into account the relevant qualifications of every candidate nominated for election, with competence and integrity as the primary factors.

The present members of the Board have extensive experience in banking, credit management, investment management, accounting and finance, insurance, legal management, business management, and strategy formulation, bank regulations including anti-money laundering, information technology, sustainability, and risk management, both globally and locally. More than half of the board members have significant international education and/or work experiences, which bring global perspectives to the Board. The appointment of the Bank's female Lead Independent Director in 2025 underscores the Board's strong commitment to gender diversity and further enhances the collective perspectives represented within the Board.

The Board believes that its current size and composition provide sufficient diversity among its directors and enable it to bring about effective leadership and maintain strong corporate governance that is attuned to the Bank's growth, complexity and scope of business.

Selection and Appointment of Senior Executive Management

The Board plays a critical role in shaping leadership by approving the selection and appointment of a highly competent senior executive team, led by the President and CEO, and key control function heads such as the Chief Compliance Officer, Chief Risk Officer, and Chief Audit Executive. In selecting these officers, the Board applies rigorous fit and proper standards, prioritizing integrity, proven technical expertise, and deep banking industry experience to ensure strong governance and sustainable performance.

Review of Bank's Mission, Vision, and Strategic Plans 2-16

The Board, being the highest governance body, approves and updates the Bank's mission, vision, objectives and strategies on a continuing basis. It also oversees management's implementation thereof, taking into account the Bank's long-term financial interests, its level of risk tolerance, and its capacity to manage risks effectively. It is actively engaged in the affairs of the Bank and monitors material changes in the Bank's business and regulatory environment to ensure that the Bank continues to have a positive influence on the economy. The Board similarly governs the implementation of policies relating to major areas of the Bank's operations and holds special meetings to discuss strategic matters and critical concerns.

During the year, the Board approved, reviewed, and oversaw the Bank's financial budget and capital funding, business targets and strategies, quarterly declaration of dividends, and the release of the 2024 audited financial statements within 57 days from year end, consistent with the ASEAN Corporate Governance Scorecard (ACGS) best practice standard. Its oversight functions include the review of operational and financial performance of Senior Management and the work of the various committees in accordance with their Terms of Reference. The Board also discussed macroeconomic and industry trends, regulatory developments, sustainability, digital transformation, and cybersecurity.

Improving Board Effectiveness 2-16, 2-18

Board Performance

The Corporate Governance and Sustainability Committee oversees the conduct of a yearly Board assessment that focuses on the performance of the Board, directors, Board-level Committees and Senior Management. The assessment is facilitated by an external firm annually, which is beyond the regulatory requirement of every three (3) years. To the Committee, engaging an independent party every year, rather than every three years as recommended by the SEC, continues to provide valuable governance insights and ensures stronger comparability, consistency, and ongoing improvement. The performance evaluation process begins with sending out customized Board Evaluation Questionnaires to each director and advisor who are required to complete them and provide additional context, as applicable. The results are independently tabulated and assessed by the external facilitator, supplemented by interviews with the directors, advisors and selected Senior Management officers.

The Bank re-engaged Isla Lipana & Co./ PwC Philippines (PwC) as external facilitator for the Bank's 2024 Board Effectiveness Evaluation (BEE). PwC facilitated and conducted a peer and self-evaluation process on the Board, Board-level Committees and individual directors, with additional insights from the Board Advisors and selected Senior Management officers.

Based on the Board's self-assessment and PwC's report, the Board sustained a strong level of performance across all key dimensions, while its members continue to demonstrate proactive involvement in crucial governance areas. Their diverse skills and perspectives enable comprehensive analysis and robust strategic guidance thereby reinforcing the Bank's commitment to effective governance and sustainable business practices. Since 2018, the Board has actively performed oversight, and provided directions on ESG initiatives, including comments and suggestions on further enhancing ESG and sustainability practices. The Board's self-assessment results further indicate strong oversight and active engagement between the Board and Senior Management, contributing to effective decision-making and execution. PwC's assessment report highlighted that the Chairperson and CEO continue to exemplify strong leadership, fostering an environment of transparency, collaboration, and disciplined execution across the organization.

The Board-level Committees likewise demonstrated their consistent strong performance. The evaluation highlighted their high-level of engagement and effective oversight in their respective mandates. Evaluation results also underscored strong leadership exhibited by the Board-level Committee chairpersons, who effectively guide their respective committees, foster collaboration, and drive impactful decision-making. Their leadership is instrumental in maintaining the Board's overall effectiveness and ensuring robust, risk sensitive, and responsive governance practices.

Continuing Education for Directors and Senior Management 2-17

To ensure the enhancement of directors' skills and knowledge, the Board undergoes a continuing education program. Each year, all directors and key officers of the BDO Group are updated, briefed and required to attend a corporate governance seminar on relevant topics to ensure that they are attuned with the developments in the business and regulatory environments, including emerging opportunities and risks in the financial industry. In 2025, all incumbent directors of BDO Unibank complied with the annual corporate governance training requirement of four (4) hours.

The 2025 Corporate Governance Seminar featured Professor Ian Goldin (Director of Oxford Martin School, University of Oxford), Mr. Steve Martin (CEO, Influence at Work (UK)) and Mr. Shai Ganu (Managing Director, Willis Towers Watson) who are global thought leaders that provided them with unique insights on the impact of innovation on business operations and governance, ethical considerations in technology adoption, and strategies for aligning leadership with sustainability and stakeholder trust. The topics included artificial intelligence and ethical governance, consumer trust and digital engagement, and stewardship as a foundation for accountability and long-term value creation.

Remuneration of Directors and Senior Management 2-20

BDO's remuneration policy is designed to attract, retain, and motivate top talents, ensuring that both employees and members of the Board are aligned with the Bank's long-term success.

The remuneration framework for Senior Management includes fixed pay, performance-based bonuses and the Employee Stock Option Plan (ESOP) as a long-term incentive program. A clawback mechanism is in place where the benefits and rights accruing from the ESOP can be forfeited, if an eligible employee is terminated from service for cause or in the event of imposition of an administrative or disciplinary sanction or penalty against the employee at any time during and after the vesting period prior to exercise. This conditional eligibility mechanism underscores accountability and alignment of employee interest with the Bank's long-term goals.

The remuneration framework is closely linked to corporate and individual performance, based on an objective appraisal of Senior Management. The same framework equally applies to the President and CEO. Annually, qualified employees receive merit-based salary increases, which have a long-term compounding effect on the fixed pay and serves as the basis for their retirement benefit. By rewarding performance and fostering a culture of excellence, this policy supports sustainable growth and organizational success.

Non-Executive Directors (NEDs) receive per diem for attending board and committee meetings, with no distinction between committee chairpersons or members. In accordance with applicable laws, the Bank grants additional directors' fees on top of meeting per diems to ensure that the remuneration reflects the effort, time spent, and responsibilities of NEDs. The total remuneration of each Board member is disclosed in the Bank's Definitive Information Statement and SEC Form 17-A (Annual Report).

Chairperson of the Board 2-11

The Chairperson plays a central role in guiding the Board and ensuring its effectiveness. She offers visionary leadership, fosters strong collaboration among directors, and creates an environment that encourages open dialogue, critical thinking, and constructive debate on key issues and long-term priorities. She ensures that the Board of Directors exercises robust oversight of the Bank's operations and Senior Management performance. Additionally, she leads efforts to uphold high standards of governance and independence, with the full support of all directors.

Independent and Non-Executive Directors' Meeting

Independent and Non-Executive Directors (INED) regularly convene meetings with the heads of the control functions (i.e. Chief Risk Officer, Chief Compliance Officer, and Chief Audit Executive) as well as the external auditor. These sessions are held without the presence of management or any bank executive, providing an opportunity for candid discussions on various matters outside the formal meetings of Board Audit Committee and Risk Management Committee. INEDs also engage with the heads of business and operating units to gain deeper insights and promote more comprehensive dialogue with the Bank's management. These meetings are chaired by the Lead Independent Director to ensure structured and effective discussions.

In 2025, the INED held three (3) sessions with the Bank's key control functions and reviewed the Bank's governance, risk, compliance, and audit posture, focusing on the institution's ability to remain resilient and forward-looking amid evolving regulatory requirements and market conditions. These discussions enable the INED to assess whether the Bank's control frameworks and risk management continue to support long-term stability and organizational agility.

Complementing these governance reviews, the INED conducted focused strategic dialogues with key business, operational, and support groups within the Bank. These sessions provided deeper visibility into the Bank's digital transformation progress, evolving client needs, and opportunities in key domestic and offshore markets. Insights from these engagements were subsequently relayed by the INED in a separate meeting to the Executive Director. This ensured alignment across governance and management, which reinforced the Board's commitment to strong oversight, strategic readiness, and long-term value creation.

Board Level Committees

2-12, 2-16

To effectively discharge its duties and responsibilities, the Board has established nine (9) committees. These committees operate under the authority of the Board and report directly to it. Their respective mandates and scopes are defined in their Terms of Reference, which undergo annual review and may be revised to align with the Board's evolving needs or regulatory requirements. The Board retains discretion to adjust the number and composition of these committees, in accordance with applicable laws or regulations, particularly those governing the majority membership and chairmanship of Independent Directors. As of December 31, 2025, seven (7) of nine (9) board-level committees are chaired by Independent Directors.

For the full functions and compositions of the standing committees of the Board, please refer to the 2025 BDO Annual Report.

Executive Committee

Chairperson:	Teresita T. Sy	
Members:	Josefina N. Tan	Edmundo S. Soriano
	Nestor V. Tan	Cecilia Luz L. Tan
	Mario B. Palou	

The Executive Committee exercises the Board delegated authority in managing and directing the Bank's affairs, including oversight over the Bank's sustainability program.

- Serves as the primary approving body for loans, credit facilities, advances or commitments and property-related proposals.
- Reviews and recommends for Board approval credit and investment proposals beyond its delegated limits; major credit policies and amendments, including changes to credit approval authorities; establishment of branches, extension offices, and domestic or foreign subsidiaries; and amendments to the Bank's Articles of Incorporation and/or By-Laws.

Throughout the year, the Committee exercised its Board-delegated authority to approve significant actions, including:

- Loans and credit facilities for clients' financing requirements.
- Proposals to resolve or remediate problem accounts.
- Leases and acquisitions of branch sites to support the Bank's expansion strategy and enhance operational efficiency.

As part of its ongoing oversight responsibilities, the Executive Committee remains mindful of the Bank's ESG programs, commitments and regulatory expectations. In line with this, it continues to require an environmental and social (E&S) risk assessment for all new and refinanced lending and investment accounts, in accordance with the ESRMS policy. This framework guides BDO bankers to stay conscious of these commitments and to identify, assess, and manage E&S risks and opportunities across credit, investments and administrative operations.

Board Audit Committee

Chairperson:	Vicente S. Pérez, Jr. *(Independent Director)*
Members:	Estela P. Bernabe *(Independent Director)*
	Jones M. Castro, Jr.
Advisors:	Vipul Bhagat *(Independent Director)* *From April 25, 2025*

- Empowered by the Board to oversee the financial reporting process, internal control and risk management systems, internal and external audit functions, and compliance with applicable laws and regulations, the Committee discharged its oversight functions independently in accordance with its Terms of Reference, which are annually reviewed and updated, when necessary. The BAC assessment indicated that the Bank's internal controls, financial reporting processes and systems are generally adequate and effective.
- On compliance, it recommends the approval of the Compliance Charter and reviews annually the performance of the Chief Compliance Officer and the compliance function. It also reviews the annual plans of the Compliance Group including the Anti-Money Laundering Department (AMLD) and evaluates the effectiveness of the regulatory compliance framework of the Bank to ensure that these are consistently applied and observed throughout the institution. It reviews the report of examination of the BSP and other regulators including replies to such reports for endorsement to the Board for approval, in line with its mandate to oversee the Bank's compliance requisites as required by regulatory bodies.
- The BAC also reviews the Internal Compliance Testing results on the Sustainability Office for sustainability-related circulars and memorandums of the BSP and the SEC.

Corporate Governance and Sustainability Committee

2-12, 2-13, 2-14

Chairperson:	Alfredo E. Pascual *(Independent Director) From April 25, 2025* Estela P. Bernabe *(Lead Independent Director) Until April 25, 2025*	
Members:	George T. Barcelon *(Independent Director)* *From April 25, 2025*	Vicente S. Pérez, Jr. *(Independent Director)* *Until April 25, 2025*
	Franklin M. Drilon *(Independent Director)*	
Advisors:	Estela P. Bernabe *(Lead Independent Director)* *From April 25, 2025*	George T. Barcelon *(Independent Director)* *Until April 25, 2025*
	Jones M. Castro, Jr. *Until April 25, 2025*	

Annual Continuing Education of Directors

The Corporate Governance and Sustainability Committee played a pivotal role in ensuring that directors continue to be equipped with appropriate knowledge and skills to govern effectively in the rapidly changing business environment. For 2025, the Committee approved the topics and resource speakers for the Bank's Corporate Governance Seminar, and all eleven (11) members of the Board completed the mandatory four (4) hour training requirement. The seminar held on July 25, 2025, was attended by directors and key officers of BDO's subsidiaries, reflecting the bank's commitment to inclusive and comprehensive governance education across the Group. The completion of this seminar adheres to the regulatory requirement for an annual corporate governance training. (See Continuing Education for Directors and Senior Management)

Adherence to Corporate Governance Standards

Throughout the year, the Corporate Governance and Sustainability Committee implemented several initiatives to elevate corporate governance standards. Notably, the Committee approved the 2024 Integrated Annual Corporate Governance Report and the Bank's report on compliance with leading governance practices, which were incorporated into the 2025 Information Statement (SEC Form 20-IS). Additionally, the Committee endorsed the revised 2024 ASEAN Corporate Governance Scorecard (ACGS) Self-Assessment Document, providing guidance for ACGS assessors to identify the Bank's disclosures aligned with ACGS recommendations. The Bank likewise continued to receive significant regional governance and sustainability recognitions, including Best Bank for ESG Philippines from Euromoney and The Asset, and multiple awards from Retail Banker International and ESG Business. The Bank also received the Best Sustainability Team Award in Asia from The Asset for the second consecutive year. For its conformity with the best practice recommendations of the ASEAN Corporate Governance Scorecard (ACGS), the Bank also earned a spot as one of the Top 50 Association of Southeast Asian Nations (ASEAN) Publicly Listed Companies.

Revision of key governance documents

The CG Committee approved and endorsed several revisions to key governance documents. This included amendments to the:

Corporate Governance Manual

The 2025 update to BDO's Corporate Governance Manual introduces significant refinements to strengthen board effectiveness and align governance practices with global standards. Key changes include clarifying the Board's oversight of Senior Management, reinforcing independence by removing exemptions for Independent Directors, and embedding sustainability and ESG principles into both Board-level oversight and enterprise-wide governance. The revisions also formalize the adoption of global sustainability reporting frameworks, expand dividend policy guidelines, and rationalize executive remuneration disclosures for greater transparency.

Revisions to the Corporate Governance Manual underscored provisions on real-time voting until the adjournment of the Annual Stockholders' Meeting and the integration of sustainability considerations into the Group's risk management and strategic frameworks. These updates support greater transparency, reinforce sound governance practices, and align the Manual with evolving regulatory and sustainability expectations across the BDO Group.

Sustainability Oversight 2-12, 2-14

In 2025, the Board changed the name of the Corporate Governance Committee into Corporate Governance and Sustainability Committee to more clearly define the Board-level oversight accountability for the Bank's sustainability policies, programs, and initiatives. While sustainability-related risk policies are approved by the Risk Management Committee, the Corporate Governance and Sustainability Committee performs regular oversight on sustainability matters—sustainability-related reports, regulatory updates, bank activities and initiatives–as part of its regular agenda.

Sustainability Updates were presented and thoroughly discussed during the seven (7) occasions that the Corporate Governance and Sustainability Committee convened in 2025. The Committee focused on the Bank's key initiatives for sustainable finance and BDO operations with sustainability impact. Among these were: the implementation of the Environmental and Social Risk Management System (ESRMS) across the BDO conglomerate; the Bank's Sustainable Finance and Fossil Fuel Exposures; the Bank's carbon footprint and reporting based on the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD); the content outline and performance highlights of the 2024 BDO Sustainability Report; and updates on the Bangko Sentral ng Pilipinas 2025 Examination of BDO's sustainability and sustainable finance transition.

The Committee also discussed the impact of the full allocation of ASEAN Sustainability Bonds (ASB) proceeds of P52.7 billion (USD885.3 million). These investments supported solar and wind energy installations, which have significantly reduced greenhouse gas emissions and contributed to the Philippines' transition to cleaner energy sources. The funds also financed energy-efficient infrastructure, such as green buildings, resulting in measurable reductions in energy consumption and promoting sustainable urban development. On the social side, the projects funded under BDO's first ASB issuance align with the 17 United Nations Sustainable Development Goals (SDGs), particularly SDG 7 (Affordable and Clean Energy), SDG 11 (Sustainable Cities and Communities), and SDG 13 (Climate Action). The Committee likewise reviewed the performance of all five BDO Sustainability Bond issuances, and the record-breaking success of the fifth Sustainability Bond, issued at P115 billion (USD1.9 billion) in July 2025.

The Committee also reviewed the Securities and Exchange Commission's Exposure Draft on Philippine Financial Reporting Standards; the International Financial Reporting Standards (IFRS) Sustainability Disclosure Standards and BDO's early adoption of the said standards in its sustainability reporting; BDO's Energy Management Policy and compliance to the Energy Efficiency and Conservation Act; and the Philippine Energy Plan. Local and regional recognitions that the Bank received for its ESG practices were also highlighted to the Committee: The Retail Banker International Asia Trailblazer Award 2025, the Euromoney Excellence Awards 2025, Asia Corporate Excellence & Sustainability (ACES) Awards 2025, The Asset ESG Corporate Awards 2025, and the 4 Golden Arrows from the Institute of Corporate Directors among others.

Directors who were new to the Board and who are members of the Corporate Governance and Sustainability Committee went through a sustainability onboarding session with the Sustainability Office to bring them up to speed on the Bank's sustainability framework, policies, commitments, and pioneering initiatives.

- **Board Effectiveness Evaluation**

  The Corporate Governance and Sustainability Committee engaged Isla Lipana & Co./PwC Philippines (PwC) to facilitate the 2024 Board Effectiveness Evaluation (BEE), covering Board conduct, committee performance and director self and peer assessments.

  Results of the BEE confirm a consistently strong performance, with upward trends in the performance of Board responsibilities, Board composition, and risk oversight, reinforcing the Board's strategic focus and governance resilience. Interaction and communication with Management also improved, reflecting a culture of constructive engagement and informed decision-making.

Trust Committee

Chairperson:	Dioscoro I. Ramos	
Members:	Vipul Bhagat *(Independent Director)* *From April 25, 2025*	Josefina N. Tan Nestor V. Tan Manuel Patricio C. Malabanan
	Alfredo E. Pascual *(Independent Director)* *Until April 25, 2025*	
Advisors:	Noel Andrada Christopher A. Bell-Knight	

Significant matters taken up by the Committee in 2025 included the review of BDO Trust and Investments Group's (BDO Trust) investment outlook and strategy, business performance, and updates on assets under management (AUM) across institutional and retail segments. The Committee regularly reviewed AUM trends, funds flow, fee performance, and market conditions, noting sustained year-on-year growth in both AUM and trust fees throughout the year. It also monitored account-level activities and product-related matters, including renewals of issuers' lines, equity broker lines, and the annual review of policies aligned with regulatory requirements.

Risk Management Committee 2-12, 2-13

Chairperson:	Vipul Bhagat *(Independent Director)*	
Members:	Jones M. Castro, Jr. Alfredo E. Pascual *From April 25, 2025*	Dioscoro I. Ramos *Until April 25, 2025*
Advisors:	Dioscoro I. Ramos *From April 25, 2025; Formerly a Member* Christopher A. Bell-Knight Nestor V. Tan	

- Oversees the Bank's enterprise risk management program (ERM), including the Trust Unit, consistent with the mandate assigned by the Board.
- Approves the Bank's risk appetite and risk tolerance levels, as well as the supporting policies and limits across major risk areas (i.e., credit, market, liquidity, interest rate, operational (including business continuity, IT, information security, data privacy and social media risks), consumer protection, and environmental and social risk, to ensure alignment with the Bank's strategic objectives and overall risk appetite.

  The Committee likewise oversaw trust risk exposures and noted that trust asset levels, portfolio diversification, funding concentrations, redemption triggers, and value at risk indicators all remained within approved limits. The Committee endorsed updates to major risk policies and manuals, including market and liquidity risk policies, trust risk limits, and its revised Terms of Reference, ensuring alignment with regulatory expectations and evolving industry practices. During the year, the Committee also approved refinements to country limits, credit scoring models, and foreign exchange risk parameters and noted the completion of the Bank's self-assessment on operational resilience for regulatory submission. In addition to fulfilling its core risk oversight responsibilities, the Committee continued to monitor emerging environmental, social, and governance related risks to ensure that ESG considerations remain integrated into the Bank's broader risk management framework and aligned with regulatory guidance. These actions supported the ongoing enhancement of the Bank's risk governance structure and reinforced its commitment to maintaining prudent risk discipline and a resilient risk management system in support of sustainable growth.

  In 2025, the Risk Management Committee continued to provide comprehensive oversight of the Bank's risk management framework, covering market, liquidity, credit, operational, and trust risks. Throughout the year, the Committee noted that the Bank maintained a strong liquidity position and sufficient capital to absorb losses under stress scenarios, with no breaches of market or liquidity risk limits reported across all monitoring periods. Regular reviews of portfolio exposures, country risk levels, and loan portfolio quality confirmed the Bank's disciplined approach to credit risk, supported by stable non-performing loan ratios, adherence to concentration and industry limits, and compliance with the Environmental and Social Risk Management System requirements. The Committee also monitored the outcomes of stress testing exercises and model performance reviews and received updates on operational risk matters, including information security, data privacy, cybersecurity, and customer service, all of which remained within acceptable thresholds.

Nominations Committee 2-10

Chairperson:	Franklin M. Drilon *(Independent Director) From April 25, 2025* Estela P. Bernabe *(Lead Independent Director) Until April 25, 2025*	
Members:	George T. Barcelon *(Independent Director)* *Until April 25, 2025* Estela P. Bernabe *(Lead Independent Director)* *From April 25, 2025*	Vicente S. Pèrez, Jr. *(Independent Director)*

During 2025, the Nominations Committee reviewed the profiles of various individuals as directors for the term 2025-2026, including the nomination of incumbent regular and independent directors for the 2025 Annual Stockholders' Meeting, ensuring that the Board continues to benefit from a strong mix of experience, independence and sector expertise. In parallel, the Committee evaluated and approved the interlocking and concurrent positions of certain directors to confirm that their external roles remained fully aligned with regulatory requirements and did not conflict with their responsibilities at BDO Unibank.

Building on its governance oversight, the Committee also reviewed and endorsed to the Board for approval several senior leadership appointments across key business, control and support functions, reflecting the Bank's ongoing efforts to strengthen its talent pipeline. These appointments were complemented by promotions of senior officers and organizational adjustments consistent with the Bank's succession planning framework. In addition, the Committee approved the revised Terms of Reference of the Nominations Committee and reviewed updates on the succession planning process for Group Heads and other critical leadership positions, ensuring continued leadership continuity across the organization.

Compensation Committee 2-20

Chairperson:	George T. Barcelon *(Independent Director)*
Members:	Franklin M. Drilon *(Independent Director) From April 25, 2025* Dioscoro I. Ramos *Until April 25, 2025* Teresita T. Sy

In 2025, the Committee continued to enhance governance over compensation structure and disciplines. The Committee noted the executive compensation disclosures for inclusion in the 2025 Information Statement and the 2024 Annual Report.

The Committee also approved and endorsed a revised Terms of Reference (TOR) to the Board of Directors, ensuring continued alignment with governance best practices while maintaining independence and integrity. The Committee also reviewed the fund performance of the BDO retirement fund, as part of its oversight responsibility over benefit and compensation related matters.

Information Technology Steering Committee 2-9, 2-12, 2-13

Chairperson:	George T. Barcelon *(Independent Director)*
Members:	Jones M. Castro, Jr. *From April 25, 2025* Dioscoro I. Ramos Nestor V. Tan Frederic Mark S. Gomez *Until February 3, 2025* Paul John Siy *From April 25, 2025 until November 3, 2025* Rene B. Morta *From November 3, 2025*

For the year 2025, the Information Technology Steering Committee (ITSC) strengthened the Bank's technology governance through its oversight of digital, operational, and cybersecurity priorities, ensuring strong alignment with the Bank's strategic goals.

Throughout the year, the Steering Committee closely tracked the progress of major technology transformation programs aimed at elevating customer experience, streamlining operations, meeting regulatory commitments, and reinforcing the Bank's security and application resiliency. These programs included improvements across digital channels, payment platforms, enterprise servicing streamlining, generative AI and the modernization of core banking technologies.

A key highlight for 2025 was the Bank's continued progress in cybersecurity and IT resiliency. The Steering Committee noted strong and improving security posture, alongside the successful modernization of critical technology infrastructure—most notably, the migration of essential systems to a next generation, purpose-built data center designed to deliver higher availability, better performance, and more robust protection.

The Steering Committee also covered the performance and reliability of digital channels, cost optimization initiatives, vendor governance, and the ongoing development of IT talent. These focused efforts reinforced the Bank's commitment to secure, reliable, and future ready technology—enabling innovation, operational excellence, and consistently high-quality service for customers and stakeholders.

Related Party Transactions Committee 2-15

Chairperson:	Estela B. Bernabe *(Lead Independent Director) From April 25, 2025* Dioscoro I. Ramos *Until April 25, 2025*
Members:	Vipul Bhagat *(Independent Director) From April 25, 2025* Jones M. Castro, Jr. *Until April 25, 2025* Vicente S. Pèrez, Jr. *(Independent Director) From April 25, 2025* Dioscoro I. Ramos *From April 25, 2025*
Advisors:	Jones M. Castro, Jr. *Until April 25, 2025*

Throughout 2025, the Related Party Transactions Committee (RPTC) conducted a meticulous review and approval process for various material credit and non-credit related party transactions, endorsing them for Board approval. This rigorous oversight ensured that all transactions were thoroughly evaluated, maintaining arms'-length transactions with related parties, transparency and compliance with regulatory standards. The Committee likewise reviewed the annual non-material related party transactions submitted by various business units for Board confirmation, ensuring that even minor transactions met the necessary governance standards. (See the 2025 BDO Annual report for more details on related party transactions.)

Compliance with the SEC Code of Corporate Governance 205-1

As part of its responsibility as a publicly listed company, the Bank reports its adherence to the SEC Code of Corporate Governance for PLCs and explains any areas where its governance approach differs from the recommended practices. For the year ended December 31, 2025, the Bank confirms that it remains substantially aligned with the Code, with two items where the Bank's governance framework reflects a considered and deliberate approach: 1) Policy on retirement age of directors; and, 2) Disclosure of executive remuneration on an individual basis.

On the retirement age of directors, the Board's governance framework places strong emphasis on director effectiveness, strategic foresight, and stewardship. In this context, the Board has taken a principled view that institutional leadership is best supported by a performance-anchored model rather than a blanket age-based rule.

Instead of imposing a fixed retirement age, the Board relies on established governance mechanism, such as annual evaluation of the Board, committees, and individual directors; fit-and-proper assessments; and succession planning processes, to determine the continuing suitability of each director. This ensures that Board membership remains aligned with the Bank's strategic priorities, risk environment, leadership needs, at any given time. The approach also reflects the Board's conviction that experience remains a strategic asset, particularly in a sector characterized by complex regulatory demands and evolving market risks. The Board maintains both continuity and accountability by preserving their ability to retain seasoned directors while still subjecting them to rigorous evaluation. It also upholds shareholder rights by allowing them to elect directors based on merit and not age.

In its governance of executive compensation, the Board seeks to balance transparency, competitiveness, and prudent risk oversight. While director compensation is disclosed individually, the Board has determined that reporting executive officers' remuneration on an aggregate basis better supports the Bank's talent retention and acquisition objectives, and mitigates security risks associated with the disclosure of sensitive compensation information. This approach aligns with the Board's responsibility to safeguard the institution's leadership pipeline and to protect sensitive remuneration information that, if disaggregated, could expose the Bank to unnecessary risks such as targeted recruitment by competitors or personal security concerns affecting key executives. At the same time, the Board ensures robust oversight of compensation structures through its governance committees. The remuneration framework remains aligned with the Bank's long-term strategy, risk culture, and performance outcomes, with clear accountabilities embedded across all levels of the organization.

Through these positions, the Board emphasizes a governance philosophy anchored in effectiveness, prudence, and long-term value creation. The Bank remains committed to transparent and accountable governance practices while applying judgment in areas where a more nuanced approach supports institutional resilience and strategic continuity.

Independent Control Functions

Compliance

BDO's Compliance Group, led by the Chief Compliance Officer (CCO), provides independent oversight and advisory support to the Board and Senior Management to ensure that the Bank operates in line with regulatory expectations. Its mandate focuses on maintaining a sound and coherent compliance environment by developing policies, setting internal standards, and establishing monitoring mechanisms that reinforce the Bank's governance framework, oversees the Bank's enterprise-wide compliance framework and ensures strong adherence to applicable laws, rules, and regulations. Through its reporting line to the Board Audit Committee, the Compliance Group offers an objective view of compliance risks, supervisory developments, and the effectiveness of the Bank's control environment, allowing the Board to exercise informed and effective oversight.

The Compliance Group works closely with business units to translate regulatory requirements and compliance queries into practical operational guidance. It evaluates new initiatives and product structures for regulatory implications, supports the enhancement of internal controls, proposes amendments to compliance procedures and guidelines, and facilitates targeted compliance training to strengthen collective adherence across the organization. Clear escalation protocols ensure that significant issues and emerging concerns are promptly communicated to both Senior Management and the Board Audit Committee. Through these governance activities, the Group helps sustain regulatory confidence, strengthen operational discipline, and contribute to the long-term stability of the institution.

The Anti-Money Laundering Department (AMLD) under the Compliance Group, provides enterprise-wide governance over financial crime risks by ensuring that controls related to money laundering, terrorist financing, and proliferation financing remain comprehensive, adaptive, and aligned with domestic regulations and international standards. These expectations are anchored in the Board-approved Money Laundering, Terrorist Financing and Proliferation Financing Prevention Program (MTPP) Manual, which establishes the Bank's risk-based approach and outlines requirements for customer onboarding, transaction monitoring, reporting obligations, record management and training.

The Compliance Group contributes to the strength of the Bank's governance framework by providing clear insights on regulatory and financial crime risks, supporting effective oversight, and reinforcing a disciplined approach to managing emerging issues. Through its coordination with management and Board-level committees, the Group helps ensure that controls function as intended, risk signals are acted upon promptly, and regulatory expectations are consistently met. Its perspective helps shape well-informed decisions, promote accountability across the organization, and sustain the confidence of regulators, customers, and other stakeholders. Together, the Group helps preserve the Bank's integrity, protect its franchise, and support long-term resilience and sustainable growth.

AMLD operationalizes this framework through ongoing customer and transaction risk assessments, proactive monitoring and analytics, and the timely submission of accurate regulatory reports. It issues policies, creates/updates e-learning modules and conducts comprehensive training to reinforce accountability across business units and provides advisory support to strengthen frontline implementation. Its monthly reporting to the Board Audit Committee gives the Board of Directors clear visibility into material risks, control gaps, regulatory concerns, and the status of remediation efforts, helping ensure that financial crime risks receive appropriate Board-level oversight.

At the management level, the Anti-Money Laundering Committee (AMLCom) supports AMLD by reviewing significant AML issues, validating risk assessments, and helping ensure consistent implementation of Anti-Money Laundering (AML), Counter-Terrorism Financing (CTF), and Counter-Proliferation Financing (CPF) controls across business groups. AMLCom provides cross-functional forum for coordinating management action, facilitating timely resolution of issues that require collaboration among operating units, and reinforcing the Bank's overall financial crime risk governance framework.

The Sustainability Office (SO) also reports to the Chief Compliance Officer, aligned with its role to lead ESG governance with oversight on sustainable finance framework transition, ESG risks and opportunities, sustainability-related regulatory compliance, policy formulations and programs oversight, capability-building, and sustainability advisory across the BDO Group. The SO produces the Bank's annual Sustainability Report aligned with global reporting standards, and collaborates with external partners on strategic sustainability projects supporting the Bank's Sustainable Finance Framework and the UN Sustainable Development Goals. The SO works across all levels of the organization from the Board to employees in order to drive the embedding of sustainability principles in core business and operations. The SO is also tasked with stakeholder communication on behalf of the Corporate Governance and Sustainability Committee, and in this role, articulates the Bank's sustainability initiatives to stakeholders in various external channels and forums.

Internal Audit 2-14

The BDO Internal Audit (IA) function covers the entire BDO Group, including local and foreign subsidiaries and offices. It is committed to adhering to the mandatory elements of The Institute of Internal Auditors' International Professional Practices Framework (IPPF), which includes the Global Internal Audit Standards and the Topical Requirements; regulatory requirements such as those prescribed under the Bangko Sentral ng Pilipinas (BSP) Manual of Regulations for Banks (MORB) and relevant circulars; and internationally recognized frameworks such as the COSO Internal Control–Integrated Framework and the Control Objectives for Information and Related Technologies (COBIT).

The purpose of BDO IA is to strengthen BDO and its subsidiaries' ability to create, protect, and sustain value by providing the Board and Management with objective assurance, advice, insight, and foresight, thereby enhancing the Bank's governance, risk management, and control processes.

As part of its enterprise audit strategy, BDO IA assesses the adherence of relevant units to the BDO Sustainability Finance Framework and the Environmental and Social Risk Management System (ESRMS). In addition, BDO IA reviews the Bank's Sustainability Report to ensure the accuracy, verifiability, and completeness of relevant information and to confirm that disclosures are aligned and compliant with applicable global reporting standards and principles.

The Bank refers to the following local regulations and global standards as authoritative guidance for its sustainability-related activities:

- Securities and Exchange Commission (SEC) Memorandum Circular No. 4, series of 2019 – Sustainability Reporting Guidelines for Publicly Listed Companies
- BSP Circular No. 1085, series of 2020 – Sustainable Finance Framework
- BSP Circular No. 1128, series of 2021 – Environmental and Social Risk Management System (ESRMS)
- BSP Circular No. 1149, series of 2022 – Guidelines on the Integration of Sustainability Principles in Investment Activities of Banks
- BSP Circular No. 1187, series of 2024 – Philippine Sustainable Finance Taxonomy Guidelines
- Global Reporting Initiative (GRI) Sustainability Reporting Standards
- Task Force on Climate-related Financial Disclosures (TCFD)
- International Financial Reporting Standards - International Sustainability Standards Board (IFRS-ISSB) Standards 1 and 2 (S1, S2)
- Sustainability Accounting Standards Board (SASB)

A dedicated IA team has audited the BDO Sustainability Report, Sustainable Finance Framework, and ESRMS since 2020, following the BDO IA's periodic audit cycle and continuous risk assessments. To ensure a deeper understanding of Sustainability and sustainability reporting frameworks as they evolved over the years, IA team members have attended internal and external trainings and workshops on sustainability, sustainable finance, the GRI framework, and international reporting standards.

The results of BDO IA's reviews, including sustainability-related reviews, are reported to the Bank's Board Audit Committee (BAC). Audit findings are tracked until full resolution. In its year-end closing report, BDO IA provides an overall assessment of the Bank's governance, risk management, and control processes.



Corporate Policies & Practices 2-23, 2-25

Code of Conduct and Business Ethics

As a financial institution, BDO believes that practicing right conduct and ethical behavior inspires and strengthens the confidence of all our stakeholders. The BDO Code of Conduct and Business Ethics (the Code) outlines the principles and policies that govern the activities of the Bank and sets forth the rules of conduct in the workplace and the standards of behavior of its directors, officers and employees in their activities and relationship with external stakeholders.

The Bank upholds the virtues of honesty and integrity among its employees and instills a sense of commitment toward duty and responsibility. All employees are expected to observe discipline in attending to their jobs and in interacting with co-workers. Supervisors and managers are expected to foster self-discipline and serve as role models to their subordinates. Bank officers are expected to intelligently and consistently apply the accepted principles of people management. All cases/violations must be reported. Failure to do so either by oversight or deliberate cover up is subject to appropriate disciplinary action. The Human Resources Group is responsible for overseeing the implementation of the Code across the BDO Group. It receives reports of violations and activates the process for undertaking a confidential investigation. As necessary, it may endorse the handling of the investigation to the Cases Review Secretariat for the appropriate action and recommendation.

The Board Audit Committee, at its discretion, may periodically report the Code of Conduct and Business Ethics cases to the Board of Directors. The Compliance Office will address lapses in compliance with regulatory requirements arising from the administrative cases due to the violation of this Code.

Internal Fraud, Breach of the Code, or other Unethical/ Illegal Activities 205-1, 205-3

BDO believes that the key to long-term sustainability and success largely depends on having a good name and solid reputation in the industry. Any director or employee who becomes aware of any violations of law, regulations, or policies should report the same to appropriate authorities, with protection from reprisal and discrimination. Reporting of violations should be done in good faith and without malice. This is embodied in the BDO Policy of Disclosure of Sensitive/Confidential Matters to management that governs the policies and procedures in the handling of whistleblower cases.

In 2025, there were eleven (11) decided cases of fraud involving nine (9) Bank employees, who were dismissed accordingly, consistent with existing labor laws, under BDO Unibank Inc. and its subsidiaries. The Bank undertook to file legal cases against these erring employees to demonstrate its zero-tolerance policy on fraud.

Disclosure of Sensitive/ Confidential Matters to Management (Whistleblowing) 2-26

BDO Unibank firmly believes that long-term success is built on trust, integrity, and ethical conduct. The Bank values its reputation as a critical asset and is committed to transparency, accountability, and vigilance in all aspects of its operations.

The Policy on Disclosure of Sensitive/ Confidential Matters to Management provides a clear framework for reporting any incident of irregularity, or potential violation involving fraud, misconduct, or breach of internal policies. This ensures that such matters are promptly addressed to prevent or mitigate financial losses, protect stakeholder interests, and maintain public confidence in the Bank's operations.

Reports can be submitted through secure channels including short messaging service (SMS), letter, email or phone call and directed to the Office of the President (OP) or the relevant Unit Head. If the concern involves the President and other Executive Directors, it should be escalated to the Board of Directors through the Office of the Chairperson. For issues on Related Party Transactions (RPT), reports must be addressed to the Chairman of Related Party Transactions Committee.

All disclosures are handled with the highest level of confidentiality and professionalism, ensuring whistleblower protection and thorough, impartial investigation of reported matters.

Acceptance/ Solicitation of Gifts, Bribery, Corruption, and Anti-Competitive Behavior 205-1, 205-2, 205-3, 206-1, 415-1

The Bank has zero tolerance for the solicitation and acceptance, directly or indirectly, of any gift (including entertainment services or activities), gratuity, commission or any form of payment from clients, business partners, suppliers and third-party service providers in connection to a service that may, in any way, influence the Director's, Officer's or employee's decision-making in exchange for any unnecessary favorable treatment. Likewise, BDO commits to comply with anti-corruption and bribery laws in all jurisdictions where it operates.

In 2025, there were 11 decided cases of fraud involving nine Bank employees who were then dismissed accordingly, consistent with the existing labor laws, under BDO Unibank Inc. and its subsidiaries. The Bank undertook to file legal cases against these erring employees to demonstrate its zero-tolerance policy on fraud.

BDO prohibits making any political donations to prevent any attempt to encourage favorable treatment of BDO

and/or its directors and employees. The Bank reaffirms that it adheres to the no political contributions policy.

BDO is not involved in any anti-competitive behavior and has no violations of existing anti-trust and monopoly laws. No legal actions, pending or completed, pertaining to anti-competitive and antitrust behavior were filed against the Bank.

Risk Management and Business Continuity

It is BDO's goal to remain a strong Bank that is resilient to possible adverse events. With this, operational resilience is integrated into its activities to sustain the delivery of essential business functions in the event of a disruption. The scope of the Bank's resilience plan is comprehensive, covering the financial, strategic, operational, technological, and cybersecurity domains. The Bank's strategy is to prioritize and focus on critical services across business processes, enabling continued financial strength and customer trust. This includes the Bank's continued support for adequate resources and communication tools, and investments in technology and security infrastructures to strengthen its cybersecurity posture.

Business Continuity Planning (BCP)

Also essential to the Bank's resilience approach is the implementation of an effective business continuity management system. Business continuity plans—containing procedures for communicating with internal and external stakeholders, relocating to alternate sites, recovering business functions and processes, and restoring IT services and infrastructure—are in place and updated annually. Periodic plan testing exercises are conducted using various methods (e.g., tabletop, live simulation) to ensure they remain accurate, relevant, and operable. Evolving threat landscapes, including those arising from environmental and social risks, are also considered and have influenced continuity planning. Events such as earthquakes and flooding have necessitated contingency measures or BCP activation, reflecting the Bank's commitment to maintaining service continuity even amid climate-related or socio-economic events. These components reinforce BDO's operational resilience and support the Bank's commitment to continuous service delivery, consistent with its risk governance framework and long-term sustainability objectives.

Anti-Money Laundering, Counter-Terrorist Financing, and Counter-Proliferation Financing

BDO upholds the highest standards in Anti-Money Laundering (AML), Counter-Terrorist Financing (CTF), and Counter-Proliferation Financing (CPF). Our enterprise compliance program, approved by the Board of Directors, ensures continuous oversight and accountability.

The Board Audit Committee and the Board receive monthly updates from the Anti-Money Laundering Department (AMLD) within the Compliance Group, reinforcing transparency and proactive risk management. Significant AML matters are escalated to the AML Committee, a cross-functional management committee dedicated to ensuring compliance with laws and internal policies. This committee is chaired by the Chief of Staff under the Office of the President and is composed of representatives from Compliance, Legal, Branch Banking, and other Head Office Senior Officers. In 2025, the committee met five times to address top and emerging risks, regulatory changes and identify opportunities for further enhancement of AML controls.

The AMLD implements the Bank's Money Laundering, Terrorist Financing, and Proliferation Financing Prevention Program (MTPP). This includes applying a risk-based approach to Know Your Customer (KYC), and Customer Due Diligence (CDD) reporting covered transactions promptly, identifying and investigating suspicious activities, and delivering targeted training. Dedicated Compliance Units in key business areas—such as Trust, Remittance, and Global Operations—along with Unit Compliance Coordinators across Head Office units and branches, operate a wide range of AML controls with AMLD guidance. These structures ensure strong AML compliance across domestic and international operations.

BDO's local and international branches and subsidiaries comply with Philippine AML regulations, while overseas entities also follow jurisdiction-specific requirements. Independent third-party audits are conducted annually to validate the integrity of our AML/CTF/CPF framework.

Risk Assessment and Client Screening

BDO conducts thorough risk assessments to classify and manage AML and financial crime risks. This process evaluates factors such as country of operation, product offerings, business activities, client profiles, delivery channels, ownership structures, and affiliations. The Bank does not engage with shell companies or virtual asset service providers and prohibits the establishment of relationships and the facilitation of transactions with individuals or entities listed on sanctions registers maintained by the United Nations Security Council (UNSC), the Office of Foreign Assets Control (OFAC), and the Philippines' Anti-Terrorism Council (ATC). The same standards apply to countries identified as high-risk by the Financial Action Task Force (FATF) and those subject to comprehensive OFAC sanctions. All clients, including beneficial owners of corporate customers, undergo mandatory watchlist screening.

Clients are categorized by AML risk profile, with corresponding levels of Customer Due Diligence (CDD). Standard due diligence applies to normal-risk clients, while enhanced due diligence (EDD) applies to high-risk clients and industries, which are subject to close monitoring and annual review. BDO actively monitors unusual or suspicious activities through its automated transaction monitoring system. Alerts are investigated by dedicated AML team. Suspicious Transaction Reports (STRs) and related information are strictly confidential.

A bi-annual enterprise-wide Institutional Risk Assessment (IRA) identifies and evaluates the Bank's inherent money laundering, terrorist financing, and proliferation financing risks, the effectiveness of existing controls and the residual risk. The IRA informs enhancements to AML/CFT/CPF ensuring alignment with the Anti-Money Laundering Act (AMLA) of the Philippines, its Implementing Rules and Regulations, and relevant Bangko Sentral ng Pilipinas (BSP) circulars.

Anti-Money Laundering Training and Capacity Building

BDO prioritizes continuous learning by providing tailored AML training to frontliners and relationship managers, ensuring they understand key policies, new laws, and regulatory updates. All employees complete e-learning modules, validated by exams, every two years. Training covers transaction reporting, money laundering typologies relevant to the Bank's products and services, and internal policies for preventing financial crime.

As of December 31, 2025, AMLD conducted 28 customized classroom sessions attended by 3,256 employees. Employees covered by the AML online training requirement have successfully completed their assigned online courses with 99% completion rate across 11 e-learning courses available (AML101 to AML111). New modules for implementation include AML 112 on Targeted Financial Sanctions and AML 113 on Ultimate Beneficial Ownership.

Enhanced Controls for Online Sexual Abuse and Exploitation of Children

Recognizing the growing threat of online sexual abuse and exploitation of children (OSAEC), BDO has strengthened controls to mitigate associated risks. The Bank applies data analytics to detect child exploitation activities and includes in its Negative List Database System (NLDS) customers involved in suspicious transaction reports.



Procedures for investigating and resolving alerts continue to be improved to deliver timely, high-quality outcomes. Specialized training on OSAEC (AMLA 109) is mandatory for client-facing units, equipping them to identify and address risks related to OSAEC and comply with AML/CFT controls.

Tax Governance and Compliance

207-1, 207-2, 207-3

BDO observes a tax strategy policy of full compliance and transparency in all the territories where BDO engages in business.

BDO is committed to the nation-building of all the territories in which it operates, and hence, timely pays to the governments of the jurisdictions it operates in the taxes due on the Bank's income, products, and services. BDO recognizes that the timely payment of taxes due to governments plays a pivotal role in enabling them to develop a sustainable economic, environmental, and socially responsible nation. This leads to a prosperous, functional, and orderly society conducive to job creation and higher demand for the services and products of the Bank.

The BDO Comptrollership Group (Comptrollership Group) is responsible for the timely payment of taxes with respect to the different transactions of the organization. The Comptrollership Group is supported by specialized accounting units responsible for handling tax requirements across the different lines of business of BDO. These accounting units are covered by both internal and external audit processes to ensure compliance with applicable regulations. A Tax Compliance Unit of the Comptrollership Group provides advisory services on applicable local and international tax laws to the different lines of business of BDO and makes announcements on the latest tax laws and regulations that need to be complied with by the Bank.

BDO also engages its stakeholders on tax concerns applicable to the products and services of the Bank.

The Bank maintains formal communications with the tax authority on a needs-requirement basis. In the Philippines, which is the country of incorporation of BDO, the Bank engages the tax authority through the Bankers' Association of the Philippines (BAP) for industry-related issues. BDO, through the BAP, actively contributes to industry efforts on pending tax bills for legislation and tax rules development, and provides feedback on key tax regulations and policies, with the intent of achieving the policy objectives and intended outcomes.

The Bank discloses adverse material tax findings and material claims for tax refunds, if any, in its Audited Financial Statements and before the Philippine Stock Exchange.

The tax jurisdictions where BDO entities are engaged in business, and which are included in the organization's Audited Financial Statements or in the financial information on public record, or are residents for tax purposes, are the Philippines, Hong Kong, Singapore, and other international locations where BDO maintains a presence (such as the United States of America, Japan, Canada, the Netherlands, and the United Kingdom).

Country-by-country Reporting 207-4

BDO Unibank, Inc. and Subsidiaries Geographical Segment Reporting
As of December 31, 2025 *(in Php millions)*

	The Group				
	Philippines [1/]	Singapore Branch [2/]	Hong Kong Branch and Hong Kong Subsidiary [3/]	Rest of the World [4/]	Total
Net Interest Income	201,100	1,343	793	(135)	203,101
Fee and commission income	59,076	445	127	131	59,779
Other non-interest income	24,538	68	116	134	24,856
Total Income	284,714	1,856	1,036	130	287,736
Total Expenses	163,402	888	560	278	165,128
Impairment Losses	14,967	71	(36)	5	15,007
Profit before Tax	106,345	897	512	(153)	107,601
Income tax expense	19,852	175	95	-	20,122
Net Profit	**86,493**	**722**	**417**	**(153)**	**87,479**
Attributable to:					
Shareholders of the Parent Bank	86,188	722	417	(153)	87,174
Non-controlling Interests	305	-	-	-	305
	86,493	**722**	**417**	**(153)**	**87,479**
Total assets before goodwill and intangibles	5,195,363	147,986	74,923	2,118	5,420,390
Goodwill and intangibles	11,164	2	-	-	11,166
Total Assets	**5,206,527**	**147,988**	**74,923**	**2,118**	**5,431,556**
Non-current assets	**3,238,524**	**95,446**	**49,215**	**1,677**	**3,384,862**

BDO Unibank, Inc. and Subsidiaries

1/ Net profit reported under Parent Bank (excluding BDO Hong Kong and Singapore Branches) and Subsidiaries operating in the Philippines
2/ Net profit reported under the Singapore Branch
3/ Net profit reported by the Hong Kong Branch and the Hong Kong Subsidiary
4/ Net profit reported by the foreign subsidiaries in United Kingdom, USA, Canada, Japan and the Netherlands

Physical Security and Occupational Safety: Enterprise Protection Department

403-1, 403-2, 403-3, 403-4, 403-6, 403-7, 403-8

The Bank's Enterprise Protection Department fulfills its mandate of ensuring physical security and occupational safety as an integral part of the Bank's sustainability initiatives. These efforts align with five of the United Nations Sustainable Development Goals (SDGs): Good Health and Well-Being, Gender Equality, Decent Work and Economic Growth, Responsible Consumption and Production, and Peace, Justice, and Strong Institutions.

Promoting Health and Safety

BDO ensures that all worksites remain free from physical security threats and safety hazards, safeguarding the health and well-being of all individuals on-site. In 2025, the Department recorded only 14 workplace accidents across all BDO worksites, reflecting the effectiveness of the Loss Prevention Manual, which provides a comprehensive framework for implementing necessary procedures in compliance with BSP's Manual of Regulations for Banks (MORB) and government issuances such as RA 11917.

The Bank's Health and Safety Committee, empowered under the Occupational Safety and Health (OSH) Law, RA 11058, implemented programs and systems to ensure workplace safety. Mitigation strategies for natural disasters were also refined, supported by 37 disaster preparedness drills conducted across its network nationwide.

Advocating Gender Equality in Security Roles

The Enterprise Protection Department upholds gender equality in hiring and promotion. Previously, female employees were limited to administrative desk roles. Today, women have increased representation in the Safety Unit, Physical Security Operations Center (PSOC), and even in the traditionally male-dominated Physical Security–National Capital Region (PSC–NCR), which oversees security guards and service providers. In 2025, female representation in the Department increased to 28.89%.

Two women now hold operational roles in PSOC and Physical Security NCR. Leadership diversity is also evident, with the Department's second-highest-ranking officer being a woman.

Ensuring Fair Work Practices

The Department ensures that all security guards and service providers perform duties strictly aligned with RA 11917, preventing assignments beyond their scope and protecting their physical and emotional well-being. In 2025, partner security agencies demonstrated high compliance with RA 11917 and DOLE standards, ensuring fair labor practices. This level of compliance safeguarded all deployed security personnel under just and equitable work conditions.

Strengthening Incident Reporting and Governance

The Department maintains a structured incident reporting and escalation protocol to ensure rapid response and sound governance. Incident information is immediately verified and elevated to the cognizant officer for prompt resolution. An Incident Report for a Safety Incident is prepared by the Regional Safety Officer and approved by the Unit Head. An Incident Report for a Physical Security incident is prepared by the Security Officer, reviewed by the Regional Security Officer, and approved by the Unit Head before reaching the Department Head. Depending on the severity and potential impact of the incident, information is further escalated to the concerned Business Unit, which determines whether the matter requires Board-level notification.

Advancing Resource Efficiency

The Department advanced its transition to paperless processes, reducing resource consumption and minimizing reliance on tree-based fiber. Throughout 2025, non-essential printing was curtailed by shifting workflows to digital formats, while electricity-saving practices such as switching off lights over unoccupied workstations were strengthened. These efforts reduced paper use and energy consumption, supporting the Bank's broader commitment to responsible consumption and climate action.

Strengthening Ethical Standards and Human Rights

The Department reinforces ethical conduct among security guards and service providers by upholding the highest standards of customer-centric service and actively preventing sexual harassment and human rights violations. In 2025, security personnel completed human rights and anti-harassment training as part of the Department's mandatory capability-building program. These measures strengthen institutional integrity and promote a safe, respectful environment for all.



Building Trust in Technology

The World Economic Forum Global Risks Report 2025 ranks Misinformation and Disinformation and Cyber Espionage and Warfare as the 1st and 5th risks, respectively in its 2-year outlook, reflecting how geopolitical tensions and the spread of false and misleading information continue to reshape the global risk landscape. In its 10-year outlook, these technological issues will continue to persist, with Misinformation and Disinformation ranked 5th, followed by Adverse Outcomes of AI Technologies at 6th, and Cyber Espionage and Warfare as 9th in terms of severity. These developments reinforce the importance of strong digital safeguards for institutions operating in an increasingly complex risk environment. BDO recognizes that trust must go hand-in-hand with technology development and continues to strengthen the protection and resilience of customer data and information entrusted to the Bank, while supporting customers through guidance on scams and digital threats to help them transact safely across the Bank's platforms.

Security, Efficiency, and Access at Scale: Information Technology Group

BDO integrates sustainability into its Information Technology (IT) development and operations, emphasizing ethical governance, digital trust, environmental responsibility, digital inclusion, and workforce development. The IT Steering Committee (ITSC) is the highest governing body of the Information Technology Group.

The ITSC ensures that the Bank's IT functions are effectively managed and aligned with strategic goals. It provides oversight, ratifies IT-related policies and practices, and informs the Board of developments, challenges, risks, and progress. The ITSC endorses best practices, strategic plans, and procedures; manages and mitigates technology risks; and monitors IT performance, including major projects and issues. These measures ensure that the Bank leverages technology effectively while safeguarding against potential risks.

In addition to ITSC oversight, technology-related risks are elevated to Board-level committees through established reporting channels. Significant or high IT Audit findings are reported to the Board Audit Committee through the Internal Audit and Compliance Heads, while key risk indicators (KRI), risk and control self-assessments (RCSA), and security alerts are escalated to the Risk Management Committee. These governance structures ensure that IT-related risks—including cybersecurity, operational controls, and emerging technology issues—receive appropriate Board attention and oversight.

Securing Digital Trust and Resilience

The Bank maintains compliance with Bangko Sentral ng Pilipinas (BSP) regulations and aligns with the U.S. National Institute of Standards and Technology (NIST) Cybersecurity Framework, earning a high-security posture rating of 94 from independent security rating services.

To strengthen digital trust and resilience, BDO upgraded its cloud security compliance systems and continued modernizing its Security Operations Center (SOC). The Bank enhanced data privacy systems and procedures, successfully deflecting over 111.7 million cyberattacks in 2025 and swiftly mitigating 1,857 security alerts, with no customer impact and no confirmed security breaches.

BDO enforces strict Data Protection Policies across people, processes, and technology, supported by a dedicated Chief Information Security Officer (CISO) and Data Protection Officer (DPO). The Information Security Policy and Program undergo annual review and are enforced through process and technical controls, reflecting a commitment to continuous improvement, data integrity, and effective threat response. Coverage includes business continuity planning, vulnerability analysis, audits, and security awareness training.

To ensure independent validation of its IT controls, the Bank undergoes third-party audits as part of both the system audit and the annual financial audit, providing external assurance on the robustness and effectiveness of its IT infrastructure and data protection practices.

Reducing Environmental Impact Through IT Solutions

BDO leverages IT to reduce resource use and optimize platforms, artificial intelligence (AI), and infrastructure—focusing on energy-efficient systems, reduced paper consumption, and responsible e-waste handling.

A key initiative is the implementation of the D365 Customer Relationship Management (CRM) platform for customer onboarding. This platform advances sustainability objectives by reducing resource consumption, increasing operational efficiency, and minimizing environmental impact. Through digital-first onboarding for New-to-Bank (NTB) and Existing-to-Bank (ETB) customers, BDO eliminated manual, paper-intensive workflows and introduced electronic Know Your Customer (KYC) and consent management. Portal-, kiosk-, and QR-based onboarding minimized branch paperwork, while automated ID validation reduced manual intervention.

Enterprise servicing also achieved significant gains. By expanding Customer 360 for a unified customer view and integrating the Consolidated Individual Record (CIR), BDO reduced redundant data entry and physical documentation. Branch-assisted services now rely on pre-filled product holdings and digital case management, eliminating paper forms and manual verification steps.

Contact Center modernization further advanced sustainability. The adoption of digital-first case management and Contact Center AI solutions reduced dependency on physical infrastructure. Enhanced D365 CRM integration enabled real-time case logging and resolution without printed documentation, eliminating printed forms and further reducing paper consumption.

Infrastructure and Energy Optimization

BDO continues to optimize its IT infrastructure to reduce environmental impact while improving operational efficiency. A key strategy has been the shift from physical servers to cloud platforms, which provide visibility into emission trends from Cloud Service Providers (CSPs). This capability allows the Bank to identify patterns and make informed decisions to minimize carbon emissions.

To further optimize cloud resources, BDO implemented measures such as shutting down idle virtual machines and right-sizing over-provisioned resources based on actual usage patterns. These actions delivered immediate carbon and cost savings while ensuring systems remain efficient and resilient.

For applications that remain on-premises, BDO introduced virtualization to enable multiple applications to share hardware, consolidated several databases to maximize utilization, and migrated two large-scale applications from proprietary hardware to modern, energy-efficient commodity servers. These initiatives significantly reduced power consumption without compromising performance. Additionally, relocating equipment from the Greenhills Data Center to the Clark co-location facility accelerated the decommissioning of unused servers, avoiding unnecessary transport and further reducing emissions. Hardware reuse was also prioritized, with storage media securely wiped for redeployment—minimizing e-waste and extending equipment life.

End-user devices remain a focus area, as workstations currently consume approximately 250,000 kilowatt-hours (kWh) per month. To address this, BDO launched campaigns encouraging employees to adopt energy-efficient practices and implemented automated power management mechanisms projected to deliver 9% energy savings in the coming months.

Expanding Digital Access and Connectivity

BDO continues to enhance digital access through significant improvements to its mobile and online banking platforms. Backend optimizations have boosted system performance and stability, ensuring seamless operations during high-demand periods such as campaigns and token management.

On the customer-facing side, online channel enhancements now deliver faster application speed, resilient account loading, and improved transaction history. Similarly, upgrades to the Pay channel provide accelerated payment processing, streamlined login and registration, and environmentally friendly credit card e-statements. These improvements make essential services more accessible, allowing customers to activate credit cards, lock or unlock cards, and request cash installment programs directly through the mobile app—reducing the need for branch visits or contact center interactions.

BDO's website complements these efforts with features that simplify loan access, including home loan prequalification, loan status tracking, auto loan calculators, and salary loan applications. Most notably, BDO Network Bank customers can now link their accounts to BDO Pay, enabling digital money transfers and bill payments for the first time—a major step toward financial inclusion.

To extend connectivity to underserved areas, BDO leverages satellite technology to connect branches where traditional telecommunications facilities are unavailable. Currently, 41 BDO Network Bank branches and three Unibank branches use satellite devices, with an additional 140 units pre-positioned nationwide to ensure business continuity during disasters.

Artificial Intelligence (AI) Initiatives

BDO integrates AI ethically and responsibly, prioritizing data privacy, cybersecurity, and bias prevention. In 2025, the Bank trained employees on responsible AI use and maintains transparency by clearly identifying AI-generated content.

The Bank's AI strategy focuses on developing applications tailored to specific user groups, reducing reliance on large language models (LLMs) to minimize computational overhead and energy consumption. This approach improves infrastructure efficiency, accelerates digital transformation, and supports sustainability through energy-conscious systems, reduced paper use, and improved resource management.

AI implementation includes pre-production risk reviews and ongoing assessments across infrastructure, data, and security layers. Third-party models undergo evaluation using detailed vendor questionnaires that address data integrity, accuracy, and regulatory compliance.

Continuous oversight is maintained through model libraries and advanced monitoring tools. For generative AI, BDO uses user feedback and LLM-as-judge metrics to identify risks such as hallucination. Machine learning models undergo robust validation and independent risk reviews, with credit models requiring Board approval.

Building a Future-Ready IT Workforce

BDO invests strategically in IT workforce development to ensure sustained success and a technologically advanced future. The Bank empowers IT professionals to excel and drive innovation through focused training initiatives that prepare them for both current responsibilities and emerging challenges.

Programs include a comprehensive technical curriculum covering cloud computing, cybersecurity, data analytics, and software development—ensuring IT professionals remain at the forefront of technological advancements. BDO's on-demand Learning Management System offers 74 specialized learning paths and 271 courses to support continuous professional growth. In addition, BDO actively promotes sustainable IT practices, encouraging innovative solutions that minimize environmental impact and optimize operations.

Through these efforts, BDO strengthens its capacity to deliver secure, efficient, and inclusive digital services—advancing the Bank's commitment to sustainability and shaping a technology-proficient and future-ready organization.

Governance of Artificial Intelligence and Emerging Technologies

BDO continues to advance its digital transformation through the responsible adoption of artificial intelligence (AI) and other emerging technologies, including advanced analytics and automation, to enhance operational efficiency, improve customer experience, and support data-driven decision-making. As these technologies continue to evolve, the Bank adopts a balanced and adaptive governance approach that aligns innovation with sound risk management practices. This ensures that emerging technologies are deployed in a secure, ethical, and well-controlled manner, with appropriate accountability and human oversight.

BDO's approach to artificial intelligence is guided by overarching principles that support ethical, secure, and responsible use, aligned with the Bank's broader governance and risk management frameworks. In response to advancing AI, advanced analytics, and emerging technologies, the Bank applies proportionate governance practices to support appropriate use, sound decision-making, and ongoing accountability, including when engaging third-party solutions. Oversight arrangements are designed to be adaptable and to promote responsible innovation, with an emphasis on human judgment and continuous improvement as technologies, regulations, and industry practices develop.

Sustainability considerations are embedded in the Bank's AI strategy. AI applications are designed to be fit-for-purpose and tailored to specific user groups. By optimizing model usage, centralizing AI platforms, and monitoring compute efficiency, the Bank improves infrastructure utilization while supporting energy-conscious system design, reduced paper use through digital processes, and responsible resource management.

Employee enablement is a key component of BDO's responsible technology adoption. The Bank strengthens employee awareness and capabilities through targeted training and guidance on AI governance, ethical use, and risk management, reinforcing clear boundaries for acceptable use and the continued importance of human judgment. BDO will continue to monitor regulatory developments and industry standards and enhance its governance practices, monitoring capabilities, and controls to support safe, ethical, and sustainable innovation.

Data Privacy Governance and Protection

BDO's Data Privacy Management Program (DPMP) establishes how the Bank safeguards the data privacy rights of its data subjects and ensures compliance with Republic Act No. 10173, or the Data Privacy Act of 2012. The program aligns with the National Privacy Commission's Five Pillars of Data Privacy Accountability and Compliance, providing a structured approach to privacy governance across the organization.

Pillar 1: Data Privacy Leadership

The Bank has appointed a Data Protection Officer (DPO) who is registered with the National Privacy Commission and is responsible for overseeing the implementation and effectiveness of data privacy compliance across the organization.

Pillar 2: Privacy Risk and Impact Assessment

BDO conducts Privacy Impact Assessments (PIAs) for new and existing programs, projects, systems, and processes that involve personal data or may have privacy implications. All business and support units are required to perform and update their PIAs at least annually, consistent with NPC guidance on proactive privacy risk management.

Pillar 3: Privacy Management Program and Manual

The Bank's Privacy Management Program is documented in its Data Privacy Manual, which consolidates the policies, standards, and procedures that guide the proper handling of personal data across all units. This manual serves as a central reference for fulfilling compliance obligations and embedding privacy-by-design into Bank operations.

Pillar 4: Data Protection Measures and Practices

In processing personal and sensitive personal information throughout the data lifecycle, the Bank applies the principles of Transparency, Legitimate Purpose, and Proportionality.

The principle of Transparency guides how the Bank provides clear privacy notices through its forms and documents, including the BDO Group Data Privacy Statement and Data Privacy Consent, to inform customers of processing purposes, involved parties, and their rights as data subjects.

Under the principle of Legitimate Purpose, personal data is processed only for purposes that are clearly defined and communicated to customers in connection with the services or transactions they request or authorize.

The principle of Proportionality ensures that the Bank limits the collection and processing of personal data to information that is relevant, adequate, and necessary for the stated purpose, consistent with its commitment to data subject rights.

Pillar 5: Data Breach Management and Awareness

The Bank maintains procedures for the identification, escalation, and reporting of data privacy incidents and breaches. The DPO conducts regular training to strengthen employee awareness of data privacy risks and reinforce breach reporting obligations in line with NPC regulatory requirements.

Oversight and Accountability

Oversight of data privacy risks forms part of the mandate of the Risk Management Committee (RMC). The DPO regularly reports to the RMC on the Bank's compliance with the DPMP, supporting continued monitoring and governance of data privacy risks at the enterprise level.

Cybersecurity

Cybersecurity is a top priority for BDO Unibank, as it is an essential part of its business to help clients achieve their financial goals. With this priority, the Bank is committed to safeguarding its clients' information and assets entrusted to it, by continuing to invest in cybersecurity and fraud management technologies to give its clients the confidence they would expect from the largest bank in the Philippines.

The Information Security Strategic Plan (ISSP) outlines the overall cybersecurity direction for the Bank. The Information Security Program (ISP) aligns with the business strategy of the Bank and details the strategic programs, operations, technologies and resources needed to ensure alignment to ISSP. Both ISSP and ISP support the business and provide the assurance that its direction and intent are reflected in the cybersecurity posture of BDO.

The Bank utilizes a structured approach following international standards and industry best practices such as ISO 27001 and NIST Cybersecurity Framework in implementing its cybersecurity program. BDO continuously conduct security testing and drills to adhere to the regulatory requirements set forth by the Bangko Sentral ng Pilipinas (BSP).

Oversight for cybersecurity resides in three key groups which report to senior management and the Board. The Information and Cybersecurity Office (ICSO) is responsible for validating the effective implementation and oversight of the ISSP and ISP. The Risk Management Group (RMG) manages and reports the risks, while the Information Technology Group (ITG) handles the implementation and monitoring of the technical controls.

BDO strongly supports the Bangko Sentral ng Pilipinas (BSP) in its mandate to keep abreast with the adoption of technologies that will strengthen the BSP framework for risk supervision. The Bank continuously commits to providing accurate and timely information to BSP for a responsive and effective banking supervision. BDO also supports the cybersecurity initiatives of the Philippines in protecting critical infrastructure by making BDO cyber-resilient and raising awareness on the importance of cybersecurity amongst its employees and clients.

Human Capital Development 2-7, 2-25

Driving a Sustainability Mindset Across the Organization: Human Resources Group

BDO is committed to promoting a work environment that fosters diversity, equity, inclusion, and equal opportunity, where everyone receives fair and equal treatment, equal rights, and access to employment and career opportunities regardless of gender, ethnicity, race, age, religion, sexual orientation, or disability, and where employees are valued for their contributions to BDO's success.

The Bank ensures that employment practices and policies—including recruitment, training, performance evaluation, compensation, promotion, and separation—are applied consistently and are in compliance with applicable labor laws, regulations, and standards in the countries where it operates. BDO seeks the best talents, who are selected, engaged, compensated, and promoted, as the case may be, based on merit, qualifications, performance, and business requirements.

BDO Unibank recognizes that sustainability is inseparable from human capital excellence. The Human Resources Group advances a sustainability mindset through performance management, continuous learning, ethical conduct, and inclusion—reflecting the Bank's We Find Ways spirit of service, excellence, and innovation.

Shaping Experience, Growing Talent

BDO nurtures a culture where the growth of its people is recognized as a vital driver of the Bank's purpose. By opening doors for employees to stretch their potential, spark new ideas, and step into leadership, BDO empowers its workforce to stay bold, agile, and deeply connected to customers and communities. This belief strengthens the mission to make banking easy, meaningful, and accessible, while cultivating enduring relationships built on trust, care, and partnership. As the Bank grows, it remains committed to empowering employees with opportunities to learn, develop, progress, and lead.

BDO operationalizes its people-first culture through an enterprise-wide learning framework aligned to business priorities and role-based capability requirements. Structured learning, coaching, and growth opportunities are provided to selected leaders through the Executive Catalyst Program, Branch Management Training Program, and Wealth Management Leadership Development Program.

Career Progression and Succession for Organizational Resilience

To strengthen the talent pipeline by developing employees' skills, leadership potential, and readiness for future roles, BDO implements structured development pathways through the Career Accelerator Program (CAP), Officers Development Program (ODP), Fast Track Program, and Management Development Program (MDP). These programs align individual career aspirations with business needs and support consistent standards for leadership readiness across the organization. In 2025, 873 employees completed the ODP and Fast Track Programs, while 714 employees graduated from the MDP, reinforcing leadership depth across key functions.

BDO complements these development pathways with structured succession planning to ensure continuity in critical roles. High-potential employees are identified and assessed for readiness, with customized development plans guiding each successor's progression. This integrated approach minimizes operational disruption, supports business continuity, and sustains a future-ready leadership bench aligned with the Bank's long-term sustainability strategy.

Building and Strengthening Skills

Flagship programs build technical, leadership, and role-based capabilities across the enterprise, supporting readiness in critical banking functions:

- Relationship Manager Training Program (RMTP) – prepares management trainees and selected incumbents to become Relationship Managers in the Institutional Banking Group; 100% completion for Batch 15, FY2025.
- Credit Training Program – builds foundational credit capabilities and assesses readiness for fast-track promotion; 71 graduates.
- Lead. Excel. Accelerate. Defy Gravity. (LEAD) – a Wealth Management training pathway for high-potential candidates aligned with the BDO Wealth Management Team; 49 graduates.
- Client Service Associate's Journey – supports new hires' transition to the branch environment.
- Branch Operations Training – delivers technical training on core branch processes and policies for the Branch Banking Group.

Fostering a Culture of Continuous Learning

BDO cultivates continuous learning through self-paced platforms, peer learning groups, and internal knowledge-sharing sessions. Beyond internal programs, employees receive external training aligned to their roles to stay current with product innovations, service excellence, systems, and process improvements. The Bank partners with Coursera (approximately 300 licenses for IT-related learnings), HoxHunt (cybersecurity), and Franklin Covey (leadership development) to ensure that employees build the skills required to meet evolving business needs.

Employee engagement in self-paced learning continued to increase in 2025, with the number of employees accessing e-learning courses rising from 44,001 in 2024 to 47,044 in 2025, while participation rates were maintained at above 99% year on year.

Compliance-Driven Learning and Training Completion 205-2

In 2025, BDO upheld its commitment to legal, ethical, and operational standards by ensuring timely completion of required regulatory trainings.

During the year, the most accessed self-paced e-learning programs focused on Data Privacy Fundamentals, Social Media Policy, and BDO Information Security, reflecting strong employee engagement in data protection, responsible communication, and information security awareness.

Completion rates for key regulatory and ethical learning programs were as follows:

99.61%
BDO Code of Conduct

99.18%
Anti-Money Laundering 101 (AML Overview)

99.57%
Anti-Money Laundering 102 (AML Regulations and Bank Policies)

99.35%
Data Privacy Fundamentals

99.31%
Social Media Policy

These results demonstrate strong adherence to governance and compliance requirements and reinforce ethical conduct and responsible operations.

Upgrading the Performance Appraisal System

To enhance employee experience and streamline performance management, BDO has begun transitioning from an in-house application to a new integrated Human Resources platform, SAP SuccessFactors. In 2025, the upgraded platform was piloted for a selected group of employees to support initial implementation and refinement.

The transition is intended to improve transparency, consistency, and user experience in the performance appraisal process. Fairness and equality remain paramount, with policies and standards applied consistently in evaluating eligibility for merit increases and promotions to ensure decisions are guided by clear and uniform parameters.

The broader rollout of performance appraisals through the upgraded platform is targeted for 2026, following the pilot phase. This initiative represents a step toward strengthening a more transparent, consistent, and equitable performance management framework as part of the Bank's ongoing human capital development efforts.

Ethical, Inclusive, and Community-Driven Talent Acquisition

BDO embeds ethical, transparent, and inclusive practices in hiring. BDO integrates Environmental and Social (E&S) criteria into recruitment protocols—ensuring fair hiring, anti-discrimination, and strict adherence to data privacy standards. The Bank expands talent pipelines through campus partnerships in Metro Manila (the Philippines' national capital region), Cebu (Central Philippines), and Davao (Southern Philippines), engages underserved markets—particularly in rural areas across the Philippines—through local job fairs and digital platforms, and reduces paper use by streamlining applications, assessments, and onboarding through digital processes and virtual career fairs to help lower the environmental impact of recruitment activities. Consistent with its community-based hiring approach, 99% of senior officers hired in 2025 were sourced from local communities, in line with disclosures in prior Sustainability Reports.

Promoting Employee Wellbeing

Employee health, safety, and wellbeing are essential to sustainable growth. BDO maintains a comprehensive Health Calendar with monthly webinars and advisories, alongside preventive care such as annual immunizations and blood donation drives. Online wellness sessions are available on demand through the Bank's learning platform.

In 2025, BDO conducted 14 health-focused webinars, with 2,487 employees participating in facilitated sessions, supporting preventive care, health awareness, and employee resilience across the organization.

Internal health data indicated that commonly reported work-related health concerns among employees included respiratory conditions, headaches, hypertension, and gastrointestinal illnesses. Climate-related health conditions observed during the year similarly included allergies, influenza-like illnesses, and vector-borne diseases. These health trends underscore the importance of BDO's preventive care initiatives, regular health advisories, and wellness education programs aimed at supporting employee resilience and well-being amid evolving health and environmental conditions.

Supporting Mental Health

The Bounce Program for mental health wellness, now in its third year, provides 24/7 chat and call support, recording 363 employee consultations in 2025. Targeted sessions address stress management and chronic conditions, while special webinars with psychologists offer post-traumatic support to employees affected by natural calamities.

Reinforcing Workplace Safety and Resiliency

BDO continues to offer Occupational First Aid and Basic Life Support Training for critical personnel through a two-day program that combines virtual and in-person sessions, ensuring compliance with the Department of Labor and Employment (DOLE) and strengthening emergency readiness. In 2025, 2,619 employees completed first aid and life support training, expanding safety coverage across key branches and units.

Celebrating Community and Well-being

The Annual Metro Manila Sportsfest, held at the Mall of Asia Arena in Metro Manila, the Philippines' capital region, drew nearly 9,000 employees for the 2025 kick-off of basketball, volleyball, badminton, and bowling tournaments. Regional Sportsfests engaged 1,761 employees in Cebu (Central Philippines) and 1,678 in Davao (Southern Philippines), representing branches and business units of BDO Unibank and its subsidiaries, for a combined 3,439 participants—strengthening teamwork, engagement, and well-being.

Sustaining Harmonious Labor Relation 2-30

The Collective Bargaining Agreement (CBA) is represented by the Banco De Oro Employees Association (the Union), an affiliate of Associated Labor Unions. The Bank's CBA was renewed for a five-year period from 1 November 2025 to 31 October 2030.

BDO maintains a constructive and collaborative relationship with the Union through open dialogue, transparency, and respect for collective representation. The CBA includes provisions on notice periods, as well as consultation and negotiation mechanisms, for operational changes that may affect employees, in accordance with applicable labor laws. These mechanisms support orderly engagement, protect employee interests, and help ensure business continuity during periods of change.

Ensuring Privacy and Responsible Data Practices

BDO embeds strict data privacy protocols in recruitment to protect candidate information and uphold trust. Across the employee lifecycle, BDO maintains role-based access controls for personnel records in both electronic and hard-copy forms. Access is limited to authorized personnel, and any sharing of data with internal or external stakeholders follows a formal approval process—ensuring responsible, confidential handling of personal information and HR data integrity.

To further safeguard sensitive employee and organizational information, BDO implements an HR Confidentiality Policy that governs the handling and disclosure of confidential and proprietary information. The policy applies across the Bank and its subsidiaries and covers responses to external queries and requests, including those related to sustainability practices and due diligence by clients, suppliers, or other stakeholders. It establishes clear approval requirements, information-sharing limitations, and minimum protection measures—such as data masking, document classification, encryption, and transmission to authorized recipients only—to ensure responsible data management and compliance with the Bank's information protection standards.

Investing in the Workforce for Sustainable Growth

BDO's most critical assets are its people. Through sustained investment in capability-building, leadership readiness, fair and consistent performance management, ethical hiring, employee wellbeing, safety, and harmonious labor relations, the Bank strengthens human capital resilience. Guided by the We Find Ways mindset, employees are empowered to address today's challenges while preparing for the future—affirming that sustainability at BDO begins with its workforce.





Embedding Sustainability in Culture and Mindset

Building Sustainability Capability Across BDO

In 2025, the BDO Sustainability Office (SO) led enterprise-wide initiatives to build the Bank's sustainability capability and strengthen the integration of environmental and social considerations into risk management processes and business decision-making.

The Sustainability Capability-building Roadshow focused on developing both foundational understanding of sustainability; environmental, social, and governance (ESG) matters; as well as technical competence across the BDO workforce nationwide. By equipping employees with a shared set of frameworks, tools, and risk perspectives, BDO strengthened the consistent application of sustainability principles across lending, investment, and operational activities, and encouraged employees to ideate on how they can best apply a sustainability perspective in their work.

Sustainability at BDO and the United Nations Sustainable Development Goals

To broaden access and reinforce learning, the Sustainability Office continued to promote the self-paced Sustainability@BDO onboarding e-course, which recorded 4,635 employee enrollees in 2025. Together with instructor-led trainings, the e-course introduced sustainability and sustainable finance among the Bank's new hires across business units, control functions, support teams, and subsidiaries.

The instructor-led Sustainability at BDO and the United Nations 17 Sustainable Development Goals (UN 17 SDGs) modules established a shared understanding of how global sustainability priorities align with the Bank's Sustainability Framework. The sessions also included a workshop with both real-life and simulated case studies from the Bank's clients designed and facilitated by the Sustainability Office.



The training workshops reached 617 employees from priority teams—including relationship managers, credit analysts, and junior and senior officers—across Metro Manila; selected provinces in Luzon, including Naga City (Camarines Sur), Pampanga, Bulacan, Tarlac, and Nueva Ecija; and key locations in the Visayas, including Iloilo, Aklan, Tacloban, and Cebu.

Participants were asked to ideate on how sustainability principles could be applied in their day-to-day work—whether by enhancing existing products, developing new offerings, or directing financing toward priority sectors aligned with the UN SDGs and their targets. By linking sustainability objectives to concrete business contexts, the training strengthened internal ownership of BDO's long-term commitments and supported more deliberate integration of sustainability considerations into daily operations.

Several initiatives were subsequently advanced following the sustainability modules and workshops. These included the Green Finance and Adopt-a-Tree programs for Auto Loans, solar panel leasing solutions under BDO Finance, and the inclusion of solar panel installation as an eligible purpose for Home Loans. These examples illustrate how sustainability training is translated into practical applications across product development and financing activities.

Environmental and Social Risk Management System

The Sustainability Office refreshed its module on the Board-approved Environmental and Social Risk Management System (ESRMS) to simplify the ESRMS questionnaire and incorporate assessment feedback from training participants. In 2025, 374 employees, primarily from client-facing, credit, and risk functions, completed the refreshed ESRMS training. The module equipped participants to identify environmental and social (E&S) risks, determine when formal assessments are required, and conduct enhanced due diligence for high and very high rated projects. Strengthening these capabilities supported more consistent application of E&S risk controls across lending and investment processes.

Philippine Sustainable Finance Taxonomy Guidelines

As part of preparations for the country's evolving sustainable finance regulatory landscape, the BDO Sustainability Office rolled out training on the Philippine Sustainable Finance Taxonomy Guidelines (PSFTG). The program trained 72 employees from sustainability-related, risk, and product development functions. The module introduced a structured approach to classifying economic activities

based on their environmental and social impacts, including pathways for directing financial flows toward activities that support climate change adaptation, with mitigation benefits as a co-benefit.

This targeted training enhanced the Bank's technical readiness for forthcoming regulatory requirements and supported the integration of sustainability classifications into business decision-making and reporting processes.

Enterprise-wide Rollout

To ensure consistent application of sustainability frameworks across locations, the Sustainability Office conducted sustainability roadshows in Iloilo, Cebu, and Pampanga, engaging frontline and regional teams across multiple business units. Additional sessions were held throughout the year at BDO Corporate Centers in Makati City and Ortigas, expanding coverage among head office teams.

This enterprise-wide rollout promoted alignment across geographic locations, generated better understanding of the strategic importance of transitioning to a sustainable finance framework, and strengthened collaboration between business units and control functions.

Environmental Impact 302-1, 302-4, 302-5

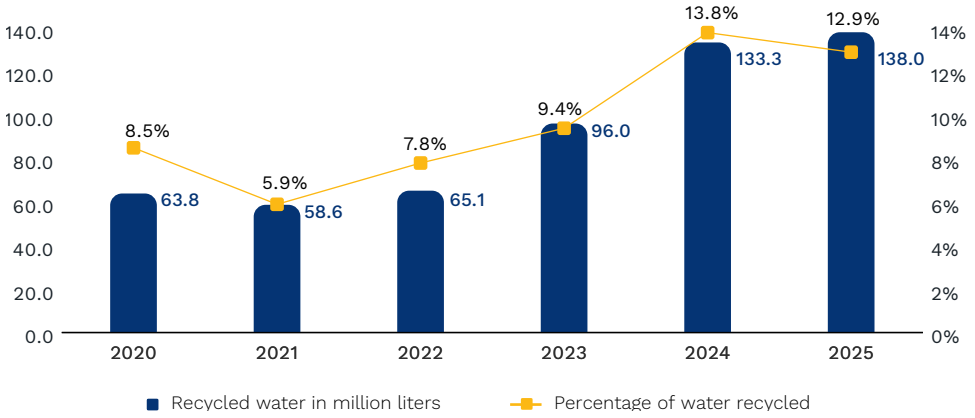
Managing Energy, Water, and Waste for the Long Term

BDO manages energy, water, and waste across its nationwide operations to reduce environmental impact, improve efficiency, and uphold its commitment to responsible resource use. In 2025, the Bank advanced ongoing initiatives on energy efficiency, expanded renewable sourcing, strengthened water conservation, and enhanced waste management.

Tracking Energy and Emissions

As the country's largest bank, with the widest network of branches, facilities, data centers, and corporate offices nationwide, BDO recognizes the significant energy required to sustain its daily operations. To align operational risk management with sustainability goals, the Bank has prioritized energy efficiency as a pillar of its operational sustainability strategy.

BDO monitors greenhouse gas (GHG) emissions primarily through electricity consumption, its largest source of emissions in its operations. By focusing on high-consumption facilities and consolidating energy data across branches and offices, the Bank assesses the impact of energy-related initiatives and continuously identifies opportunities for improvement.



This monitoring process enables comparisons with previous years and supports data-driven decisions for future efficiency projects, ultimately contributing to emissions reduction. In 2025, BDO recorded 59,561,612 kilowatt-hours (kWh) of electricity consumption, resulting in 33,809 tonnes of carbon dioxide equivalent (tCO_2e) emissions, a 4.43% decrease compared with 2024.

The Bank has identified internal energy reduction targets in the short, medium, and long term, guided by its Environmental and Social Risk Management System (ESRMS), which affirms its commitment to minimizing environmental impacts. Progress is tracked through indicators such as total energy consumption, renewable energy share, and operational efficiency improvements using the Building Energy Index (BEI). These efforts are reviewed in Technical Working Group (TWG) meetings to ensure alignment with sustainability objectives and evolving regulations.

Integrating Efficiency Initiatives

Over the past five years, BDO has integrated energy-efficient practices across its facilities, including energy-efficient lighting and equipment, optimized air-conditioning and heating systems, and the installation of motion-sensor lights in meeting rooms in select offices to reduce consumption while maintaining operational effectiveness.

In 2025, the Bank continued to replace aging air-conditioning units with inverter models and retrofitted end-of-life light fixtures with LED technology, further reducing electricity consumption across offices and branches. All future BDO offices and branches will also be equipped with inverter air-conditioning units and LED lighting as part of the Bank's standard design and energy-efficiency requirements.

To ensure long-term performance, BDO conducts Periodic Preventive Maintenance (PPM) across its facilities, extending equipment lifespan and optimizing energy efficiency to reduce electricity-related emissions.

In 2024, BDO engaged a third-party energy and engineering consultant to develop its Energy Management System (EnMS) Manual, in line with Republic Act 11285 or the Energy Efficiency and Conservation Act. The manual outlines energy management opportunities and monitoring procedures tailored to the Bank's operations. The Bank began implementing strategies from the manual in 2025, focusing on no-CAPEX energy management opportunities that require minimal investment but deliver measurable reductions in electricity consumption and cost. Through the EnMS, BDO has instilled a proactive mindset among Facilities Managers, encouraging them to actively find ways to make buildings more energy-efficient.

Expanding Renewable Energy Sourcing

Building on its initial efforts in 2022, BDO expanded renewable energy sourcing in 2025 for five of its largest, high-consumption buildings. Previously powered by an average of 60% renewable energy, these buildings now operate with up to 75% of electricity sourced from geothermal and solar energy. This shift was made possible through strategic partnerships with retail electricity suppliers and participation in the Department of Energy's Retail Competition and Open Access (RCOA) Program. This transition resulted in a 2.36% increase in renewable energy share and avoided 8,378 tonnes of carbon dioxide equivalent (tCO2e) emissions during the 2025 reporting period.

BDO also advanced its on-site solar energy program. The Bank's solar panel pilot at BDO Corinthian Gardens in 2024 produced and consumed 93,810 kWh of clean energy, covering 37% of the facility's electricity requirements and generating estimated savings of ₱600,000. This initiative avoided 63 tCO_2e emissions and demonstrated the viability of on-site solar installations across BDO facilities.

Building on the pilot, three additional buildings—BDO Malolos-Congreso, BDO Bocaue-MacArthur Highway, and BDO Baliwag-JP Rizal—were scheduled for solar installations in Q4 2025. Installation and commissioning for these sites have been completed, and the systems are now ready for full activation. Once operational, these sites are projected to generate 102,308 kWh of clean energy and deliver ₱1.2 million in cost savings. These installations are expected to avoid 71 tCO_2e emissions.

Currently, 13 facilities have been identified for transition under the Retail Aggregation Program and are scheduled to switch to RAP in 2026, and seven additional branches are slated for solar panel installation over the next two years.

> 75% renewable energy sourcing for 5 largest buildings

Managing Water Consumption, Discharge, and Effluents

BDO recognizes the importance of responsible water management to conserve precious water resources, environmental impact and ensure sustainable operations.

Among its largest facilities, BDO Corporate Center Ortigas (CCO) features rainwater and condensate harvesting systems, which recycle significant volumes of water for office use. In 2025, CCO recycled 137,952 cubic meters of water, compared with 133,304 cubic meters in 2024.

Elsewhere, the Bank sources water primarily through local water districts, drawing from freshwater resources to meet operational needs. Conservation efforts include the ongoing installation of waterless urinals in select buildings.

To manage discharge impacts, BDO implemented effluent systems across its facilities to process wastewater responsibly. Buildings are equipped with septic tanks and sewage treatment facilities to filter wastewater prior to discharge. Some facilities are connected to external services that treat wastewater before releasing it into lakes or freshwater outlets. Where such services are unavailable, BDO engages third-party providers to siphon and maintain septic tanks annually, ensuring compliance with environmental standards.

Reducing Fuel Consumption

Diesel consumption is driven by generators on standby as emergency power sources, tested regularly for reliability. In 2025, generators consumed 212,708 liters of diesel, resulting in 622.6 tCO_2e emissions. BDO monitors generator use to keep them in good working condition while minimizing unnecessary runtime.

LPG consumption comes from cafeteria tenants serving employees. In 2025, LPG use totaled 5,641.3 kilograms, equivalent to 16.88 tCO_2e emissions. LPG represents a small share of the Bank's direct fuel-related emissions compared to diesel.

BDO also provides shuttle services between corporate offices to encourage carpooling, reducing fuel costs and minimizing carbon footprint. This initiative saved approximately 495 liters of fuel a month and avoided 145 tCO_2e emissions compared to individual car trips.

Enforcing Waste Management

BDO implements a structured waste management program led by its Facilities Unit, which oversees daily operations to ensure compliance with Republic Act (RA) 9003 or the Ecological Solid Waste Management Act. The Unit coordinates waste collection and segregation at source and disposal through third-party service providers. As part of the vendor accreditation process, BDO verifies the Department of Environment and Natural Resources (DENR) accreditation of waste haulers and hazardous waste transporters.

Waste segregation is enforced through designated bins in common areas and workstations. Non-hazardous waste includes recyclable papers, plastics, metals, and glass, as well as non-recyclables like food waste and soiled packaging. Hazardous waste such as used generator oil, busted lights, and e-waste is safely stored until collected by DENR-accredited haulers for proper treatment and disposal in compliance with RA 6969 or the Toxic Substances and Hazardous & Nuclear Wastes Control Act of 1990.

Random inspections are conducted to maintain cleanliness and ensure proper handling, and waste management performance is reviewed during Technical Working Group meetings to identify opportunities for reduction and recycling.

Waste segregation and monitoring are carried out by third-party janitorial service providers, who weigh and record the volume of waste collected. These records are maintained by facilities managers for each site. The Bank also manages segregation through Materials Recovery Facilities before handing waste over to accredited haulers.

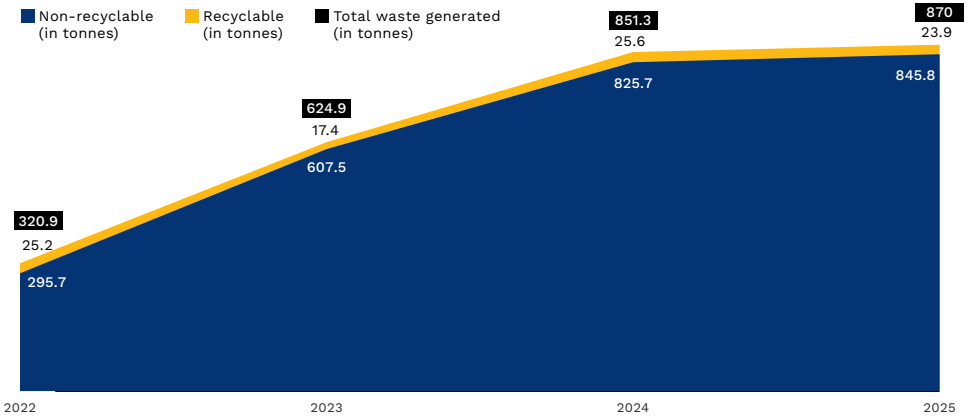
In 2025, BDO generated 845.84 tons of non-recyclable waste and 23.93 tons of recyclable waste, an increase of 2.43% in non-recyclables and a decrease of 6.64% in recyclables compared with 2024.

In addition to solid waste diversion, BDO also diverted two tonnes of electronic waste from landfills through the responsible recovery and preparation of used IT equipment for reuse. These e-waste diversion and environmental impact metrics are based on Humble Sustainability's 2025 Loop Report provided to BDO, which documents the environmental benefits of reusing IT assets rather than disposing of them as waste. The disposal process itself is handled by the Bank's Procurement–Disposal team, and this diversion supported overall waste minimization performance by reducing the demand for raw materials needed for new device production.

Recyclable materials are also processed by vendors into bond papers, seed papers, and plastic products such as furniture, pallets, and trash bins. Vendors issue recycling certificates and plant trees on behalf of the Bank, including five trees planted in 2025. Since the launch of the Waste Busterrr campaign in 2023, a total of 10 trees have been planted through these recycling partnerships. These measures help divert waste from landfills, reducing methane emissions, a greenhouse gas responsible for an estimated 30% of global temperature rise since the Industrial Revolution.

BDO continues to enhance its waste management practices through education initiatives such as the Waste Busterrr campaign, which encourages employees to practice waste segregation at source and reuse, reduce, and recycle waste materials at work and at home. To strengthen employee awareness on responsible waste management, the Waste Busterrr learning eCourse was re-administered to all participating sites in 2025. Completion reached 7,601 out of 9,559 employees (79.51%), reflecting sustained engagement in the Bank's waste reduction initiatives.

TOTAL WASTE GENERATED



Circularity in operations 301-1, 301-2, 301-3

₱2,079,671
total earnings from recycling

₱55,142,660
total cost avoidance



Paper

998,366
kilos for recycling by paper mill

Non-IT FFE

22
non-IT FFEs (ex. sofa and cabinets) donated to various RHUs through BDO Foundation

Non-IT furniture, fixtures & equipment refurbished/repaired and re-allocated to BDO Unibank and subsidiaries

Item	Count	Cost avoidance (in '000 Php)
Cabinet	520	₱2,329
Chair	820	₱2,893
Open-type shelves	24	₱189
Others (calculator, ladder, projector screen, refrigerator, rostrum, sofa, wall clock)	242	₱1,099
Reused workstation sets	104	₱1,900
Standee	34	₱222
Table	171	₱1,032
Whiteboard	6	₱55
Grand Total	**1,817**	**₱9,719**
IT furniture, fixtures & equipment re-allocated to BDO Unibank and subsidiaries	1,209	**₱20,913**

Re-used accessories from BDO buildings

Item	Count	Cost avoidance (in '000 Php)
Tempered glass door	8	₱324
Vault doors to various BDO branches	5	₱439
Aircon to various BDO and ONB branches	56	₱5,272
Generator sets reallocated to BDO and BDONB branches	15	₱10,392
Signages reallocated to various BDO Offices/Events	5	₱340
Data cabinets reallocated to BDO and BDONB branches	2	₱86
UEP/Panelboards reallocated to BDO and BDONB branches	16	₱4,243
ISO Transformers reallocated to BDO and BDONB branches	37	₱1,627
Air Purifier reallocated to offices	4	₱546
Air Sprinkler heads reallocated to BDO and BDONB branches	129	₱516
Total	**277**	**₱23,784**

Others

Item	Count
Consumable items for recycling	33,997
FFE/IT Equipment items for recycling	76,577
Acrylic desk dividers (converted to acrylic serving and catch all trays for giveaways)	1,894
ATM enclosure	88
Total	**112,556**

CASE STUDY

Building a Green Center in Cebu

BDO Corporate Center Cebu (BDO CCC) highlights the Bank's commitment to building responsibly and reducing environmental impact in construction. Designed to meet Green Mark Gold certification, an internationally recognized green building standard that originated in Singapore and was adapted to Asian conditions, the building integrates features that promote energy efficiency, renewable energy use, and water recycling.

BDO CCC is powered by a 144 kWp Building-Integrated Photovoltaic (BIPV), generating an average of 5.8 MWh of clean energy per month. This renewable energy output significantly reduces reliance on grid electricity and results in the avoidance of about 48 tonnes of CO2 per year. Furthermore, its design makes the most of natural light by employing daylight harvesting controls and occupancy sensors, reducing the need for electricity from the grid. Inside, the building uses LED lighting, high-efficiency air-conditioning systems, and a glass curtain wall that helps keep heat out, all of which lower energy use.

To reduce the impact of construction, the building uses cement mixed with fly ash, a recycled material that lessens the environmental footprint. Water conservation is integrated into the design through a rainwater catchment system, which collects rainwater for watering plants. This strategy minimizes overall water use through wastewater recycling and the harvesting of rainwater and condensate drain.

These sustainability features reflect BDO's goal of reducing its environmental footprint and building facilities that meet global standards for green infrastructure.



BDO Resource Consumption (Group-wide)

Fuel Consumption

Diesel (in liters)

2025	**328,557**
2024	368,924
2023	424,832

Gasoline (in liters)

2025	**144**
2024	48
2023	31,057

LPG (in kg)

2025	**5,641**
2024	8,062
2023	7,422

Refrigerants (in kg)

2025	**1,849**
2024	550
2023	–





Electricity Consumption

(in '000 kWh)

2025	**59,562**
2024	61,090
2023	94,900

Branches

2025	**15,516**
2024	12,905
2023	48,818

Offices

2025	**44,045**
2024	48,185
2023	46,082

Non-renewable

2025	**46,455**
2024	49,087
2023	84,215

Renewable

2025	**13,106**
2024	12,003
2023	10,685

GHG Emissions

(in tonnes CO_2e)

2025	**18,163,021**
2024	72,273
2023	70,638

Scope 1

2025	**1,706**
2024	2,017
2023	1,237

Scope 2

2025	**33,809**
2024	35,377
2023	66,784

Scope 3*

2025	**18,127,505**
2024	34,894
2023	2,617

* Includes scope 3 Categories 5, 6, 13, and 15

Water Consumption

(in '000 cu.m.)

Water Withdrawal (Fresh Water)

2025	**1,030**
2024	966
2023	1,021

■ Branches ■ Offices

Branches

2025	**452**
2024	390
2023	374

Offices

2025	**578**
2024	576
2023	647

Business Travel

(one-way flights)

6,230

Non-hazardous Waste

(in tonnes)

2025	**870**
2024	851
2023	625

Wastes directed to disposal

2025	**846**
2024	826
2023	608

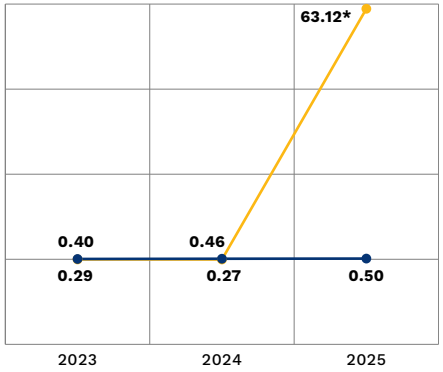
Wastes diverted from disposal (recycled) through BDO's MRF

2025	**10**
2024	8
2023	7

Wastes diverted from disposal (recycled) through X-Trash

2025	**14**
2024	18
2023	10

Carbon and Energy Intensity



Carbon Intensity
(in metric tonnes CO_2e/₱1 million in revenue)*

Energy Intensity
(in MW/₱1 million in revenue)

BDO Network Bank Resource Consumption

Hazardous Waste

(in tonnes)

2025	2.76
2024	1.10
2023	14.70

Wastes directed to disposal

2025	2.76
2024	-
2023	12.40

Wastes diverted from disposal (recycled) through accredited waste collectors

2025	-
2024	1.10
2023	2.30

Lightbulbs

2025	0.09

Oil

2025	2.21

Others

2025	0.46

Fuel Consumption of Tenants and Leased Assets

(in liters)

Diesel

2025	109,552
2024	65,293
2023	1,000

Gasoline

2025	584
2024	345
2023	–





Electricity Consumption of Tenants and Leased Assets

(in ‘000 kwh)

2025	85,174
2024	60,323
2023	3,294

Renewable | Non-renewable

Renewable

2025	23,090
2024	12,319
2023	1,655

Non-renewable

2025	62,084
2024	48,025
2023	1,639

Water Consumption

(in ‘000 cu.m.)

Water Withdrawal (Fresh Water)

Offices

2025	84
2024	19

Recycled Water

(in ‘000 cu.m.)

2025	138
2024	133
2023	96

The overall emissions reported above includes BDO Private Bank’s and Dominion Holdings’ fuel, electricity, and water, as well as its greenhouse gas emissions.

Fuel Consumption

(in liters)

Diesel

2025	19,395
2024	42,130

Electricity Consumption

(in ‘000 kwh)

2025	4,853
2024	1,243

Branches | Offices

Branches

2025	3,609
2024	-

Offices

2025	1,243
2024	1,243

Non-renewable

2025	4,853
2024	1,243

Fuel Consumption of Tenants and Leased Assets

(in liters)

Diesel

2025	82

Business Travel

(one-way flights)

586

Hazardous Waste

(in tonnes)

Wastes directed to disposal

0.20

Non-hazardous Waste

(in tonnes)

2025	11
2024	8

Wastes directed to disposal
Wastes diverted from disposal (recycled) through BDO’s MRF

Wastes directed to disposal

2025	8.57
2024	6.80

Wastes diverted from disposal (recycled) through BDO’s MRF

2025	2.46
2024	1.10

GHG Emissions

(in tonnes CO_2e)

2025	9,386
2024	1,172

Scope 1

2025	52
2024	113

Scope 2*

2025	4,081
2024	1,055

Scope 3**

2025	5,253
2024	4

Electricity Consumption of Tenants and Leased Assets

(in ‘000 kWh)

Non-renewable

7,230

* Includes scope 2 from BDO Network Bank branch electricity consumption

** Includes Scope 3 Categories 5, 6, and 13

CASE STUDY

Turning Waste into Community Support

BDO's participation in the X-Trash Challenge demonstrates the Bank's commitment to environmental stewardship and waste reduction. Since 2021, BDO has actively joined this competition organized by the Philippine Business for Social Progress (PBSP) and Basic Environmental Services Technology (BEST), which encourages companies to collect recyclable materials such as paper, plastic, and metal waste.

Employees contribute by bringing recyclables from home to designated BDO offices, complementing the Bank's internal Waste Busterrr campaign that promotes proper waste segregation and disposal.

In 2025, these efforts resulted in the collection of 13,683.74 kilograms of recyclable waste, earning BDO a Second Runner-Up award at the X-Trash Challenge. Earnings from the X-Trash Challenge 2024 also funded a ₱52,000 donation of kitchen equipment, including rice cookers and steel racks to beneficiary SOS Philippines. SOS rescues surplus food from restaurants, hotels, retailers, and food manufacturers and redistributes it to vulnerable communities facing food insecurity. These partnerships highlight how initiatives can reduce waste while turning recyclables into practical support for partner communities.



Breakdown of BDO Emissions for Scope 1, 2, and 3 102-5, 102-6, 102-7

SCOPE 1

BDO Unibank		Emissions in Metric Tonnes			
Fuel Consumption		Total CO_2e	$CH4-CO_2e$	N_2O-CO_2e	Total Co_2e
Diesel (in liters)					
Standby generator sets	102,376.58	297.91	1.09	0.66	**299.66**
Transport vehicle	206,785.86	554.19	0.58	1.13	**555.89**
Gasoline (in liters)					
Standby generator sets	144.00	0.33	0.001	0.001	**0.33**
Other gasoline fuel consumption	-	-	-	-	**-**
Heating and Cooking – LPG (in kg)	5,641.30	16.84	0.04	0.01	**16.88**
Refrigerants (in kg)					
R-32	45.00	34.70	-	-	**34.70**
R-410A	305.15	688.27	-	-	**688.27**
R-22	28.55	55.96	-	-	**55.96**
R-1234ze	1,470.00	2.01	-	-	**2.01**
Total Scope 1 emissions of BDO Unibank					**1,653.70**

BDO Network Bank		Emissions in Metric Tonnes			
Fuel Consumption		Total CO_2e	CH_4-CO_2e	N_2O-CO_2e	Total Co_2e
Diesel (in liters)					
Standby generator sets	1,174.00	3.42	0.01	0.01	**3.44**
Transport vehicle	18,220.77	48.83	0.05	0.10	**48.98**
Total Scope 1 emissions of BDO Network Bank					**52.42**
Total Scope 1 emissions					**1.706.11**

SCOPE 2

BDO Unibank		Emissions in Metric Tonnes			
Electricity Consumption		Total CO_2e	$CH4-CO_2e$	N_2O-CO_2e	Total Co_2e
Non-Renewable (in MW)					
Luzon	34,211.85	23,725.92	-	-	**23,725.92**
Visayas	4,077.58	2,827.80	-	-	**2,827.80**
Mindanao	3,313.38	2,823.66	-	-	**2,823.66**
Renewable (in MW)					
Luzon	13,106.18	350.78			**350.78**
Total Scope 2 emissions of BDO Unibank					**29,728.17**

BDO Network Bank		Emissions in Metric Tonnes			
Electricity Consumption		Total CO_2e	CH_4-CO_2e	N_2O-CO_2e	Total Co_2e
Non-Renewable (in MW)					
Luzon	-	-	-	-	**-**
Visayas	343.44	238.18	-	-	**238.18**
Mindanao	4,509.18	3,842.72	-	-	**3,842.72**
Total Scope 2 emissions of BDO Network Bank					**4,080.90**
Total Scope 2 emissions					**33,809.06**

SCOPE 3

BDO Unibank		Emissions in Metric Tonnes			
Category 13: Downstream Leased Assets		Total CO_2e	CH4 - CO_2e	N_2O-CO_2e	Total Co_2e
Standby generator sets - Diesel (in liters)	109,469.88	318.56	1.161	0.704	**320.42**
Other Gasoline Fuel Consumption (in liters)	583.55	1.34	0.005	0.003	**1.34**
Electricity Consumption					
Non Renewable (in MW)					
Luzon	47,550.65	32,976.38	-	-	**32,976.38**
Visayas	4,279.19	2,967.62	-	-	**2,967.62**
Mindanao	2,782.83	2,371.53	-	-	**2,371.53**
Abroad	241.65	114.38	-	-	**114.38**
Renewable (in MW)					
Luzon	23,089.94	618.0	-	-	**617.99**
Category 5: Waste Generated in Operations					
Non-hazardous (in tonnes)					
Waste diverted from landfill	21.48	1.26	-	-	**1.26**
Waste directed to landfill	823.27	485.62	-	-	**485.62**
Category 6: Business Travel					
Business travel (one-way)	5644 flights	352.18	-	-	**351.25**
Category 15: Investments/Financed Emissions					
Loans		17,567,889.00			**17,567,889.00**
Investments		514,155.00			**514,155.00**
Total Scope 3 emissions of BDO Unibank					**18,122,251.79**

BDO Network Bank		Emissions in Metric Tonnes			
Category 13: Downstream Leased Assets		Total CO_2e	CH4 - CO_2e	N_2O-CO_2e	Total Co_2e
Non Renewable (in MW)					
Luzon	4,118.69	2,856.31	-	-	**2,856.31**
Visayas	1,861.19	1,290.74	-	-	**1,290.74**
Mindanao	1,249.79	1,065.07	-	-	**1,065.07**
Category 5: Waste Generated in Operations					
Non-hazardous (in tonnes)					
Waste diverted from landfill	1.95	0.14	-	-	**0.14**
Waste directed to landfill	8.57	4.97	-	-	**4.97**
Category 6: Business Travel					
Business travel (one-way)	586 flights	35.22	-	-	**35.22**
Total Scope 3 emissions of BDO Network Bank					**5,252.45**

Total Scope 3 emissions	**18,127,504.24**

Customer Engagement

Consumer Protection Practices 416-1

BDO's financial consumer protection framework is anchored on disclosure and transparency, protection of client information, fair treatment, effective recourse, and protection of consumer assets against fraud and misuse. The framework ensures that consumer protection practices are embedded in BDO's operations and considered in the development and implementation of the Bank's products and services.

Customer Experience Philosophy

BDO is committed to embodying a We Find Ways mindset as part of its Customer Experience Philosophy. This principle underscores the Bank's dedication to creating a banking experience that extends beyond basic transactions by offering a diverse range of products and providing personalized services. BDO achieves this through a comprehensive understanding of its customers' financial objectives and life circumstances.

Board and Management Oversight on Customer Concerns 2-26

The Board holds the primary responsibility for maintaining effective oversight of the Bank's consumer protection policies and programs. Senior management is tasked with implementing strategies approved by the Board and ensuring that appropriate control mechanisms are in place. Governance and oversight functions are further reinforced through the various roles that involve ownership, management, or provision of independent assurance regarding Consumer Protection activities, such as:

- **Senior Management:** Senior Management ensures that the approved Consumer Protection policies and procedures are clearly documented, properly understood, and consistently implemented across all levels and business units.
- **Compliance and Internal Audit:** The Compliance Office and Internal Audit, both of which take their authority from the Board's Audit Committee, support the Board of Directors in overseeing the Bank's adherence to the Consumer Protection policies as well as in ensuring the effectiveness of its application or implementation across all financial product and service offerings.
- **Operational Risk Management Unit (ORMU):** ORMU is responsible for assisting management in embedding the operational risk culture, awareness, framework, and implementation throughout the Bank. Top complaint drivers, along with the corresponding corrective and preventive measures, are reported to the Board on a quarterly basis. This ensures that Consumer Protection-related risks and concerns are mitigated, compliance with Consumer Protection standards and requirements is maintained, and any other significant developments affecting the Bank's consumers are disclosed.

Consumer Assistance Management System (CAMS) 2-25

BDO enforces and monitors the Consumer Assistance Management System or CAMS through a combination of established policies, streamlined processes, and dedicated teams. This system aims to deliver customer satisfaction through compliance with regulations.

- **Internal policies:** Consumer Protection policies, as outlined in the CAMS Manual, provide clear guidelines for managing customer assistance. These policies define procedures for complaint resolution, escalation protocols, and standards for effective communication. Consistent application of these protocols, ensures that customer concerns are addressed promptly, fairly, and with care across all service channels.
- **Dedicated Teams:** Specialized teams, including Customer Service and Service Fulfillment Units, are responsible for implementing and supervising CAMS. These teams work collaboratively to manage consumer inquiries, requests, and complaints with efficiency and accuracy.
- **Monitoring and Reporting:** The CAMS is a comprehensive tracking system, which records and oversees client interactions, complaints, and resolutions. This system enables BDO to identify trends, evaluate service performance, and address emerging issues. Regular reporting provides senior management and the Board with insights to assess and enhance the effectiveness of CAMS.
- **Continuous Improvement:** CAMS is regularly reviewed and enhanced, incorporating customer feedback, adapting to regulatory changes, and aligning with industry best practices. This ongoing commitment ensures that the system remains effective and responsive to the evolving needs of customers.

Process for Handling of Customer Concerns 2-25

BDO prioritizes efficient resolution of customer concerns. Upon receipt of a complaint, frontliners acknowledge and record the concern. If it can be resolved immediately, the client receives prompt assistance at the point of contact. Otherwise, the issue is referred to the appropriate service fulfillment unit for further investigation. Once the root cause is identified, the service fulfillment unit determines a suitable solution which may include refunds, corrections, or customer education. Throughout the process, clear communication and transparency are maintained to ensure that the customers feel heard and are satisfied with the outcome.

Training for Customer Assistance 2-25

BDO employees are required to complete the Financial Consumer Protection eLearning course. This training is designed to acquaint them with the concept of CAMS, its procedures, customer service standards, and applicable regulatory requirements. The training is based on the Consumer Protection Standards of Conduct, which outlines the expected behavior of Bank employees when interacting with customers.

Listening to Customer Needs 2-25, 2-26

In order to deliver exceptional banking services, BDO collects and utilizes valuable input from customers, understanding their needs, and continuously improving their overall experience. The Bank has a robust and comprehensive engagement and feedback mechanism, employing multiple channels to ensure that the voice of the customer resonates throughout its operations.

- **Multi-faceted Customer Service:** Dedicated customer customer service teams, which may be reached via call, email, and social media private messaging, have been pivotal in addressing any product, process, or system-related inquiries and providing timely resolutions to concerns. The direct communication channels allow the Bank to promptly respond to concerns and offer personalized support.
- **Branch-level Interaction:** Physical branches serve as touchpoints for direct engagement. This brick-and-mortar approach allows us to establish deeper relations with the public at large and strengthens our understanding of a locale's wants, needs, and concerns.
- **Website:** The Bank's web page offers a secure messaging system where clients can provide feedback, report issues, and seek customer service support. Please visit https://www.bdo.com.ph/contact-us.
- **Social Media Engagement:** Active monitoring of social media platforms enables us to promptly address customer concerns. Our commitment to social media listening reflects our agility in responding to emerging trends and issues within the digital landscape.

Customer Contact Center

2-26, 418-1

BDO's Customer Contact Center (CCC) demonstrates a sincere commitment to protecting client information and delivering timely and effective assistance. Guided by the regulatory and legal frameworks on financial consumer protection and the data privacy, CCC ensures that customer data is collected, stored, and used solely to support customers with appropriate solutions to their inquiries and concerns.

To safeguard the confidentiality, integrity, and availability of personal data, CCC maintains strict physical, organizational, and technical controls. Collaboration among the CCC, Cybersecurity, and Fraud



Management teams is continuously strengthened to address emerging risks, such as money muling and social engineering attacks. Security advisories are incorporated into contact center protocols, and frontline representatives routinely provide education on protecting personal information during customer interactions.

Recognizing the evolving risks associated with digitalization, BDO has introduced voice biometrics as a secure and efficient authentication feature. This innovation enables faster and more secure verification of customer identity, offering enhanced protection against fraud and unauthorized access when customers call the BDO hotline.

As part of BDO's ongoing commitment to enhancing customer experience, several key initiatives have been implemented. The institutionalization of Customer Record Management has strengthened the ability of the Customer Contact Center to address customer concerns in a more coordinated and consistent manner across service channels, supporting a more unified approach to issue resolution. In addition, process enhancements have been introduced for various customer transactions to reduce manual handling, improve turnaround times, and enhance overall servicing efficiency. Furthermore, improvements to the Bank's customer contact and call-handling capabilities support faster resolution of common inquiries and more efficient routing of customer requests, contributing to shorter wait times and improved overall customer satisfaction.

In 2025, Customer Assistance Management System logged some 9.63 million customer cases of which only 0.64 million or 7% were problem-related in nature. Majority of the cases were inquiries at 4.56 million and requests at 4.42 million.

Consumer Protection: Built Into Every Interaction

BDO's consumer protection framework is anchored on transparency, fair treatment, data security, effective recourse, and safeguarding assets against fraud and misuse. These principles are embedded in our operations and guide the design and delivery of all products and services.

Oversight That Safeguards Customer Interests

BDO retains ultimate accountability for consumer protection, ensuring policies and programs are embedded across the Bank. Senior Management translates these strategies into action, supported by strong controls and governance mechanisms. They ensure that approved policies are clearly documented, well understood, and consistently applied throughout all business units.



Compliance and Internal Audit, reporting to the Board Audit Committee, monitor adherence to consumer protection standards and validate the effectiveness of implementation across products and services.

The Operational Risk Management Unit (ORMU) reinforces risk awareness and culture across the Bank. It tracks top complaint drivers and reports corrective and preventive measures to the Board's Risk Management Committee (RMC) quarterly, ensuring risks are mitigated, compliance is maintained, and significant developments affecting customers are disclosed.

Customer Experience Designed Around Life Goals

Our We Find Ways mindset shapes a banking experience that goes beyond transactions. By combining data insights with human understanding, we deliver products and services tailored to financial goals and life stages—making banking simpler, safer, and more relevant.

Fast, Fair Resolution through the Customer Assistance Management System (CAMS)

BDO enforces and monitors the Customer Assistance Management System through clear policies, streamlined processes, and dedicated teams. CAMS ensures every concern is resolved promptly and in full compliance with regulatory standards. Internal policies outlined in the CAMS Manual set precise guidelines for complaint resolution, escalation, and communication. These standards ensure consistency across all service channels and reinforce our commitment to fairness and transparency.

Specialized teams, including Customer Service and Service Fulfillment Units, oversee CAMS implementation. Working collaboratively, they manage inquiries, requests, and complaints with accuracy and efficiency. A centralized tracking system records all interactions, enabling BDO to identify trends, measure performance, and respond to emerging issues. Regular reports provide senior management and the Board with actionable insights to strengthen CAMS effectiveness.

CAMS undergoes continuous review and enhancement, integrating customer feedback, adapting to regulatory changes, and aligning with industry best practices. This commitment ensures the system remains responsive to evolving customer needs and expectations.

Handling Customer Concerns with Care

BDO prioritizes swift and transparent resolution of customer concerns. When a complaint is received, frontliners immediately acknowledge and record it. If the issue can be resolved at the point of contact, assistance is provided promptly. If not, it is escalated to the appropriate service fulfillment unit for investigation. Once the root cause is identified, the unit determines the most suitable solution, which may involve a refund, correction, or customer education. Throughout the process, communication remains clear and consistent to ensure customers feel heard and confident in the outcome.

Training That Builds Service Excellence

BDO requires all employees to complete the Financial Consumer Protection eLearning course every two years. This program familiarizes them with CAMS procedures, customer service standards, and applicable regulatory requirements. It is anchored on the Consumer Protection Standards of Conduct, which defines the expected behavior of employees in every customer interaction.

Listening That Drives Action

BDO actively gathers and applies customer feedback to enhance banking experiences. Our engagement framework uses multiple channels to ensure the voice of the customer informs service improvements across the organization. Customer service teams are accessible via phone, email, and private social media messaging, providing timely responses to inquiries and concerns. These direct channels enable personalized support and quick resolution.

Physical branches remain important touchpoints for deeper engagement, allowing us to understand local needs and strengthen relationships within communities. This is complemented by the Bank's website which offers a secure messaging system for feedback, issue reporting, and service support at www.bdo.com.ph/about-bdo/learn/help-and-support/contact-us, where customer assistance hotlines and dedicated email channels are listed.

Active monitoring of social media platforms ensures rapid response to emerging issues. Our commitment to social media listening reflects agility in addressing trends and maintaining customer trust in the digital space.

Secure, Responsive Support from the Customer Contact Center

BDO's Customer Contact Center (CCC) upholds a strong commitment to protecting client information while delivering timely, effective assistance. Guided by Financial Consumer Protection principles and Data Privacy regulations, CCC ensures that customer data is collected, stored, and used exclusively to provide appropriate solutions to inquiries and concerns.

To safeguard confidentiality, integrity, and availability of personal data, CCC applies strict physical, organizational, and technical controls. Collaboration with Cybersecurity and Fraud Management teams is continuously reinforced to address emerging risks such as money muling and social engineering attacks. Security advisories are embedded in protocols, and frontline representatives regularly educate customers on protecting personal information during interactions. Among the most significant initiatives:

- **First in Voice Biometrics.** Recognizing the evolving risks of digitalization, BDO introduced voice biometrics as a secure and efficient authentication feature. This innovation enables faster identity verification and strengthens protection against fraud and unauthorized access when customers call the BDO hotline.
- **Single Customer Record Across All Channels.** The institutionalization of Customer Record Management (CRM) has strengthened the ability of the Bank to address customer concerns in a more coordinated and consistent manner across service channels, supporting a more unified approach to issue resolution.

To drive efficiency and convenience, process enhancements have been introduced for various customer transactions to reduce manual handling, improve turnaround times, and enhance overall servicing efficiency. Improvements to the Bank's hotline capabilities enable faster resolution of common inquiries and more efficient routing of customer requests, contributing to shorter wait times and improved overall customer satisfaction.

In 2025, the Customer Assistance Management System logged 9.63 million cases, of which only 0.64 million or 6.6% were classified as complaints. The majority were inquiries at 4.57 million and requests at 4.42 million, indicating that complaints represent only a small fraction of overall customer engagements.

Supply Chain Engagement 204-1

Responsible Procurement and Resource Stewardship

In 2025, BDO further enhanced operational efficiency through its Integrated Procurement System (IPS), which allows suppliers to consolidate multiple purchase orders (POs) into a single invoice. This web-based requisition-to-payment platform reduces the traditional one-order-one-invoice process, minimizes paper use, and simplifies billing and documentation requirements.

The IPS also includes a supplier portal called the Zycus Supplier Network, which is used primarily for supplier onboarding, PO receipt and confirmation, and invoice creation and submission. Through this platform, the Bank eliminated the need for hardcopy submission of supplier documents and the manual filing that accompanied it. Suppliers now enter their company information through an online form and upload the required documents directly into the system.

Managing Internal Consumption and Circularity

Paper remained one of the Bank's most used materials, with 2025 consumption trends showing mixed patterns across types. Short-sized paper increased by 26.60%, A4 paper increased by 30.17%, while long-sized paper increased by 12.14% versus 2024. These shifts occurred alongside BDO's ongoing expansion of digital workflows for requisitions and approvals, which continue to moderate growth in paper usage even as certain operational activities expand.

BDO also strengthened its circularity practices by maximizing reuse, refurbishment, and responsible recycling across furniture, fixtures, equipment, and IT assets. Although paper sent for recycling decreased by 2.92%, other recovery channels expanded significantly. IT equipment and peripherals donated to public schools through BDO Foundation increased by 24.87%, and IT asset reallocation within Unibank increased by 30.58%, reflecting improved recovery of reusable units from technology refresh cycles.

In 2025, 33,997 consumable items were routed to accredited recyclers as part of the Bank's established recovery procedures. Comparable volumes were processed in 2024 (45,178 items), underscoring the consistency of the Bank's materials-recovery system. Some reuse categories declined due to fewer facility decommissions in 2025. Reused workstation sets decreased by 68.10%, while non-IT furniture refurbishment and reallocation within Unibank decreased by 49.28%. Despite these reductions, BDO continued to practice resource



stewardship through refurbishment, reallocation, and responsible disposal of remaining recoverable assets. Circularity efforts also included the trade-in of used batteries to accredited suppliers and sustained use of printer-leasing arrangements, wherein suppliers collect toner cartridges for refill and reuse—reducing waste from consumables and avoiding unnecessary procurement of new materials.

Engineering teams also contributed to circularity by extending the useful life of major assets across facilities. Activities in 2025 included the reuse of ATM enclosures (23.94% growth), air-conditioning units (330.77% growth), generator sets (7.14% growth), and other equipment such as vault doors, panelboards, transformers, and air purifiers. These interventions significantly reduced the volume of materials requiring disposal and helped avoid new purchases.

Fleet Resource Efficiency

Fleet fuel use improved in 2025. For BDO Unibank, annual totals indicate lower diesel consumption and fuel costs versus 2024, aligned with improved routing efficiency and optimized deployment of armored and non-armored units. For BDO Network Bank, planned fleet rationalization in Mindanao resulted in even more substantial improvements, with diesel consumption decreasing from 41,762 liters to 18,221 liters, and total fuel costs improving from ₱2.49 million to ₱1.04 million—a major operational efficiency gain.

These reductions contributed directly to lower resource use and supported BDO's broader operational efficiency strategy.

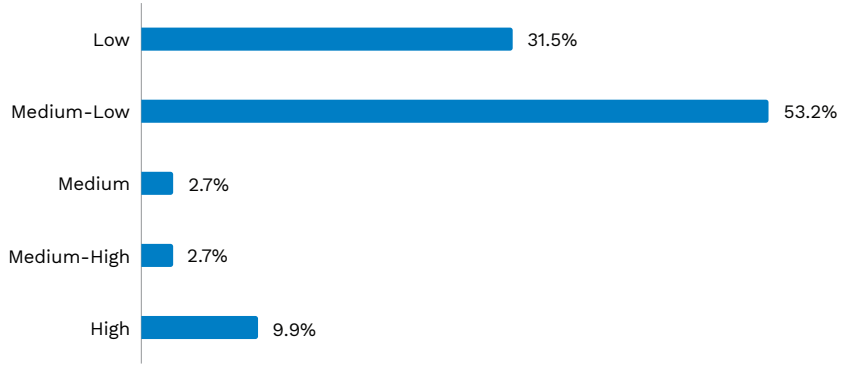
Strengthening Supplier Oversight

BDO maintained a strong local supplier base in 2025. While the share of spend with local suppliers declined—moving from 0.93 in 2024 to 0.86 in 2025—the Bank continued to source the majority of goods and services domestically, with 95% of accredited suppliers classified as local.

All suppliers remained subject to BDO's accreditation process, which verifies compliance with environmental requirements for hazardous-waste handlers and labor-standards certifications for manpower and security service providers. BDO also enforces compliance through billing-hold measures for service providers with unresolved labor-related cases, ensuring alignment with its governance and procurement principles.

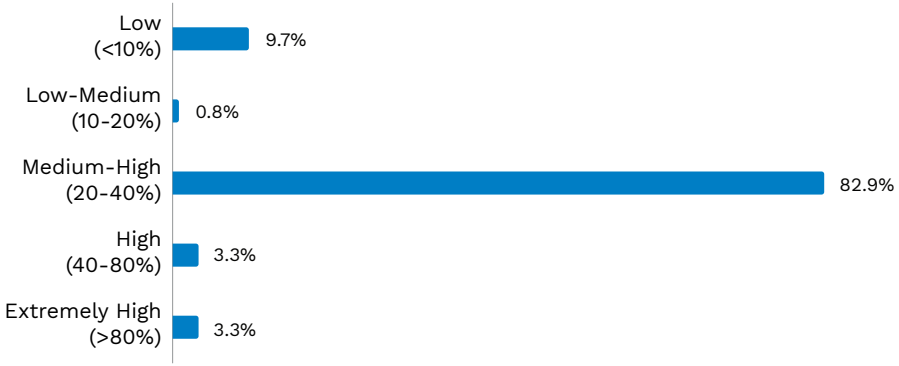
Suppliers' Exposure to Physical Risk

From the projected provincial risk categorization between 2030-2040, SP5-8.5, National Adaptation Plan



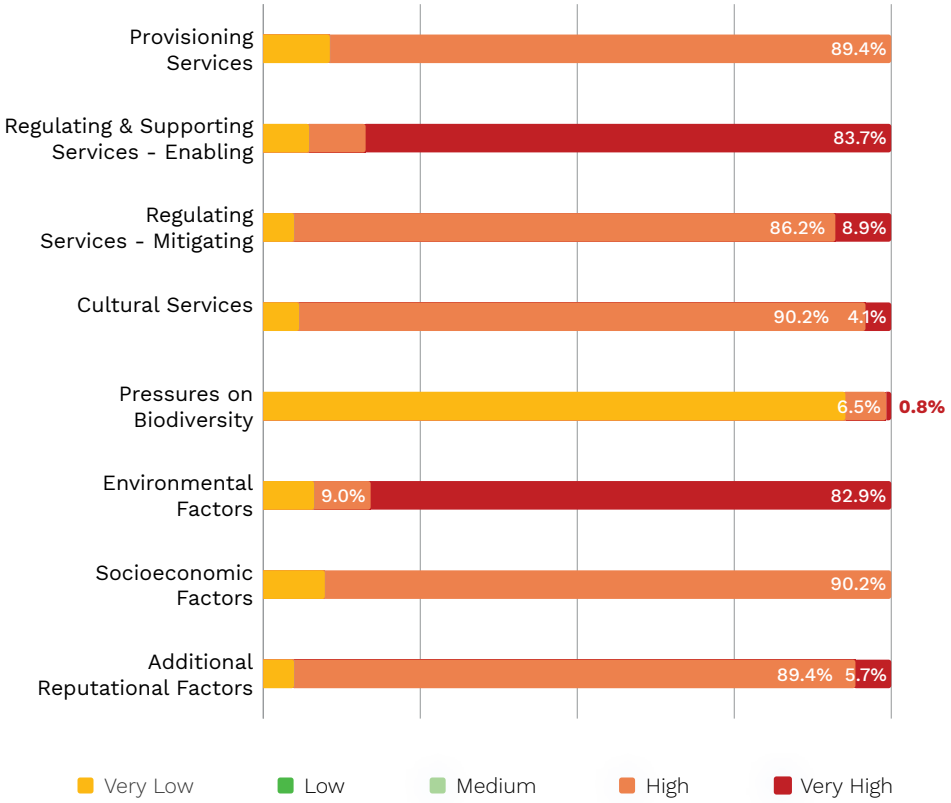
Supplier Operations in Water Stressed Areas

From World Resources Institute's Aqueduct Water Risk Atlas



Suppliers' Exposure to Biodiversity Risk 101-4, 101-5, 101-6, 101-8

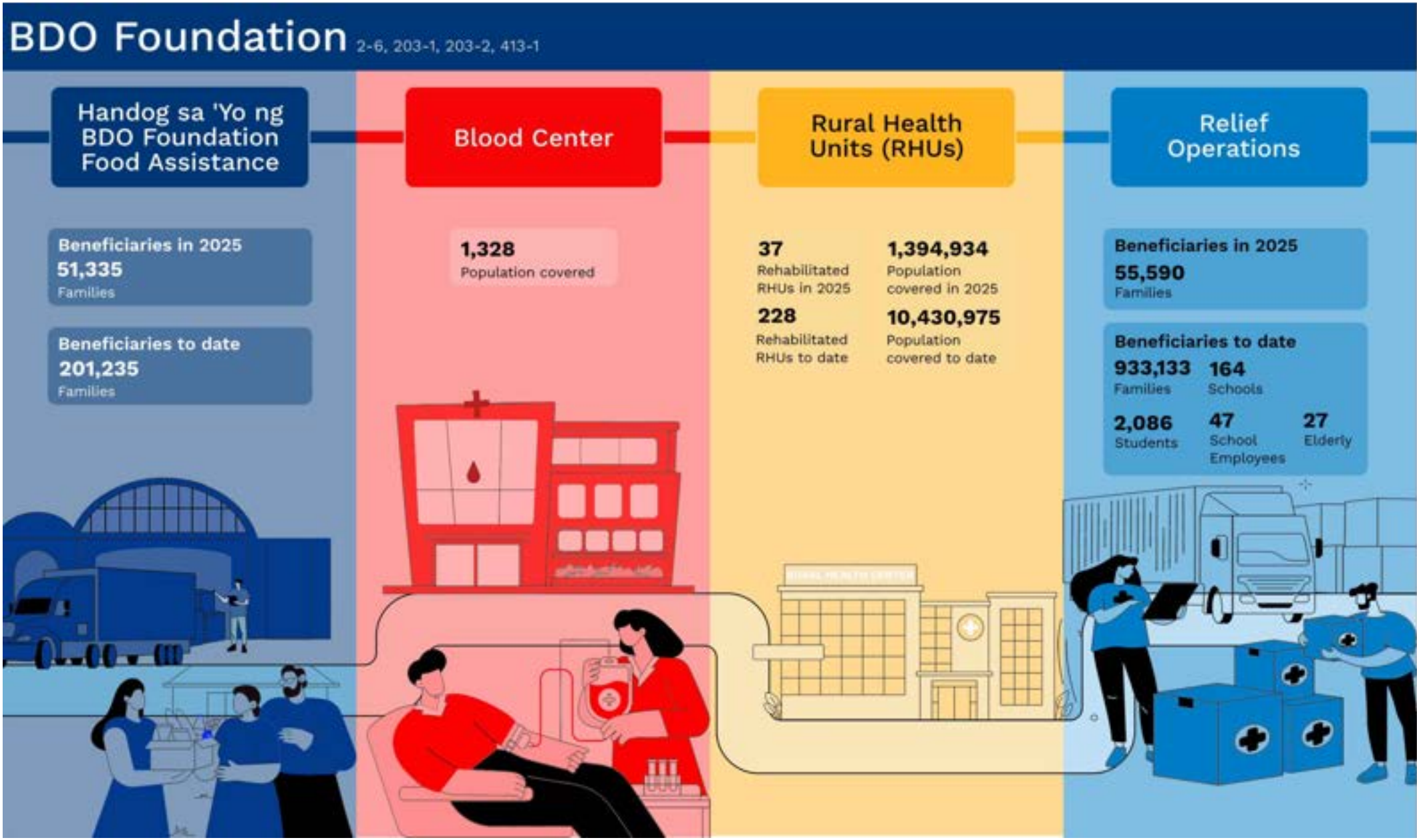
From World Wide Fund for Nature (WWF) Biodiversity Risk Tool





Pursuing Partnerships for Impact 2-6, 2-24

We value collaboration and partnerships where we can make best use of our expertise and resources to scale collective impact. We engage with our stakeholders to ensure that we bring everyone along in our sustainability journey.


BDO Foundation 2-6, 203-1, 203-2, 413-1
Handog sa 'Yo ng BDO Foundation Food Assistance
Beneficiaries in 2025
51,335
Families
Beneficiaries to date
201,235
Families
Blood Center
1,328
Population covered
Rural Health Units (RHUs)
37
Rehabilitated RHUs in 2025
228
Rehabilitated RHUs to date
1,394,934
Population covered in 2025
10,430,975
Population covered to date
Relief Operations
Beneficiaries in 2025
55,590
Families
Beneficiaries to date
933,133
Families
164
Schools
2,086
Students
47
School Employees
27
Elderly

Tech-Voc Training Facilities

1,006
Total Beneficiaries

6
Classrooms built (to date)

3
Workshops built (to date)



School Buildings and Classrooms

School Buildings Built (to date)

19	15	1
Elementary Schools	High Schools	College

Classrooms Built (to date)

63	60	4
Elementary Schools	High Schools	College

Beneficiaries per year

15,800	16,788	1,589
Elementary School Students	High School Students	College Students



Financial Education

Beneficiaries in 2025

10,498,686 Students
12,684 OFWs
1,108,200 Members of the General Public
528,206 Teachers and Non-teaching Personnel
11,700 Online Armed Forces Personnel
51,613 Firefighters
22,680 Police personnel
2,876 Fisherfolks
476 Civil servants, CSC and LGU personnel
2,051 Farmers
709 BDO employees
542 BSP employees
45 NGO workers
150 LGU Personnel
40 DTI Personnel
40 Social workers



Beneficiaries to date

21,577,619 Students
1,530,742 OFWs
1,315,859 Members of the General Public
866,406 Teachers and Non-teaching Personnel
85,276 Armed Forces
55,992 Firefighters
22,680 Police personnel
17,872 Fisherfolks
3,493 Civil servants, CSC and LGU personnel
2,921 Farmers
1,956 Relocatees
837 OFW Trainers
709 BDO employees
542 BSP employees
439 NGO workers
230 HR Practitioners
212 LGU Personnel
63 Nano-entrepreneurs
40 DTI Personnel
40 Social workers

326
Lesson exemplars uploaded in DepEd's learning portal

BDO Foundation

Translating Advocacy Into Meaningful Action: BDO Foundation

In 2025, BDO Foundation continued to implement programs focused on disaster response, rehabilitation and rebuilding, and financial inclusion. The corporate social responsibility arm of BDO Unibank leaned on its core values—competency, compassion, community-centricity, contribution to national development, and collaboration—as it worked to ensure its programs made a difference in the lives of communities and sectors while contributing to national and global goals. Strengthened by partnerships with public and private sectors, as well as BDO branches and business units, the Foundation delivered on these programs, mindful of its commitment to sustainable development and nation-building.

Relief Operations for Calamity-Stricken Communities

In line with its disaster response advocacy, BDO Foundation provided swift, coordinated assistance to Filipinos affected by calamities across the country, advancing the Sustainable Development Goals of Zero Hunger and Partnerships for the Goals.

In 2025, the Foundation responded to five disaster events, including typhoons, earthquakes, and flooding, extending support to affected communities nationwide.

The Foundation mounted relief operations in provinces under a state of calamity, mobilizing volunteers for the immediate distribution of relief goods in affected communities. In 2025, these efforts enabled the delivery of thousands of relief packs across multiple disaster-affected areas nationwide, providing urgent assistance to communities most impacted by calamities.

Working together in the spirit of bayanihan—a Filipino tradition of communal unity and cooperation—volunteers from partner organizations, local government personnel, and BDO employees distributed relief packs containing food, rice, and drinking water. In some areas, hygiene kits were also provided.

The relief efforts aided families affected by major natural disasters in the Philippines, including a magnitude 6.9 earthquake in northern Cebu—an island province in the country's central region—and Typhoon Tino and Super Typhoon Uwan, two powerful storms that struck wide areas of the country in close succession.

These disasters caused severe flooding, widespread damage, and large-scale displacement from the central Philippines to northern and eastern Luzon, with parts of Cebu receiving more than a month's worth of rain in a single day and Uwan affecting over a million people nationwide. Together, they resulted in loss of life, damage to homes and infrastructure, and prolonged power and water disruptions.

The disaster response efforts were made possible by partners, which included parishes, diocesan social action centers, non-governmental organizations, local government units, the military, and the police. The relief operations were also supported by employees of BDO and BDO Network Bank branches, who helped BDO Foundation assess situations, determine the number of affected families, and coordinate logistics. Backed by the BDO Unibank community and its partners, the Foundation reached disaster-affected Filipinos in their time of need across 18 provinces.

Upgrading Rural Health Facilities to Enhance Primary Care

As part of continuing efforts to help improve the primary healthcare delivery system in the Philippines, BDO Foundation rehabilitated rural health units (RHUs) or primary care facilities (PCFs) in disadvantaged areas across the country, benefiting 35 municipalities and two cities. The Foundation reached a major milestone in 2025 with the turnover of its 200th rehabilitated rural health unit, surpassing this benchmark as it continued to rehabilitate additional facilities in support of Universal Health Care goals and SDG 3 Good Health and Well-Being.

Through these rehabilitation efforts, the Foundation upgraded both exterior and interior spaces to improve functionality and patient flow. Enhancements covered lobbies and waiting areas, offices, birthing clinics, consultation and treatment rooms, and pharmacies.

The Foundation also installed new signage, furniture, and fixtures to help health workers accommodate more patients. In rural health units with available space, it built breastfeeding stations for nursing mothers, play areas for children, and waiting lounges for the elderly.

The rehabilitation of health facilities empowered doctors, nurses, and midwives to serve their communities more effectively. It enabled them to provide primary healthcare services more efficiently to their constituents. The program benefited mothers; infants and children; adolescents; persons with disabilities; senior citizens; and indigenous peoples living in remote areas—serving 1,394,934 beneficiaries annually. The initiative helped improve the health and well-being of the people.

Like other BDO Foundation projects, the rehabilitation program was backed by officers of BDO and BDO Network Bank branches, who recommended health facilities in need of assistance. The initiative was also implemented in partnership with local government leaders and health officers, as well as Department of Health (DOH) regional and provincial offices, which provided technical guidance on the renovations.

As a result of the initiative, BDO Foundation helped health centers receive high assessment scores and obtain accreditation from the DOH and the Philippine Health Insurance Corporation. The Foundation helped improve the primary healthcare delivery system in the country—one of the goals under the Philippine health agenda and Universal Health Care. It gave disadvantaged Filipinos access to high-quality primary healthcare.

Financial Literacy Through Multi-Sector Partnerships

BDO Foundation continued implementing financial education programs in support of the National Strategy for Financial Inclusion of the Bangko Sentral ng Pilipinas (BSP), reaching diverse sectors from farmers to overseas Filipino workers. These initiatives aim to improve financial literacy and economic well-being across the country, contributing to SDG 4 Quality Education and SDG 10 Reduced Inequalities.

Together with BSP, the Foundation worked with national government agencies across the agriculture, education, labor, social protection, housing, and public safety sectors to institutionalize financial education within existing public-sector programs. Representatives of these partner institutions, officers of BSP's Economic and Financial Learning Office, and BDO Foundation managers worked closely to integrate financial education into agency initiatives and delivery mechanisms.

Through the financial education programs, partners shared practical lessons on saving, budgeting and financial planning, fraud and scam awareness, debt management, investments, entrepreneurship, insurance, and retirement planning.

Beneficiaries included students, teachers and non-teaching personnel, overseas Filipino workers, civil servants, uniformed personnel, fisherfolk, farmers, technical-vocational learners, micro-entrepreneurs, families displaced by railway projects, and the investing public.

BDO Foundation and its financial education partners accomplished the following in 2025:

Partner	Achievements
Agricultural Credit Policy Council (ACPC)	■ Farmers training ■ Rollout of KITA Mo Na! financial education game in Bacolod, Pangasinan, and Siargao
Armed Forces of the Philippines (AFP)	■ Continuous implementation of financial education program for AFP personnel
Bureau of Fire Protection (BFP)	■ Development of trainer's manual ■ Finalization of monitoring and evaluation (M&E) framework ■ Completion of knowledge-level survey ■ Continuous implementation of financial education program for BFP personnel
Bureau of Fisheries and Aquatic Resources (BFAR)	■ Ongoing implementation of Fish N' LEarn financial education game for fisherfolk ■ Training of trainers for Fish N' LEarn in Benguet, Bohol, and Siargao
Civil Service Commission (CSC)	■ Continuous implementation of financial education program for civil servants
Department of Education (DepEd)	■ Training of teachers during National Teachers Month ■ Completion and upload of more than 300 financial education lesson exemplars on DepEd's learning portal ■ Pilot run of e-learning financial education modules for teachers and non-teaching personnel
Department of Migrant Workers (DMW) and Overseas Workers Welfare Administration (OWWA)	■ Enhancement of financial education program in Pre-Migration Orientation Seminar (PMOS) and Pre-Employment Orientation Seminar (PEOS) modules ■ Review of PMOS implementation in Camarines Norte ■ Continuing use of PiTaKa (Pinansyal na Talino at Kaalaman) in Pre-Departure Orientation Seminars (PDOS)
Department of Transportation (DOTr), NIRAS, and Social Housing Finance Corporation (SHFC)	■ Signing of memorandum of understanding (MOU) ■ Training of families affected by North and South Railway projects
Department of Social Welfare and Development (DSWD)	■ Training of trainers for LGU social welfare officers ■ Inclusion of financial education modules as part of DSWD Academy program offerings
Department of Trade and Industry (DTI)	■ Training of DTI central and regional trainers
Social Housing Finance Corporation (SHFC)	■ Rollout of KITAbuhayan financial education program
Philippine National Police (PNP)	■ Pre-production of financial education videos for police personnel ■ Finalization of monitoring and evaluation (M&E) framework
Securities and Exchange Commission (SEC)	■ Participation in National Teachers Month training of teachers ■ Support for Investor Protection Week ■ Launch of two videos on investor protection
Technical Education and Skills Development Authority (TESDA)	■ Upload of e-learning modules on TESDA Online Program

In 2025, BDO Foundation and BSP conducted Kita-Kita: A Financial Education Town Hall, attended by BDO Foundation trustees and BSP officials led by Deputy Governor Bernadette Romulo-Puyat, with around 117 stakeholders present. Heads of partner government agencies and private institutions implementing financial education programs for various sectors of society were also in attendance. Kita-Kita is a deliberate play on words: in Filipino, it means "to come together," while kita also refers to earnings or income—reflecting the town hall's dual focus on collaboration and financial empowerment.

Co-organized by BDO Foundation and BSP's Economic and Financial Learning Office, Kita-Kita served as a venue for partners to share insights, challenges, and lessons learned in implementing their financial education programs. The event featured a town hall discussion among officers directly involved in program implementation and a presentation of key takeaways.

Discussions centered on three key aspects: effectiveness, which ensures financial literacy lessons are learned through sector-appropriate resources and training methods; scale, which focuses on expanding access to financial education nationwide; and sustainability, which emphasizes institutionalizing programs for long-term impact. Ahead of the town hall, technical working groups implementing financial education programs held a series of discussions on these aspects.

BDO Foundation and BSP completed the development of the Financial Education E-learning Modules in 2025. The modules were launched at a BSP event led by BDO Foundation trustees and BSP Deputy Governor Bernadette Romulo-Puyat, alongside officers of other government institutions, including TESDA—the first to use the modules for its learners.

The modules cover nine courses grouped into three batches: Batch One focuses on financial planning, saving and budgeting, and debt management; Batch Two covers the basics of investing, fraud and scam prevention, and financial consumer protection; while Batch Three includes digital financial literacy, the Personal Equity and Retirement Account (PERA), and relevant economic indicators.

Available on-demand and free of charge, the online courses expand coverage and accelerate the implementation of BDO Foundation and BSP's partnership programs. Lessons are delivered through videos, interactive activities, and end-of-session assessments. Through these modules, BDO Foundation and BSP aim to transform the financial education landscape by making learning digital, borderless, and accessible to Filipinos in the country and abroad.

BSP made the modules available on its BSP E-Learning Academy (BELA), an online platform offering courses on personal finance, economics, and central banking. TESDA uploaded the modules for its personnel and technical-vocational learners via the TESDA Online Program, while BDO made them accessible through its own learning portal. The modules attracted 102,764 learners, expanding access to financial literacy nationwide.

The modules will eventually be accessible to target beneficiaries and the public through partner government institutions and other education and private-sector partners. Users can access courses via personal computers, laptops, and mobile devices.

In 2025, KITA (Kapital at Ipon Tungo sa Asenso) Mo Na!—a financial education game for farmers co-developed by BDO Foundation, ACPC, and BSP—received recognition from Singapore-based Asian Banking & Finance (ABF). ABF conferred the Financial Inclusion Initiative of the Year award to BDO Foundation at the Retail Banking Awards, citing its efforts to improve the economic well-being of Filipino farmers, benefiting over 1,800 farmers nationwide in 2025.

Aligned with the Agricultural Credit Policy Council's (ACPC) advocacies to support agricultural modernization, promote food security, and alleviate poverty, KITA Mo Na! is designed to improve the financial literacy of farmers and livestock raisers. The program equips them with the knowledge to make sound financial decisions and maintain good credit standing.

Beneficiaries include recipients of ACPC's credit assistance programs. ACPC, an attached agency of the Department of Agriculture, oversees rural finance policy and implements agricultural programs that provide small farmers with access to credit.

To broaden the reach of its programs, BDO Foundation partnered with various local government units to implement initiatives aimed at improving the financial literacy of LGU personnel, their constituents, and other beneficiaries. The Foundation partnered with two LGUs, reaching 194 individuals, accomplishing the following:



Partner LGUs	Achievements	Impact
Bohol	Financial education activities for farmers, government employees, and city college students	114 beneficiaries reached
Pangasinan	Implementation of KITA Mo Na! for farmers in the municipality of Alcala	80 beneficiaries reached

The Foundation also collaborated with non-government organizations and private sector institutions to help develop a financially literate citizenry. These partnerships achieved the following:

Partners	Achievements	Impact
Don Bosco One TVET	On-going implementation of Financial Stewardship Course for all Don Bosco schools	3,639 technical-vocational learners reached
LINK Center for the Deaf	Unlocking Entrepreneurial Potential training for Department of Trade and Industry (DTI) employees	40 employees reached
National University	Improvement of the Entrepreneurial Mindset course through integration of e-learning and MSME modules	5,012 students reached

In support of BSP's financial inclusion advocacy, BDO Foundation participated in the BSP Financial Education Stakeholders Congress for the eighth consecutive year, with participants from the public and private sectors.

Conducted at the BSP Complex in Malate, Manila, the congress was themed "The Journey to Financial Success: Financial Learning that Connects, Transforms and Sustains." The two-day event served as a platform to build a network of financial inclusion advocates, promote programs, and share lessons.

The congress was highlighted by the launch of two new initiatives by BDO Foundation: a financial education program for the Boy Scouts of the Philippines (BSoP), designed to integrate financial education into scouting activities, and a financial education program with the Department of Human Settlements and Urban Development (DHSUD) to promote sustainable homeownership and financial resilience. These initiatives reflect BDO Foundation's commitment to empowering communities through financial literacy, fostering responsible money management, and supporting long-term economic stability.

Working with the Marketing Communications Group, BDO Foundation also contributed to the learning session "Money Mindset, Financial Habits and Personal Barriers: Strategies for Overcoming Challenges." At the session, BDO brand ambassador Alden Richards shared insights on achieving financial wellness. The session was moderated by financial inclusion advocate and business journalist Salve Ibañez and sponsored by the Foundation.

BDO Foundation was conferred the Exemplary Financial Education Partner award by BSP at the financial education congress. BSP Deputy Governor Bernadette Romulo-Puyat led BSP officials in recognizing the Foundation, which was cited for "its outstanding leadership and exemplary commitment to advancing financial education through sustained, institution-wide initiatives that demonstrate innovation, measurable impact, and integration into organizational programs and policies."

For all its efforts to advance BSP's National Strategy for Financial Inclusion and foster collaboration with public and private sector partners, BDO Foundation was recognized at the 2025 Outstanding BSP Stakeholders Appreciation Ceremony. BSP Monetary Board member Romeo Bernardo, representing BSP Governor Eli Remolona Jr., presented a certificate of appreciation to the Foundation in an event attended by central bank officials and financial education advocates.

Spurred by this recognition, BDO Foundation will continue working with partners to institutionalize financial education in capacity-building programs, uplift the economic well-being of beneficiaries, and improve the financial literacy of the Filipino citizenry.

Fostering Development Through Strategic Collaborations

One of the most trusted organizations in the Philippines, UNICEF provides humanitarian and developmental aid to children in more than 190 countries worldwide. The agency advocates for the rights of Filipino children to education and works with public and private sector partners to implement social welfare programs. In line with these efforts, BDO Foundation forged a partnership with UNICEF to implement a program aimed at enhancing the employability and entrepreneurial skills of youth in selected provinces within the Bangsamoro Autonomous Region in Muslim Mindanao (BARMM). This initiative supports SDG 10 Reduced Inequalities by empowering marginalized youth and SDG 17 Partnerships for the Goals through strong multisector collaboration.

This two-year initiative is expected to benefit 3,000 young people in Basilan, Maguindanao, and Tawi-Tawi, while strengthening collaboration between BDO Foundation, local government units, and the BARMM Ministry of Basic, Higher and Technical Education. The project will enable the training of teachers, the construction of community learning centers, and the development of learning resources that incorporate financial literacy and entrepreneurship modules created by the Foundation. It will also provide technical assistance in formulating municipal-level education plans, ensuring sustainable impact.

BDO Foundation also entered into an agreement with the Institute for Solidarity in Asia (ISA) to support the Performance Governance System (PGS).

Set for implementation in selected local government units and institutions over the next three years, PGS is a holistic and collaborative framework for designing and executing roadmaps for long-term reform. The project is expected to benefit two provincial governments and five schools division offices of the Department of Education, fostering stronger governance and accountability.

These partnerships affirm BDO Foundation's commitment to inclusive development and good governance, aligning with the Bank's ESG strategy to empower communities, reduce inequalities, and strengthen institutions through collaborative action.

Spreading Holiday Cheer Through Nationwide Giving

For the sixth consecutive year, BDO Foundation brought holiday cheer to communities nationwide through Handog sa 'Yo (A Gift for You), its annual Christmas gift-giving initiative. The Foundation organized the distribution of noche buena food packs—traditional Filipino Christmas Eve meals shared by families—to help households in 163 municipalities celebrate the season with dignity and joy, advancing SDG 2 Zero Hunger by addressing food insecurity during the holidays.

To make this effort more impactful, BDO Foundation partnered with respected non-governmental organizations—Ako Ang Saklay, Ako Bakwit, Caritas Philippines, and Tanging Yaman Foundation—to ensure that assistance reached those who needed it most. These partners serve marginalized and at-risk groups through a mix of community-based, faith-based, and humanitarian delivery networks, including persons experiencing poverty and illness, families displaced by conflict or disasters, and communities affected by food insecurity. This collaborative approach reflects SDG 17 Partnerships for the Goals, demonstrating the power of multisector cooperation to uplift vulnerable communities.

In addition, BDO Foundation launched a donation drive to enable employees to contribute to the initiative. Proceeds from the campaign were used to purchase additional food packs, extending support to even more families in need.

This program reflects BDO Foundation's commitment to addressing hunger and fostering solidarity, reinforcing the Bank's ESG strategy to promote social well-being and strengthen partnerships for inclusive development.

Employee Volunteer Program

Employee Volunteers for Education, Environment, and Empowerment

BDO Foundation, together with the Human Resources Group, Marketing Communications Group, and Sustainability Office, implemented the BDO Employee Volunteer Program to promote employee engagement and participation in the Bank's corporate citizenship initiatives.





The program focused on activities addressing poverty and hunger, environmental protection, education, and financial inclusion—advancing SDG 1 No Poverty, SDG 2 Zero Hunger, SDG 4 Quality Education, and SDG 11 Sustainable Cities and Communities through community-driven action.

In collaboration with selected partners, the volunteer program carried out the following activities:

The Employee Volunteer Program demonstrates BDO's commitment to social responsibility and collaborative action, reinforcing the Bank's ESG strategy to reduce inequalities, promote education, and strengthen partnerships for sustainable development.

Partners	Volunteer events	Impact
Ako Ang Saklay, Ako Bakwit, Caritas Philippines, and Tanging Yaman Foundation	Handog sa 'Yo ng BDO Foundation: Nationwide distribution of *noche buena* food packs	163 municipalities reached
Department of Education	Brigada Eskwela: ■ Cagayan De Oro City Central School, Misamis Oriental ■ Jose Rizal Elementary School, Pasay City ■ Nabua National High School, Nabua, Camarines Sur ■ Nagkaisang Nayon Elementary School, Quezon City ■ Pasong Tamo Elementary School, Quezon City ■ Quezon City High School, Quezon City ■ Sapang Uwak Elementary School, Porac, Pampanga ■ Sta. Cruz Elementary School, Butuan City ■ Villa Maria Elementary School, Porac, Pampanga	[Data not available]
Haribon Foundation	■ Coastal clean-up: Pasay and Las Piñas – Parañaque Wetland Park ■ Native tree nursery activities: Nueva Ecija, Quezon, Rizal, and Zambales	[Data not available]
ICCP Group Foundation	Financial literacy for Pantawid Pamilyang Pilipino Program (4Ps) beneficiaries in Batangas, Cebu, and Misamis Oriental	2,181 beneficiaries trained
National University	Financial literacy sessions for students	1,506 students reached
Scholars of Sustenance	Rescue kitchen activities in Quezon City, Manila, and Pampanga	4 cities served

CASE STUDY

Bohol Health Center Overcomes Adversity to Serve the Community

Like many rural health units rehabilitated by BDO Foundation, Loon RHU 1 and Birthing Center in Bohol, an island province in the central Philippines, has faced repeated disasters. Over the past several years, the province has been subjected to strong earthquakes and super typhoons that severely damaged the facility and placed heavy demands on its health workers.

Loon Municipal Health Officer Dr. Maria Victoria Lamparas recalled the challenges they faced. “In 2013, a 7.8-magnitude earthquake damaged our building, medical supplies, and equipment. As Loon was among the hardest-hit areas, we operated from a makeshift tent for three years before transferring to a modest structure made of light materials provided by the World Health Organization.”

She added, “In 2013, Super Typhoon Haiyan (locally known as Typhoon Yolanda) devastated Eastern Visayas and severely affected parts of Central Visayas, including Bohol. In 2021, Super Typhoon Rai (locally known as Typhoon Odette) destroyed our roof, ceiling, and floors. When disasters strike the province, the delivery of health services is often disrupted.”

Learning about the situation of Loon RHU 1 and Birthing Center from the BDO Bohol–Tubigon branch, BDO Foundation immediately coordinated with Dr. Lamparas, worked on the health facility, and completed its rehabilitation after three months. The Foundation enhanced the layout, interiors and exteriors, offices, consultation and treatment rooms, and birthing clinic of the RHU. It installed new signage, furniture, and fixtures. Maximizing available space, the Foundation also constructed a new play area for children.

As a result, BDO Foundation made the structure more functional for both health workers and patients. In 2025, the rehabilitation of Loon RHU 1 and Birthing Center improved facilities for local health workers and enabled better service delivery to more than 45,000 residents across 67 barangays. This upgrade ensures safer and more efficient maternal, child, and elderly care services, strengthening primary healthcare for thousands of families in the community.

One of 37 RHUs turned over in 2025, Loon RHU 1 and Birthing Center was among 228 health centers successfully rehabilitated by the Foundation since 2012. BDO Foundation has improved access to quality healthcare for hundreds of communities, benefiting thousands of residents across the country.

“BDO Foundation has made our Rural Health Unit more welcoming for health workers, patients, and visitors. We are grateful for this support, which comes at a timely moment as we begin implementing Universal Health Care in the Province of Bohol,” said Dr. Lamparas. “We remain committed to providing quality healthcare services to every Loonanon, with the continued support of our local government partners.”

BDO Foundation continues to rehabilitate RHUs in different parts of the country, helping empower health workers to serve their constituents more effectively.

> “After years of damage from earthquakes and typhoons, Loon RHU 1 and Birthing Center in Bohol was rehabilitated by BDO Foundation, restoring safe and efficient primary healthcare services for more than 45,000 residents.”





Stakeholder Communication 2-29

Stakeholder Communications to Foster Understanding and Participation

In 2025, BDO continued to advance a robust and strategic communication plan that reflects its responsibility to communicate with all stakeholders and its steadfast commitment to a low-carbon future. Through targeted and compelling storytelling, the Bank amplified awareness and understanding of how its sustainability initiatives stimulate economic growth, protect the environment, support community development, and foster positive social and environmental impact across the Philippines.

BDO's communications approach reinforces that sustainability is not only a strategic priority but also a shared journey. By engaging stakeholders through multiple channels—traditional and digital media, social platforms, direct employee communications, in-person forums, and high-level leadership roundtables—the Bank encourages broader participation in its sustainability programs.

This was reinforced by findings from BDO's 2025 Materiality Assessment, conducted by S&P Global Sustainable1, in which stakeholders recognized the Bank's effectiveness in informing and engaging audiences through multiple communication channels—including in-person engagements, public forums, online platforms, and print and broadcast media—as well as the transparency of its sustainability and impact disclosures.

These stories showcase BDO's role in financing green, renewable, and social projects, supporting community development, enabling disaster recovery, and promoting responsible business practices, inspiring a collective effort toward a sustainable future.

Key themes for 2025 sustainability stories included:

- Sustainability bond issuances highlighting how bond proceeds were allocated to renewable energy, clean transport, water infrastructure, and livelihood projects;
- Sustainable finance showcasing BDO's support for clients' transformational projects that promote inclusive growth, environmental stewardship, and long-term economic resilience;
- Corporate social responsibility activities demonstrating the Bank's continued commitment to community development; and
- Partnerships to advance sustainability initiatives emphasizing collaboration with local and global partners to scale impact.

These stories were shared across national broadsheets, tabloids, provincial and foreign publications, online news sites, business and consumer blogs, and social media platforms—reaching both domestic and international audiences and ensuring broad visibility and engagement among the Bank's diverse stakeholders.

Internally, employees were kept informed and encouraged to participate through *The Wayfinder* newsletter and *eNewsgram*, reaching a large number of employees and cultivating a volunteerism and sustainability mindset. BDO also leveraged its official website (www.bdo.com.ph), through a dedicated Sustainability Section, to provide stakeholders with detailed insights into its sustainability philosophy and framework; sustainability and impact reports; infographics on its sustainability bond issuances; demographic data on client diversity; its materiality matrix; its sustainable finance approach; and ESG commitments. These disclosures not only strengthen transparency but also invite stakeholder feedback on sustainability-related financing and initiatives.

In 2025, BDO celebrated significant achievements that reinforced its leadership in sustainable finance and corporate governance:

- Platinum Award for ESG Excellence from *The Asset* for the 16th consecutive year
- Best Bank for ESG in the Philippines by *Euromoney* for the second year
- Recognized among the Top Community-Centric Companies in Asia by the Asia Corporate Excellence & Sustainability Awards *(ACES)*
- Best Advance in Responsible Finance in the Philippines from *Retail Banker International* for the second year
- Global Good Governance Award from *ESGBusiness Awards*
- Renewable Energy Financing Programme Award from *ESGBusiness Awards*
- The only Philippine bank included in ASEAN's Top 50 for Good Governance, recognized by the ASEAN Capital Market Forum

The Bank's sustainability leadership was further affirmed through individual and team awards. Atty. Federico P. Tancongco, Senior Vice President and Chief Compliance Officer of BDO Unibank, received the 2025 WFIS (World Financial Innovation Series) Governance, Risk, and Compliance Advocate of the Year award, a distinction bestowed on an outstanding professional who demonstrates exceptional ability in keeping an organization secure and on track for growth and scalability. BDO was also recognized with the Best Sustainability Team award at The Asset Corporate Sustainability Leadership Awards for the second consecutive year, affirming BDO Sustainability Office's commitment and efforts in engaging stakeholders and advancing the Bank's proactive role in implementing sustainability strategies that deliver environmental, social, and governance (ESG) impact while upholding good corporate governance.

Through its support for high-impact projects, BDO played a pivotal role in accelerating the country's energy transition. These efforts included supporting MTerra Solar, the world's largest solar power plant; enabling the Ayala Group's ACEN onshore wind power project—set to become the largest wind power facility in the Philippines; strengthening energy security in the Visayas; expanding sustainable water access in Bohol and Mactan; and powering the growth of electric mobility. These initiatives contributed to BDO surpassing ₱1.21 trillion in sustainable financing, reinforcing the Bank's long-term commitment to a greener, more inclusive, and resilient future.

External Collaborations and Partnerships

International Labour Organization (ILO) with Steward Redqueen

Assessing the integration of Just Transition principles at BDO Unibank

In late 2024, the International Labour Organization (ILO) held a 3-day training and workshop with banks and corporates in the Philippines to better understand and incorporate just transition principles in sustainable finance. After the training, BDO collaborated with the ILO to assess how well just transition principles are embedded in the Bank's frameworks for risk, sustainability, and transition finance.

Just transition refers to addressing socio-economic impacts of the energy transition to avoid risks of inequality and unfairness during the shift to a sustainable global economy. Examples of these impacts are job loss, threats to livelihood of local communities, threats to indigenous people's rights—social issues that BDO identified in its ESRMS as potential social risks in the sectors financed by the Bank.

ILO, through its Just Transition Programme, engaged the services of Steward Redqueen, an Amsterdam-based sustainability consultant that helped create the ILO's Just Transition Toolkit for financial institutions. Steward Redqueen conducted as assessment for BDO, based on publicly available documents such as the BDO sustainability reports and annual reports. The final report was an action plan that recommended practical insights to further strengthen just transition principles in the Bank's policy, lending, and investment activities.

Asia Transition Finance Study Group

Supporting a Just and Orderly Transition in Asia

BDO is a founding core member of the Asian Transition Finance (ATF) Study Group, a private-led initiative whose core participants are large banks with operations in Asia. Since 2021, the ATF Study Group has recognized the critical role of transition finance (TF) in helping Asian economies achieve net-zero emissions while addressing challenges. The group aims to develop practical recommendations to supplement existing frameworks, including global standards and taxonomies, to help financial institutions better assess transition finance cases. The group also seeks to better understand the challenges and identify potential enablers of transition finance.

Each year, the study group produces a summary report of all its discussions for the year. The ATF Annual Report 2025 took a targeted look at key sectors and systems with strong transition potential in Southeast Asia, such as Sustainable Aviation Fuel (SAF), Battery Energy Storage Systems (BESS), distributed networks, carbon pricing, and the voluntary carbon market. It also provided country-specific insights on energy transition strategies in Malaysia, Indonesia, and Thailand, and explored the growing role of Islamic finance in Muslim-majority economies. Building on previous years' reports, the report incorporated months of discussion among core members, alongside contributions from development banks, export credit agencies, public agencies and finance associations who joined as observers and knowledge contributors. Energy and industry players, insurance and guarantee providers, and advisors also participated as guest speakers to share their perspectives.

BDO contributes annually to the development of the ATF Annual Report as part of its continuing commitment to advancing climate transition efforts in the region and in the Philippines' energy transition and energy security strategy. The ATF Annual Report 2025 is available at this link: https://www.atfsg.org/report/asia-transition-finance-study-group-atf-sg-annual-report-2025

Eco-Business Unlocking capital for sustainability

Advancing inclusive growth and credible transition in Southeast Asia (Philippines and Singapore)

BDO has sponsored Eco-business' annual Unlocking capital for sustainability forums (Ucfs) in the Philippines and Singapore since 2021, recognizing the need for ongoing conversations and collective action to ideate and finance solutions for the world's sustainable development and energy transition. In 2025, First Vice President and Head of the Sustainability Office Marla Garin-Alvarez gave the keynote speech at the Philippines Ucfs, on the role of finance in inclusive and sustainable development. Senior Vice President and Chief Compliance Officer Atty. Federico P. Tancongco joined the fireside chat on unlocking the green and blue economy, while balancing conservation with development goals, with BDO's blue bond and ASEAN sustainability bonds as innovative financial instruments. For the Singapore Ucfs, Atty. Tancongco also joined the opening plenary panel discussion on financing the energy transition and how to ensure safeguards are set, goals met. Eco-business' Ucfs flagship forums in various Asian countries are among the most anticipated events in the region for their well-curated topics and speakers, backed by research and excellent moderators.

Humble Sustainability

Extending the Life of Technology Through Circularity

BDO collaborated in 2025 with Humble Sustainability, a Philippine climate technology company that securely processes, refurbishes, and redeploys IT equipment to reduce electronic waste and bring technology back into circularity.

Through this collaboration, BDO turned over 1,227 IT assets, consisting of 374 laptops, 63 desktops, and 790 peripherals and other devices, for secure handling and preparation for reuse. Humble's processing ensured full chain-of-custody management and the responsible recovery of IT equipment that remained viable for continued use.

According to the impact metrics from Humble Sustainability's 2025 Loop Report provided to BDO, extending the life of these devices avoided 180 tonnes of CO_2, equivalent to growing 3,252 tree seedlings over ten years, powering 23 homes for a year, or removing 43 gasoline-powered cars from the road. The report also notes that device reuse avoided approximately 47 million liters of water typically consumed in chip manufacturing. In addition, reuse kept materials in circulation, reducing demand for raw materials needed to manufacture new devices.

Beyond environmental outcomes, the Loop Report documents how refurbished devices enabled wider access to technology across different sectors. Devices were used by students requiring affordable laptops, small entrepreneurs integrating digital tools into their operations, community organizations expanding digital literacy, and technicians and micro-enterprises engaged in refurbishment. These applications are detailed through impact stories documented by Humble Sustainability, illustrating how the reused devices helped meet practical learning and livelihood needs in real settings.

The results presented in Humble's 2025 Loop Report highlight how responsible IT asset recovery can complement BDO's broader sustainability objectives. By enabling reuse pathways for its IT equipment, BDO contributes to reduced environmental impact while supporting individuals and organizations that benefit from access to affordable technology.

BDO's Impact Snapshot with Humble

100%
Circularity achievement through device reused

1,227
Total devices processed with 100% data-secure handling

180 tons
Estimated carbon emissions prevented

4 tons
E-waste with hazardous materials diverted from landfill

Snapshot of Devices

374
Laptops

63
Desktops

790
Other IT devices

330k+
Value recovered (in PHP)

Institute for Solidarity in Asia (ISA)

Strengthening Education Governance through the Performance Governance System

BDO Foundation partnered with the Institute for Solidarity in Asia (ISA) to support the implementation of the Performance Governance System (PGS) across two provincial governments and five Schools Division Offices (SDOs) of the Department of Education of the Philippines, the national authority responsible for public basic education.

The PGS is a holistic, multi-year governance reform framework that strengthens strategic planning, performance management, and accountability within public institutions. Through this partnership, BDO Foundation contributes to institutional capacity building in the education sector, supporting SDG 16 Peace, Justice and Strong Institutions while reinforcing long-term progress toward SDG 4 Quality Education.

In 2025, a total of 204 education leaders and personnel participated in structured governance activities under the program. The Schools Division Office of Balanga City, located in Bataan Province, Central Luzon, Philippines, engaged 161 individuals and completed the PGS Initiation Stage, earning the Gold Trailblazer Award, the highest distinction at this stage of the PGS pathway.

The Schools Division Office of Baguio City, located in the Cordillera Administrative Region in northern Philippines, engaged 43 individuals through governance boot camps and strategic roadmapping activities, culminating in the kickoff of its PGS Initiation Stage. In addition, the Provincial Governments of Iloilo (Western Visayas, central Philippines) and Eastern Samar (Eastern Visayas, central Philippines) completed preparatory alignment activities in 2025, positioning both local governments for full PGS implementation in the succeeding year.

United Nations Children's Fund (UNICEF Philippines)

Supporting Alternative Learning Pathways for Out-of-School Youth

BDO Foundation partnered with UNICEF Philippines to support the government-led Alternative Learning System (ALS) in selected areas of the Bangsamoro Autonomous Region in Muslim Mindanao (BARMM), a self-governing region in the southern Philippines. Program areas include the island provinces of Basilan and Tawi-Tawi, as well as areas in Maguindanao, located on the Mindanao mainland.

The partnership focuses on enabling out-of-school children, adolescents, and youth to re-engage with education through flexible, non-formal learning pathways, contributing to SDG 4 Quality Education and SDG 10 Reduced Inequalities. The collaboration forms part of a two-year initiative designed to benefit up to 3,000 young people, implemented in coordination with the Bangsamoro Ministry of Basic, Higher and Technical Education. In 2025, activities concentrated on initial groundwork and engagement with local stakeholders, laying the foundation for future program implementation.

Human-interest accounts from Tawi-Tawi, an island province at the southernmost edge of the Philippines, highlight the importance of alternative learning options for learners facing barriers related to poverty, geographic isolation, displacement, and family responsibilities. These point to the role of ALS in restoring access to education in underserved communities and in contexts where formal schooling may not always be accessible.



SM Supermalls, Zonta Club of Makati and Environs, and Airspeed

Sining Filipina All-Female Art Competition

BDO co-sponsored the Sining Filipina 2026 Art Competition together with SM Supermalls, for the benefit of the Zonta Club of Makati and Environs. The competition was launched in December 2025 to put a spotlight on women's creative perspective as they explored the theme on "Babae Para sa Bayan: Women Leading Change from Home to Nation." Now on its third year, the theme celebrates women as nation-builders—molding values at home, empowering communities, and driving meaningful progress for the country. The competition was open to all Filipinas, regardless of age, experience, or status and welcomed original artwork submissions for both figurative and non-figurative categories to encourage exploration. It is the first and only all-female national art contest in the Philippines.

BDO's support covered the cash prizes for three top winners and seven finalists. To encourage more females artists to participate, all sponsors covered the cost of shipping the artworks. BDO branches all over the country served as drop-off points for the artwork submissions, and from there were delivered in Manila for free by another co-sponsor, Airspeed, a logistics and express courier. SM Supermalls, in turn, will exhibit the artworks in its malls throughout International Women's Month in March 2026.



"Helping Hands" by Marte Goyon of Manila, first place winner



"Liwanag ni Maria" by Mary Joy Go of Bulacan, second place winner



"From Home, Outward" by Gerlynnia Aprille Galgo of Cebu, third place winner

Employee Profile

Employee Demographics 2-7

Full-time employees	2025				2024				2023			
Employee count by gender												
Male	11,614		25%		10,877		25%		10,316		25%	
Female	35,503		75%		33,167		75%		31,331		75%	
Total	**47,117**				**44,044**				**41,647**			
Employee count by citizenship												
Filipino	47,026		99.9%		43,980		99.9%		*Not monitored*			
Non-Filipino	70		0.1%		51		0.1%		*Not monitored*			
Dual-Citizenship	21		0.0%		13		0.0%		*Not monitored*			
Total	**47,117**				**44,044**							
Employee count by location	Male		Female		Male		Female		Male		Female	
Luzon	8,590	74%	27,731	78%	8,094	74%	26,192	79%	7,666	74%	24,800	79%
Visayas	1,205	10%	3,754	11%	1,106	10%	3,374	10%	1,046	10%	3,134	10%
Mindanao	1,754	15%	3,921	11%	1,620	15%	3,509	11%	1,565	15%	3,322	11%
Abroad	65	1%	97	0.3%	57	1%	92	0.3%	39	0%	75	0%
Total	**11,614**		**35,503**		**10,877**		**33,167**		**10,316**		**31,331**	
Employee count by age	Male		Female		Male		Female		Male		Female	
<30 years old	2,071	18%	13,487	38%	2,018	19%	12,816	39%	1,989	19%	12,240	39%
Between 30 to 50 years old	8,268	71%	19,455	55%	7,705	71%	18,008	54%	7,232	70%	16,974	54%
>50 years old	1,275	11%	2,561	7%	1,154	11%	2,343	7%	1,095	11%	2,117	7%
Total	**11,614**		**35,503**		**10,877**		**33,167**		**10,316**		**31,331**	
Employee count by rank	Male		Female		Male		Female		Male		Female	
Rank-and-File	2,981	26%	18,845	53%	2,916	27%	17,807	54%	2,891	28%	17,071	54%
Junior Management	4,457	38%	10,087	28%	4,184	38%	9,379	28%	4,019	39%	8,741	28%
Middle Management	3,230	28%	5,274	15%	2,912	27%	4,748	14%	2,608	25%	4,386	14%
Senior Management	946	8%	1,297	4%	865	8%	1,233	4%	798	8%	1,133	4%
Total	**11,614**		**35,503**		**10,877**		**33,167**		**10,316**		**31,331**	

Fixed-term employees	**2025**				**2024**				**2023**	
Employee count by gender										
Male		13		10%		4		8%	*Not monitored*	
Female		112		90%		49		92%	*Not monitored*	
Total		**125**				**53**			**0**	
Employee count by location	**Male**		**Female**		**Male**		**Female**		**Male**	**Female**
Luzon	13	100%	107	96%	4	100%	48	98%	*Not monitored*	*Not monitored*
Visayas	-	0%	4	4%	-	0%	1	2%	*Not monitored*	*Not monitored*
Mindanao	-	0%	1	1%	-	0%	-	0%	*Not monitored*	*Not monitored*
Abroad	-	0%	-	0%	-	0%	-	0%	*Not monitored*	*Not monitored*
Total	**13**		**112**		**4**		**49**			
Employee count by age	**Male**		**Female**		**Male**		**Female**		**Male**	**Female**
<30 years old	13	100%	112	100%	4	100%	48	100%	*Not monitored*	*Not monitored*
Between 30 to 50 years old	-	0%	-	0%	-	0%	-	0%	*Not monitored*	*Not monitored*
>50 years old	-	0%	-	0%	-	0%	-	0%	*Not monitored*	*Not monitored*
Total	**13**		**112**		**4**		**48**			
Employee count by rank	**Male**		**Female**		**Male**		**Female**		**Male**	**Female**
Rank-and-File	13	100%	112	100%	4	100%	48	100%	*Not monitored*	*Not monitored*
Junior Management	-	0%	-	0%	-	0%	-	0%	*Not monitored*	*Not monitored*
Middle Management	-	0%	-	0%	-	0%	-	0%	*Not monitored*	*Not monitored*
Senior Management	-	0%	-	0%	-	0%	-	0%	*Not monitored*	*Not monitored*
Total	**13**		**112**		**4**		**48**			

Workers who are not employees 2-8	**2025**				**2024**		**2023**	
Janitorial services				2,384		2,039		1,942
Security personnel	5,140	97%	146	3%		5,246		5,189

New Hires 401-1

	2025				2024				2023			
New hires count by gender												
Male	1,572		25%		1,449		24%		1,361		25%	
Female	4,714		75%		4,586		76%		4,030		75%	
Total	**6,286**				**6,035**				**5,391**			
New hires count by location	**Male**		**Female**		**Male**		**Female**		**Male**		**Female**	
Luzon	1,153	73%	3,470	74%	1,126	78%	3,607	79%	1,068	78%	3,085	77%
Visayas	184	12%	612	13%	139	10%	475	10%	149	11%	502	12%
Mindanao	212	13%	613	13%	170	12%	475	10%	137	10%	422	10%
Abroad	23	1%	19	0%	14	1%	29	1%	7	1%	21	1%
Total	**1,572**		**4,714**		**1,449**		**4,586**		**1,361**		**4,030**	
New hires count by age	**Male**		**Female**		**Male**		**Female**		**Male**		**Female**	
<30 years old	682	18%	3,841	38%	728	19%	3,897	39%	617	45%	3,365	84%
Between 30 to 50 years old	855	71%	839	55%	701	71%	657	54%	718	53%	648	16%
>50 years old	35	11%	34	7%	20	11%	32	7%	26	2%	17	0%
Total	**1,572**		**4,714**		**1,449**		**4,586**		**1,361**		**4,030**	
New hires count by rank	**Male**		**Female**		**Male**		**Female**		**Male**		**Female**	
Rank-and-File	334	21%	3,164	67%	411	28%	3,403	74%	310	23%	2,912	72%
Junior Management	763	49%	1,093	23%	622	43%	792	17%	632	46%	755	19%
Middle Management	387	25%	387	8%	328	23%	319	7%	332	24%	297	7%
Senior Management	88	6%	70	1%	88	6%	72	2%	87	6%	66	2%
Total	**1,572**		**4,714**		**1,449**		**4,586**		**1,361**		**4,030**	

Separations 401-1

	2025				2024				2023			
Employee separations count by gender												
Male	830	26%			882	25%			1,016	27%		
Female	2,348	74%			2,710	75%			2,696	73%		
Total	**3,178**				**3,592**				**3,712**			
Employee separations count by location	**Male**		**Female**		**Male**		**Female**		**Male**		**Female**	
Luzon	645	78%	1,873	80%	675	77%	2,148	79%	*Not monitored*		*Not monitored*	
Visayas	94	11%	225	10%	87	10%	261	10%	*Not monitored*		*Not monitored*	
Mindanao	85	10%	237	10%	114	13%	287	11%	*Not monitored*		*Not monitored*	
Abroad	6	1%	13	1%	6	1%	14	1%	*Not monitored*		*Not monitored*	
Total	**830**		**2,348**		**882**		**2,710**					
Employee separations count by age	**Male**		**Female**		**Male**		**Female**		**Male**		**Female**	
<30 years old	212	26%	1,201	51%	257	29%	1,443	53%	259	25%	1,316	49%
Between 30 to 50 years old	507	61%	957	41%	511	58%	1,104	41%	647	64%	1,225	45%
>50 years old	111	13%	190	8%	114	13%	163	6%	110	11%	155	6%
Total	**830**		**2,348**		**882**		**2,710**		**1,016**		**2,696**	
Employee separations count by rank	**Male**		**Female**		**Male**		**Female**		**Male**		**Female**	
Rank-and-File	137	17%	1,358	58%	224	25%	1,806	67%	*Not monitored*		*Not monitored*	
Junior Management	397	48%	623	27%	401	45%	592	22%	*Not monitored*		*Not monitored*	
Middle Management	247	30%	290	12%	192	22%	248	9%	*Not monitored*		*Not monitored*	
Senior Management	49	6%	77	3%	65	7%	64	2%	*Not monitored*		*Not monitored*	
Total	**830**		**2,348**		**882**		**2,710**					

Benefits 401-2, 401-3

	2025		2024		2023	
Leave availments 401-3	**Male**	**Female**	**Male**	**Female**	**Male**	**Female**
Parental Leave (out of total availments) 401-3	12%	88%	12%	88%	2%	98%
Return to Work Rate (after Parental Leave) 401-3	100%	100%	100%	100%	100%	100%
Remain to be employed 12 months after return to work from Parental Leave 401-3	95%	94%	100%	100%	100%	100%
Vacation Leave (out of eligible employees*)	87%	85%	92%	93%	92%	91%
Sick Leave (out of eligible employees*)	78%	84%	80%	73%	73%	79%

* *Eligible employees are employees with earned leaves*

Other benefits	**Male**	**Female**	**Male**	**Female**	**Male**	**Female**
Employees covered by Social Security System (SSS)	100%	100%	100%	100%	100%	100%
Employees covered by retirement fund other than SSS	2%	3%	*Not monitored*		*Not monitored*	
Employees covered by Philippine Health Insurance Corporation (PhilHealth)	100%	100%	100%	100%	100%	100%
Employees covered by medical benefits other than PhilHealth	77%	46%	*Not monitored*		*Not monitored*	
Employees covered by Home Development Mutual Fund (Pag-Ibig)	100%	100%	100%	100%	100%	100%

* *Eligible employees are employees with earned leaves*

Training and Development 205-2, 403-5

	2025		2024		2023	
	Male	Female	Male	Female	Male	Female
Average training hours per employee	16	24	19	30	32	41
	22		27		38	
Total training hours	189,612	851,452	203,306	985,585	333,754	1,269,546
	1,041,064		1,188,891		1,603,300	
Total sustainability training hours	2,055	3,100	3,053	4,520	7,691	14,481
	5,563		7,573		22,172	
Count of transition assistance programs participants	59	34	24	32	23	27
	93		56		50	

Skills Upgrade	Male		Female		Male		Female		Male		Female	
Officership Development Program (ODP)	128	15%	745	85%	160	16%	830	84%	130	12%	962	88%
Management Development Program (MDP)	218	31%	496	69%	211	36%	379	64%	193	35%	364	65%
Relationship Manager Training Program (RMTP)	4	50%	4	50%	5	38%	8	62%	3	16%	16	84%

Mandatory Training	Male	Female	Male	Female	Male	Female
Employees who've taken the Anti-Corruption training	29%		84%		99.6%	
Employees who've taken the Code of Conduct and Business Ethics training	99.6%		99.7%		99.6%	
Employees who've taken the Occupational Health and Safety training*	23%		21%		86%	

* *Training on OHS is required every three (3) years*

Training hours by type	Male	Female	Male	Female	Male	Female
Leadership/Management	33,631		134,445		*Not monitored*	
Skills/Technical	508,002		496,960		*Not monitored*	
Occupational Health and Safety	51,790		27,397		*Not monitored*	
Code of Conduct and Business Ethics	4,307		28,767		*Not monitored*	
Other mandatory, including new joiners, training	435,496		493,750		*Not monitored*	
Others (please specify)	7,671		7,573		*Not monitored*	

Employee Performance Appraisal and Promotions

	2025		2024		2023	
Performance Appraisal	**Male**	**Female**	**Male**	**Female**	**Male**	**Female**
Employees appraised (out of eligible employees*)	99%	99%	97%	97%	100%	100%

* *Eligible employees refer to full-time permanent employees*

Performance Appraisal by rank	**Male**	**Female**	**Male**	**Female**	**Male**	**Female**
Rank-and-File	99%	99%	97%	97%	100%	100%
Junior Management	99%	99%	97%	98%	100%	100%
Middle Management	99%	99%	98%	98%	100%	100%
Senior Management	99%	99%	97%	99%	100%	100%
Promotions	**Male**	**Female**	**Male**	**Female**	**Male**	**Female**
Count of promoted employees	1,836	7,161	1,704	6,919	1,371	6,689
Level After Promotion	**Male**	**Female**	**Male**	**Female**	**Male**	**Female**
Rank-and-File	4,351		4,316		*Not monitored*	
Junior Management	2,776		2,587		*Not monitored*	
Middle Management	1,613		1,424		*Not monitored*	
Senior Management	257		296		*Not monitored*	

Occupational Health and Safety 403-9, 403-10

	2025		2024		2023	
Basis of hours worked	1,000,000		1,000,000		1,000,000	
Number of safety drills conducted for the year	37		38		37	
Occupational Health and Safety	**Male**	**Female**	**Male**	**Female**	**Male**	**Female**
Incidents of work-related injuries	3	11	-	10	-	6
Fatality as a result of work-related injury	-	-	-	-	-	-
Lost-time injury (hours)	72	864	264	384	-	47
Safe man hours	7,173,600	22,569,456	3,696,000	2,808,000	13,440,000	51,840,000
Total Hours worked	17,086,000	62,004,000	14,000,000	54,000,000	13,447,000	51,867,000
Work-related ill health incidents	5,648	3,177	2,225	3,721	*Not monitored*	

Collective Bargaining Agreement (CBA)

	2025	2024	2023
Collective Bargaining Agreement (CBA) 2-30			
Percentage of total employees covered by CBA	42%	43%	44%
Percentage of eligible employees* covered by CBA	92%	91%	91%

* *Eligible employees refer to rank-and-file employees*

Other Social Metrics 401-3, 405-2

	2025				2024				2023			
Science, Technology, Engineering, and Mathematics (STEM)-Related and Revenue-Generating Positions	Male		Female		Male		Female		Male		Female	
Information Technology (IT)	1,414	67%	688	33%	1,278	68%	598	32%	1,076	71%	450	29%
Engineering	239	83%	48	17%	225	86%	38	14%	210	88%	29	12%
Sales	6,887	19%	29,365	81%	6,494	19%	27,578	81%	6,150	19%	25,775	81%
Wage Metrics												
Ratio of local minimum wage compared to standard entry level wage	1 : 1.22		1 : 1.22		1 : 1.04		1 : 1.04		1 : 1.1		1 : 1.1	
Percentage of workers paid at least a minimum wage	100%		100%		100%		100%		100%		100%	
Ratio of basic salary and remuneration of men to women	1 : 1.02				*Not monitored*				*Not monitored*			
Other Social Metrics												
Senior officer hired from local communities	99%				99%				99%			
Absentee rate	2.43%				2.4%				1.67%			
Minimum number of weeks' notice provided to employees and their representatives prior to the implementation of significant operational changes that could substantially affect them	4 weeks				4 weeks				4 weeks			
Count of nursing stations	13				*Not monitored*				*Not monitored*			
Count of lactation cloaks (branches)	1,255				*Not monitored*				*Not monitored*			
Paid parental leave for mothers (in days) 401-3	105 days				105 days				105 days			
Paid parental leave for fathers (in days) 401-3	7 days				7 days				7 days			
Paid family or care leave beyond parental leave (ex. emergency leave) (in days) 401-3	5 days				5 days				5 days			
Open positions filled by internal candidate	5%				9%				*Not monitored*			

GRI Content Index



BDO Unibank, Inc. has reported in accordance with the GRI Standards for the period January 1 to December 31, 2025.

For the Content Index – Essentials Service, GRI Services reviewed that the GRI content index has been presented in a way consistent with the requirements for reporting in accordance with the GRI Standards, and that the information in the index is clearly presented and accessible to the stakeholders.

GRI Standard	Disclosure		Page Number(s), Direct Answer, URLs, or Reason for omission
GRI 1: Foundation 2021			
General Disclosures			
GRI 2: General Disclosures 2021	**The organization and its reporting practices**		
	2-1	Organizational details	pg. 2, 4-5
	2-2	Entities included in the organization's sustainability reporting	pg. 2
	2-3	Reporting period, frequency and contact point	pg. 2, 159
	2-4	Restatements of information	No restatements during the reporting period.
	2-5	External assurance	pg. 154-156
	Activities and workers		
	2-6	Activities, value chain and other business relationships	pg. 4-5, 8-9, 17-79, 81-124, 125-138
	2-7	Employees	pg. 8, 103-105, 139-146
	2-8	Workers who are not employees	pg. 140
	Governance		
	2-9	Governance structure and composition	pg. 12, 83-91
	2-10	Nomination and selection of the highest governance body	pg. 84, 90
	2-11	Chair of the highest governance body	pg. 84
	2-12	Role of the highest governance body in overseeing the management of impacts	pg. 84-91
	2-13	Delegation of responsibility for managing impacts	pg. 12-13, 87-89
	2-14	Role of the highest governance body in sustainability reporting	pg. 12-13, 87-89
	2-15	Conflicts of interest	pg. 91
	2-16	Communication of critical concerns	pg. 85-91
	2-17	Collective knowledge of the highest governance body	pg. 85
	2-18	Evaluation of the performance of the highest governance body	pg. 85
	2-19	Remuneration policies	Confidentiality Constraints: Remuneration is considered competitive information and a security risk for bank personnel.
	2-20	Process to determine remuneration	pg. 86, 91

GRI Standard	Disclosure		Page Number(s), Direct Answer, URLs, or Reason for omission
	2-21	Annual total compensation ratio	Confidentiality Constraints: Remuneration is considered competitive information and a security risk for bank personnel.
	Strategy, policies and practices		
	2-22	Statement on sustainable development strategy	pg. 6-7, 10-11
	2-23	Policy commitments	pg. 18-30, 94-96
	2-24	Embedding policy commitments	pg. 12-16, 17-79, 81-124, 125-138
	2-25	Processes to remediate negative impacts	pg. 94, 103-105, 118-124
	2-26	Mechanisms for seeking advice and raising concerns	pg. 118-124
	2-27	Compliance with laws and regulations	Confidentiality Constraints: Compliance with laws and regulations are considered confidential as they may be under review with regulators and may open the Bank to security risks if disclosed.
	2-28	Membership associations	pg. 157
	Stakeholder engagement		
	2-29	Approach to stakeholder engagement	pg. 16, 134-138
	2-30	Collective bargaining agreements	pg. 105, 146

Material Topics

GRI Standard	Disclosure		Page Number(s), Direct Answer and/or URLs
GRI 3: Material Topics 2021	**Disclosures on material topics**		
	3-1	Process to determine material topics	pg. 14-15
	3-2	List of material topics	pg. 14-15
Climate Change, Nature, and Biodiversity Loss			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 20-30, 57
GRI 101: Biodiversity 2024	101-1	Policies to halt and reverse biodiversity loss	pg. 20-22
	101-2	Management of biodiversity impacts	pg. 20-22
	101-3	Access and benefit-sharing	pg. 20-27
	101-4	Identification of biodiversity impacts	pg. 29, 124
	101-5	Locations with biodiversity impacts	pg. 29, 124
	101-6	Direct drivers of biodiversity loss	pg. 29, 124
	101-7	Changes to the state of biodiversity	Not monitored at the time of reporting.
	101-8	Ecosystem services	pg. 29, 124
GRI 102: Climate Change 2025	102-1	Transition plan for climate change mitigation	pg. 18-22, 39
	102-2	Climate change adaptation plan	pg. 18-22, 39
	102-3	Just Transition	pg. 20-22
	102-4	GHG emissions reduction targets and progress	pg. 39
	102-5	Scope 1 GHG emissions	pg. 113-115
	102-6	Scope 2 GHG emissions	pg. 113, 116
	102-7	Scope 3 GHG emissions	pg. 113, 117
	102-8	GHG emissions intensity	pg. 112

GRI Standard	Disclosure		Page Number(s), Direct Answer and/or URLs
GRI 102: Climate Change 2025	102-9	GHG removals in the value chain	pg. 99-100, 107-111
	102-10	Carbon credits	No carbon credits at the time of reporting.
Financing Sustainable Development			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 31-79
GRI 2: General Disclosures 2021	2-6	Activities, value chain and other business relationships	pg. 31-79
GRI 203: Indirect Economic Impacts 2016	203-1	Infrastructure investments and services supported	pg. 8, 33-38, 73,79
Technology Resilience			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 91, 95, 99-102
GRI 2: General Disclosures 2021	2-9	Governance structure and composition	pg. 91
	2-12	Role of the highest governance body in overseeing the management of impacts	pg. 91
	2-13	Delegation of responsibility for managing impacts	pg. 91
GRI 418: Customer Privacy 2016	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	pg. 118-122
Customer Welfare			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 99-102, 118-122
GRI 416: Customer Health and Safety 2016	416-1	Assessment of the health and safety impacts of product and service categories	Not applicable. No identified non-compliance with regulations and/or voluntary codes in relation to health and safety impacts of product and services.
GRI 416: Customer Health and Safety 2016	416-2	Incidents of non-compliance concerning the health and safety impacts of products and services	Zero (0) incidents of non-compliance concerning the health and safety impacts of products and services reported.
GRI 418: Customer Privacy 2016	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	pg. 119-120
Human Rights & Community Relations			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 57-72, 94-96, 103-105, 126-134
GRI 203: Indirect Economic Impacts 2016	203-1	Infrastructure investments and services supported	pg. 126-133
	203-2	Significant indirect economic impacts	pg. 57-70, 126-133
GRI 410: Security Practices 2016	410-1	Security personnel trained in human rights policies or procedures	Information unavailable: Information on security personnel training on human rights was not available during the reporting period covered. BDO is preparing a roadmap for coordinating with vendors in 2026.
GRI 411: Rights of Indigenous Peoples 2016	411-1	Incidents of violations involving rights of indigenous peoples	Not applicable
GRI 413: Local Communities 2016	413-1	Operations with local community engagement, impact assessments, and development programs	pg. 57-70, 126-133
	413-2	Operations with significant actual and potential negative impacts on local communities	Zero (0) significant actual and potential negative impacts recorded during the reporting period covered.

GRI Standard	Disclosure		Page Number(s), Direct Answer and/or URLs
Physical Impacts of Climate Change			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 19-30
GRI 201: Economic Performance 2016	201-2	Financial implications and other risks and opportunities due to climate change	pg. 19-30
GRI 102: Climate Change 2025	102-1	Transition plan for climate change mitigation	pg. 19-30, 39
	102-2	Climate change adaptation plan	pg. 19-30, 39
	102-3	Just Transition	pg. 20-22
	102-4	GHG emissions reduction targets and progress	pg. 39
	102-5	Scope 1 GHG emissions	pg. 113-115
	102-6	Scope 2 GHG emissions	pg. 113, 116
	102-7	Scope 3 GHG emissions	pg. 113, 117
	102-8	GHG emissions intensity	pg. 112
	102-9	GHG removals in the value chain	pg. 99-100, 107-111
	102-10	Carbon credits	No carbon credits at the time of reporting.
Economic Performance			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 4-5, 8-9, 22, 82
GRI 201: Economic Performance 2016	201-1	Direct economic value generated and distributed	pg. 82
	201-2	Financial implications and other risks and opportunities due to climate change	pg. 22
	201-3	Defined benefit plan obligations and other retirement plans	Confidentiality constraints: We do not disclose this matter due to confidentiality constraints and competitive information issues.
	201-4	Financial assistance received from government	₱0.00

GRI Standard	Disclosure		Page Number(s), Direct Answer and/or URLs
Systemic Risk and Management			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 19-30, 82, 94-96
GRI 201: Economic Performance 2016	201-1	Direct economic value generated and distributed	pg. 82
	201-2	Financial implications and other risks and opportunities due to climate change	pg. 22
	201-3	Defined benefit plan obligations and other retirement plans	Confidentiality constraints: We do not disclose this matter due to confidentiality constraints and competitive information issues.
	201-4	Financial assistance received from government	₱0.00
GRI 205: Anti-corruption 2016	205-1	Operations assessed for risks related to corruption	pg. 94-96
	205-2	Communication and training about anti-corruption policies and procedures	pg. 96, 104
	205-3	Confirmed incidents of corruption and actions taken	pg. 94
GRI 207: Tax 2019	207-1	Approach to tax	pg. 96-97
	207-2	Tax governance, control, and risk management	pg. 96
	207-3	Stakeholder engagement and management of concerns related to tax	pg. 96
	207-4	Country-by-country reporting	pg. 96
GRI 408: Child Labor 2016	408-1	Operations and suppliers at significant risk for incidents of child labor	pg. 97

GRI Standard	Disclosure		Page Number(s), Direct Answer and/or URLs
GRI 409: Forced or Compulsory Labor 2016	409-1	Operations and suppliers at significant risk for incidents of forced or compulsory labor	Information unavailable: Information on supplier risk for incidents of forces or compulsory labor was not available during the reporting period covered. BDO is preparing a roadmap for coordinating with vendors in 2026.
Digitalization			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 53-59, 91, 99-102, 104, 118-119, 121-122
Employee Engagement, Diversity, and Inclusion			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 84, 103-107, 139-146
GRI 401: Employment 2016	401-1	New employee hires and employee turnover	pg. 141-142
	401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	pg. 143
	401-3	Parental leave	pg. 143, 146
GRI 405: Diversity and Equal Opportunity 2016	405-1	Diversity of governance bodies and employees	pg. 84, 139-146
	405-2	Ratio of basic salary and remuneration of women to men	pg. 146
Executive Responsibility for ESG			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 12-13, 87-89
GRI 2: General Disclosures 2021	2-13	Delegation of responsibility for managing impacts	pg. 12-13
	2-14	Role of the highest governance body in sustainability reporting	pg. 87-89, 93

GRI Standard	Disclosure		Page Number(s), Direct Answer and/or URLs
Management of Legal, Regulatory Environment			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 92-97, 104
GRI 205: Anti-corruption 2016	205-1	Operations assessed for risks related to corruption	pg. 92-93
	205-2	Communication and training about anti-corruption policies and procedures	pg. 96, 104
	205-3	Confirmed incidents of corruption and actions taken	pg. 94-96
GRI 206: Anti-competitive Behavior 2016	206-1	Legal actions for anti-competitive behavior, anti-trust, and monopoly practices	pg. 94-97
GRI 207: Tax 2019	207-1	Approach to tax	pg. 96-97
	207-2	Tax governance, control, and risk management	pg. 96
	207-3	Stakeholder engagement and management of concerns related to tax	pg. 96
	207-4	Country-by-country reporting	pg. 97
GRI 415: Public Policy 2016	415-1	Political contributions	₱0.00
GRI 418: Customer Privacy 2016	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	pg. 119-120
Access & Affordability			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 31-52, 58-60, 65-79, 126-133
GRI 2: General Disclosures 2021	2-6	Activities, value chain and other business relationships	pg. 31-52, 58-60, 65-79, 126-133

GRI Standard	Disclosure		Page Number(s), Direct Answer and/or URLs
Product Innovation			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 31-40, 53, 63-64, 68-70
GRI 203: Indirect Economic Impacts 2016	203-1	Infrastructure investments and services supported	pg. 32-40, 47-48, 59, 62, 64, 76-79
	203-2	Significant indirect economic impacts	pg. 32-40, 47-48, 59, 62, 64, 76-79
Employee Health & Safety			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 98, 105
GRI 403: Occupational Health and Safety 2018	403-1	Occupational health and safety management system	pg. 98
	403-2	Hazard identification, risk assessment, and incident investigation	pg. 98
	403-3	Occupational health services	pg. 98, 105
	403-4	Worker participation, consultation, and communication on occupational health and safety	pg. 98
	403-5	Worker training on occupational health and safety	pg. 144
	403-6	Promotion of worker health	pg. 98, 105
	403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	pg. 98, 105
	403-8	Workers covered by an occupational health and safety management system	pg. 98, 105
	403-9	Work-related injuries	pg. 145
	403-10	Work-related ill health	pg. 145

GRI Standard	Disclosure		Page Number(s), Direct Answer and/or URLs
Operational Emissions			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 22, 107-111, 114
GRI 301: Materials 2016	301-1	Materials used by weight or volume	pg. 110, 112-113
	301-2	Recycled input materials used	pg. 110, 112-113
	301-3	Reclaimed products and their packaging materials	pg. 110, 112-113
GRI 302: Energy 2016	302-1	Energy consumption within the organization	pg. 107-108, 112-113, 115-117
	302-2	Energy consumption outside of the organization	pg. 107-108, 112-113, 115-117
	302-3	Energy intensity	pg. 112-113
	302-4	Reduction of energy consumption	pg. 107-108, 112-113
	302-5	Reductions in energy requirements of products and services	pg. 107-108, 112-113
GRI 305: Emissions 2016	305-1	Direct (Scope 1) GHG emissions	pg. 113-115
	305-2	Energy indirect (Scope 2) GHG emissions	pg. 113, 116
	305-3	Other indirect (Scope 3) GHG emissions	pg. 113, 117
	305-4	GHG emissions intensity	pg. 112-113
	305-5	Reduction of GHG emissions	pg. 107-111, 114
	305-6	Emissions of ozone-depleting substances (ODS)	pg. 112-113, 115-117
	305-7	Nitrogen oxides (NOx), sulfur oxides (SOx), and other significant air emissions	pg. 112-113, 115-117

GRI Standard	Disclosure		Page Number(s), Direct Answer and/or URLs
GRI 306: Waste 2020	306-1	Waste generation and significant waste-related impacts	pg. 109-110, 112, 114, 117
	306-2	Management of significant waste-related impacts	pg. 109-110, 112, 114, 117
	306-3	Waste generated	pg. 109-110, 112, 114, 117
	306-4	Waste diverted from disposal	pg. 109-110, 112, 114, 117
	306-5	Waste directed to disposal	pg. 109-110, 112, 114, 117
Business Ethics			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 94
GRI 2: General Disclosures 2021	2-22	Statement on sustainable development strategy	pg. 6-7
	2-23	Policy commitments	pg. 18-21, 39, 94-96
	2-24	Embedding policy commitments	pg. 18-21, 39, 94-96
	2-25	Processes to remediate negative impacts	pg. 94, 104-105, 118-119
	2-26	Mechanisms for seeking advice and raising concerns	pg. 94
GRI 205: Anti-corruption 2016	205-1	Operations assessed for risks related to corruption	pg. 94-96
	205-2	Communication and training about anti-corruption policies and procedures	pg. 96, 144
	205-3	Confirmed incidents of corruption and actions taken	pg. 94
GRI 206: Anti-competitive Behavior 2016	206-1	Legal actions for anti-competitive behavior, anti-trust, and monopoly practices	pg. 94-96

GRI Standard	Disclosure		Page Number(s), Direct Answer and/or URLs
Supply Chain Management			
GRI 3: Material Topics 2021	3-3	Management of material topics	pg. 122-123
GRI 204: Procurement Practices 2016	204-1	Proportion of spending on local suppliers	pg. 122-123
GRI 308: Supplier Environmental Assessment 2016	308-1	New suppliers that were screened using environmental criteria	pg. 124
	308-2	Negative environmental impacts in the supply chain and actions taken	pg. 124
GRI 406: Non-discrimination 2016	406-1	Incidents of discrimination and corrective actions taken	Zero incidence of discrimination during the reporting period.
GRI 407: Freedom of Association and Collective Bargaining 2016	407-1	Operations and suppliers in which the right to freedom of association and collective bargaining may be at risk	Information unavailable: BDO did not have sufficient data collection in place to collect supplier environmental and social data during the reporting period. BDO is preparing a roadmap for coordinating with vendors in 2026.
GRI 414: Supplier Social Assessment 2016	414-1	New suppliers that were screened using social criteria	Information unavailable: Procurement wasn't able to track social risk during 2025. Capacity-building on screening to be continued in 2026.
	414-2	Negative social impacts in the supply chain and actions taken	Information unavailable: Procurement wasn't able to track social risk during 2025. Capacity-building to be continued in 2026.

DNV

Certificate No: C770583

Independent Assurance Statement 2-5

Introduction

DNV AS Philippine Branch ('DNV'), has been commissioned by BDO Unibank, Inc. (Securities and Exchange Commission Identification Number: 34001, hereafter referred to as 'BDO or 'the Company') to undertake an independent assurance of the Company's sustainability/non-financial disclosures in its Sustainability Report covering the calendar year 2025 (hereafter referred to as 'Report').

The disclosures have been prepared by BDO in accordance with the Global Reporting Initiatives (GRI) Standards 2021 and the Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard. The report was also prepared in reference to the International Financial Reporting Standards (IFRS) S1 and 2, the Task Force on Climate-Related Disclosures (TCFD) recommendations on climate-related financial disclosures, Sustainability Accounting Standards Board (SASB) Standards, and the ASEAN Corporate Governance Scorecard (ACGS).

DNV has carried out assurance engagement in accordance with DNV's VeriSustainTM protocol, V6.0, which is based on our professional experience and international assurance practice, and the international standard in Assurance Engagements, ISAE 3000 (revised) - *Assurance Engagements other than Audits or Reviews of Historical Financial Information*. DNV's VerisustainTM Protocol has been developed in accordance with the most widely accepted reporting and assurance standards. Apart from DNV's VerisustainTM protocol, the DNV team has also followed ISO 14064-3 - *Specification with guidance for the verification and validation of greenhouse gas statements*; to evaluate indicators wrt greenhouse gases.

The intended user of this assurance statement is the Management of BDO Unibank, Inc.

We have not performed any work, and do not express any conclusion, on any other information that may be published outside of the Report and/or on Company's website for the current reporting period.

Responsibilities of the Management of BDO and of the Assurance Provider

The Management of BDO has the sole responsibility for the preparation of the Report and is responsible for all information disclosed in the Report. The company is responsible for maintaining processes and procedures for collecting, analyzing and reporting the information, as well as ensuring the quality and consistency of the information presented in the Report. BDO is also responsible for ensuring the maintenance and integrity of its website and any referenced disclosures on their website.

In performing this assurance work, DNV's responsibility is to the Management of the Company; however, this statement represents our independent opinion and is intended to inform the outcome of the assurance to the stakeholders of the Company.

Scope, Boundary and Limitations

The agreed scope of work included a limited level of assurance of the information on non-financial performance which was disclosed in the Report prepared by BDO based on GRI Topic-specific Standards for the identified material topics for the activities undertaken by the Company during the reporting period 1 January 2025 to 31 December 2025. The reported topic boundaries of non-financial performance are based on the internal and external materiality assessment covering Company's operations as described in the 'ESG Materiality' section of the report.

Boundary of the assessment covers the performance of BDO operations globally that fall under the direct operational control of the Company's Legal structure. Based on the agreed scope with the Company, the boundary of assurance covers BDO Unibank offices and branches, and BDO Network Bank branches within the Philippines.

Inherent Limitation(s):

DNV's assurance engagements are based on the assumption that the data and information provided by the Company to us as part of our review have been provided in good faith, are true, and are free from material misstatements.

The assurance scope has the following limitations:

- The assurance engagement considers an uncertainty of ±5% based on materiality threshold for estimation/measurement errors and omissions.
- DNV has not been involved in evaluation or assessment of any financial data/performance of the company. DNV does not take any responsibility of the financial data reported in the Sustainability reports of the Company.
- The assessment is limited to data and information within the defined reporting period. Any data outside this period is not considered within the scope of assurance.
- Data outside the operations specified in the assurance boundary is excluded from the assurance, unless explicitly mentioned otherwise in this statement.
- The assurance does not cover the Company's statements that express opinions, claims, beliefs, aspirations, expectations, aims, or future intentions. Additionally, assertions related to Intellectual Property Rights and other competitive issues are beyond the scope of this assurance.
- The assessment does not include a review of the Company's strategy or other related linkages expressed in the Report. These aspects are not within the scope of the assurance engagement.

- The assurance does not extend to mapping the Report with reporting frameworks other than those specifically mentioned. Any assessments or comparisons with frameworks beyond the specified ones are not considered in this engagement.
- Aspects of the Report that fall outside the mentioned scope and boundary are not subject to assurance. The assessment is limited to the defined parameters.
- The assurance engagement does not include a review of legal compliances. Compliance with legal requirements is not within the scope of this assurance, and the Company is responsible for ensuring adherence to relevant laws.

DNV expressly disclaims any liability or co-responsibility for any decision a person or an entity may make based on this Independent Assurance Statement.

Assurance process

As part of the assurance process, a multi-disciplinary team of assurance specialists performed assurance work for selected sites of BDO. We adopted a risk-based approach, that is, we concentrated our assurance efforts on the issues of high material relevance to the Company's business and its key stakeholders. We carried out the following activities:

Limited Level of Assurance
Reviewed the disclosures in the report. Our focus included general disclosures, management processes, principle wise performance (essential indicators, and leadership indicators) and any other key metrics specified under the reporting framework.
Understanding the key systems, processes and controls for collecting, managing and reporting the non-financial disclosures in report.
Walk-through of key data sets. Understand and test, on a sample basis, the processes used to adhere to and evaluate adherence to the reporting principles.
Collect and evaluate documentary evidence and management representations supporting adherence to the reporting principles.
Interviews with the senior managers responsible for management of disclosures. We were free to choose interviewees. We interviewed those with overall responsibility for monitoring, data collation and reporting the selected indicators.
The DNV audit team conducted on-site audits for corporate offices and sites. Sample based assessment of site-specific data disclosures was carried out. We were free to choose sites for conducting our assessment.
Reviewed the process of reporting as defined in the assessment criteria.

Conclusion

On the basis of the Limited level of assessment undertaken, nothing has come to our attention to suggest that the disclosures are not fairly stated and are not prepared, in all material aspects, in accordance with the reporting criteria. Without affecting our assurance opinion, we provide the following observations against the principles of VeriSustain™:

Materiality

The process of determining the issues that are most relevant to an organization and its stakeholders.

The Report explains the materiality assessment process carried out by the Company which has considered concerns of internal and external stakeholders. Materiality topics were determined from inputs from peers and the industry, which were then assessed for relevance in terms of impact for BDO's business. The list of topics has been prioritized, reviewed and validated.

Nothing has come to our attention to suggest that the Report does not meet the requirements related to the Principle of Materiality.

Stakeholder inclusiveness

The participation of stakeholders in developing and achieving an accountable and strategic response to Sustainability.

The Report presents the stakeholders who have been identified as significant to BDO, as well as the channels of engagement established by the Company to interact with these stakeholder groups. The key topics of concern and needs of each stakeholder group which have been identified through these channels are further described in the Report.

Nothing has come to our attention to suggest that the Report does not meet the requirements related to the Principle of Stakeholder Inclusiveness.

Responsiveness

The extent to which an organization responds to stakeholder issues.

The Report adequately brings out the Company's policies, strategies, management systems and governance mechanisms in place to respond to topics identified as material and significant concerns of key stakeholder groups.

Nothing has come to our attention to believe that the Report does not meet the requirements related to the Principle of Responsiveness.

Reliability

The accuracy and comparability of information presented in the report, as well as the quality of underlying data management systems.

The Report outlines the systems and processes that the Company has set in place to capture and report its performance related to identified material topics across its reporting boundary. The majority of information mapped with data verified through our assessments with BDO's management teams and process owners at the Corporate Office and sampled sites within the boundary of the Report were found to be fairly accurate and reliable. Some of the data inaccuracies identified during the verification process were found to be attributable to transcription, interpretation, and aggregation errors. These data inaccuracies have been communicated for correction, and the related disclosures were reviewed post correction.

Nothing has come to our attention to believe that the Report does not meet the principle of Reliability.

Completeness

How much of all the information that has been identified as material to the organization and its stakeholders is reported?

The Report presents the Company's performance, strategies and approaches related to the environmental, social and governance issues that it has identified as material for its operational locations coming under the boundary of the report, for the chosen reporting period while applying and considering the requirements of Principle of Completeness.

Nothing has come to our attention to suggest that the Report does not meet the Principle of Completeness with respect to scope, boundary and time.

Neutrality

The extent to which a report provides a balanced account of an organization's performance, delivered in a neutral tone.

The Report describes the disclosures related to BDO's performance during the reporting period in a neutral tone in terms of content and presentation, while considering the overall macroeconomic and industry environment.

Nothing has come to our attention to suggest that the Report does not meet the requirements related to the Principle of Neutrality.

Statement of Competence and Independence

DNV applies its own management standards and compliance policies for quality control, which are based on the principles enclosed within ISO IEC 17029:2019 – *Conformity assessment – General principles are requirements for validation and verification bodies*, and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

We have complied with the DNV Code of Conduct[1] during the assurance engagement. DNV's established policies and procedures are designed to ensure that DNV, its personnel and, where applicable, others are subject to independence requirements (including personnel of other entities of DNV) and maintain independence where required by relevant ethical requirements. This engagement work was carried out by an independent team of sustainability assurance professionals. DNV was not involved in the preparation of any statements or data included in the Report except for this Assurance Statement for internal use of BDO.

Purpose and Restriction on Distribution and Use

This assurance statement, including our conclusion has been prepared solely for the Company in accordance with the agreement between us. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Management of the Company for our work or this report.

For DNV AS Philippine Branch,

Gangwar, Vishal Digitally signed by Gangwar, Vishal Date: 2026.04.13 18:10:37 +08'00'	Yun, Chang Rok Digitally signed by Yun, Chang Rok Date: 2026.04.13 22:27:18 +09'00'
Vishal Gangwar Lead Verifier, Sustainability Services	**Chang Rok Yun** Assurance Reviewer, Sustainability Services
Justine Repalam (Verifier)	

13 April 2026

DNV AS Philippine Branch is part of DNV, a global provider of certification, verification, assessment and training services, helping customers to build sustainable business performance. www.dnv.com

[1] DNV Corporate Governance & Code of Conduct - https://www.dnv.com/about/in-brief/corporate-governance.html

Memberships in Associations 2-28

ACI Philippines the Financial Markets Association Inc.

Association of Bank Compliance Officers Inc.

Association of Bank Remittance Officers, Inc.

Association of Credit Executives in the Tourism Industry Inc.

Association of Philippine Correspondent Bank Officers, Inc.

Australia Philippines Business Council Ltd.

Australian - New Zealand Chamber of Commerce Philippines, Inc.

Bank Marketing Association of the Philippines

Bank Security Management Association of the Philippines Incorporated

Bankers Association of the Philippines

Bankers Institute of the Philippines, Inc.

British Chamber of Commerce of the Philippines, Inc.

Clearing Officers Club, Inc.

Contact Centers Association of the Philippines Inc.

Credit Card Association of the Philippines, Inc.

Dutch Chamber of Commerce in the Philippines, Inc.

Employers Confederation of the Philippines

Financial Executives Institute of the Philippines

French Chamber of Commerce in the Philippines - Le Club Inc.

Fund Managers Association of the Philippines, Inc. (FMAP)

German-Philippine Chamber of Commerce & Industry Inc.

Information Security Officers Group (ISOG) Inc.

Information Systems Audit and Control Association, Inc. (ISACA)

Institute of Internal Auditors - Philippines, Inc.

International Monetary Conference

Japanese Chamber of Commerce and Industry of Cebu, Inc.

Korean Chamber of Commerce Philippines (KCCP) Inc.

Makati Business Club Inc.

Malaysia Chamber of Commerce and Industries Philippines, Inc.

Management Association of the Philippines

Money Market Association of the Philippines, Inc. (MART)

National Association of Securities Broker Salesmen, Inc.

Nordic Chamber of Commerce of the Philippines, Inc.

People Management Association of the Philippines

Philippine Association of National Advertisers, Inc.

Philippine Association of Stock Transfer And Registry Agencies, Inc.

Philippine Chamber of Commerce & Industry, Inc.

Philippine Payments Management, Inc.

Shareholders Association of the Philippines, Inc.

Singapore Philippines Association Inc.

Spanish Chamber of Commerce in the Philippines

The American Chamber of Commerce of the Philippines, Inc. (AMCHAM Philippines)

The Canadian Chamber of Commerce of the Philippines, Inc.

The Japanese Association Manila Inc.

The Japanese Chamber of Commerce and Industry of the Philippines, Inc.

The Philippines-Japan Society, Inc.

Trust Officers Association of the Philippines, Inc.

Sustainability and ESG Awards and Recognition

Top Community Centric Companies in Asia
Asia Corporate Excellence & Sustainability Awards (ACES) 2025

Best Bank for ESG in the Philippines
(2024–2025)
Euromoney Awards for Excellence 2025

BDO Private Bank: Best for Sustainability in the Philippines
Euromoney Private Banking Awards 2025

Four Golden Arrows
ASEAN Corporate Governance Scorecard (ACGS) 2025 Golden Arrow Awards

Platinum Awardee
(2010–2025)

Best Sustainability Team
(2024–2025)
The Asset ESG Corporate Awards 2025

Best Advance in Responsible Finance
Retail Banker International Asia Trailblazer Awards 2025

BDO Network Bank: Top-Rated Financial Institutions Worldwide (Social and Environmental Performance and Client Protection)
MicroFinanza Rating 2025

Renewable Energy Financing
Programme Award – Philippines
Good Governance Award – Philippines
ESGBusiness Awards 2025

The only Philippine bank in the Top 50 Publicly-Listed Companies in ASEAN for Good Governance
ASEAN Capital Market Forum

BDO Foundation for Financial Inclusion Initiative of the Year – Philippines
(2023–2025)
Asian Banking & Finance Retail Banking Awards 2025

BDO Unibank, Asian Excellence awardee
(2011–2025)

Best Investor Relations Company (Philippines) awardee
(2011–2025)

Best Corporate Communications awardee
(2014–2015, 2017–2025)

Asia's Best CSR Awardee
(2020–2025)

Sustainable Asia Awardee
(2020–2025)

Best Environmental Responsibility
Corporate Governance Asia 15th Asian Excellence Award 2025

Corporate Information 2-3

COMPANY HEADQUARTERS

BDO Unibank, Inc.
BDO Corporate Center
7899 Makati Avenue
Makati City 0726 Philippines
Trunkline: +63 (2) 8840-7000
Website: www.bdo.com.ph

INVESTOR AND SUSTAINABILITY INQUIRIES

BDO Unibank, Inc. welcomes inquiries from analysts, investors, and the financial community.

BDO Investor Relations & Corporate Planning
31/F BDO Towers Valero
8741 Paseo de Roxas
Salcedo Village
Makati City 1226 Philippines
Telephone: +63 (2) 8840-7000 local 36069
Email: irandcorplan@bdo.com.ph

BDO Sustainable Finance Desk
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Salcedo Village
Makati City 1226 Philippines
Telephone: +63 (2) 8840-7000 local 34567
Email: bdo-sf@bdo.com.ph

BDO Sustainability Office
35/F BDO Corporate Center Ortigas
12 ADB Avenue, Ortigas Center
Mandaluyong City 1554 Philippines
Telephone: +63 (2) 8688-1288
local 34803
Email: sustainability@bdo.com.ph

The 2025 BDO Sustainability Report is produced by the Sustainability Office and can be viewed and downloaded online at www.bdo.com.ph/sustainability-report. The 2025 BDO Annual Report and the Financial Supplements can be viewed and downloaded online at www.bdo.com.ph/annual-report.

BDO Unibank is regulated by the Bangko Sentral ng Pilipinas. https://www.bsp.gov.ph

For concerns, please visit any BDO branch near you or reach us through any of the channels listed in the Consumer Assistance page of our website: https://www.bdo.com.ph/consumer-assistance. Deposits are insured by PDIC up to ₱1 Million per depositor. The BDO, BDO Unibank and other BDO-related trademarks are owned by BDO Unibank, Inc. All Rights Reserved.


BDO

ANNEX F

MANAGEMENT'S DISCUSSION & ANALYSIS

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Dominion Holdings, Inc.

MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

2025 Compared to 2024

In 2025, the Company recorded a Net Income of Php139.4 Million, representing a 31% decrease from the Php202.1 Million recorded in 2024. The decline was largely attributable to reduced interest earnings following the contraction of investable funds after the Php3.2 Billion Cash Dividend distribution in May 2024. Moreover, the sustained moderation in policy rates by the BSP further exerted downward pressure on yields, contributing to softer overall returns for the year.

Despite the earnings slowdown, the Company remained focused on reinvestment of its funds that maintained the strength its balance sheet. Total Assets expanded by 5% to Php3.5 Billion as of December 31, 2025. Total Liabilities reached Php23.4 Million, while Stockholders' Equity improved to Php3.5 Billion from Php3.3 Billion in the prior year, underscoring the Company's solid capitalization and earnings retention.

The Company's five (5) key performance indicators are as follows:

	December 31, 2025	December 31, 2024
Current Ratio	148.68 : 1	308.72 : 1
Quick asset ratio	143.24 : 1	308.72 : 1
Debt to Equity Ratio	.01 : 1	0.00 : 1
Net Profit Margin	75.30%	75.12%
Return on Equity	4.11%	4.17%

Liquidity Ratios normalized but remain robust during the year, with the Current Ratio (computed as Current Assets divided by Current Liabilities) and Quick Asset Ratio (Quick Assets divided by Current Liabilities) settling at 148.68:1 and 143.24:1, respectively compared to 308.72:1 in the prior year.

Leverage remains negligible at .01:1 Debt-to-Equity.

Profitability Metrics were broadly stable as Net Profit Margin (Net Income over Gross Revenue) was practically maintained at 75% while Return on Equity (Net Income over Average Equity) softened to 4.11% due to lower earnings in 2025.

2024 Compared to 2023

In 2024, the Company reported a net income of Php202.1 million, primarily driven by interest earnings from time deposits and debt securities. This represents a 27% decline compared to the Php277.3 million recorded at the end of 2023. The decrease in earnings is attributed to the reduced cash available for investment, following the declaration of Php3.2 billion in cash dividends in May 2024, as compared to no dividends declared in 2023.

The substantial dividend distribution resulted in a lower asset base for the Company, and reduced the amount of investible funds. .

Total liabilities stood at Php10.8 Million. However, Stockholder's Equity declined proportionally, dropping from Php6.4 billion to Php3.3 billion, resulting from the dividend payout.

The Company's five (5) key performance indicators are as follows:

	December 31, 2024	December 31, 2023
Current Ratio	308.72 : 1	599.06 : 1
Quick asset ratio	308.74 : 1	599.06 : 1
Debt to Equity Ratio	0.00 : 1	0.00 : 1
Net Profit Margin	75.12%	80.67%
Return on Equity	4.17%	4.45%

The Current Ratio (computed as current assets divided by current liabilities) and Quick Asset Ratio (quick asset divided by current liabilities) decreased from last year's 599.06:1. Debt to equity ratio, computed as total liabilities divided by total equity remained at 0.00:1.

Net Profit Margin, computed as net income over gross revenue, declined from 80.67% to 75.12%. Return on Equity, which is net income over average equity, declined slightly to 4.17% in 2024 from 4.45% in 2023. The decline in profitability and equity performance underscores the impact of the substantial dividend payout and lower interest rates in 2024. Despite these challenges, the Company maintains strong liquidity, as reflected in its high current and quick assets ratios.

2023 Compared to 2022

In 2023, the Company registered a net income of P277.3 Million mainly derived from interest earnings on time deposits and debt securities. The shift of the investment portfolio from unit investment trust fund in 2022 to time deposits and debt securities resulted in the significant increase in net income from P69.3 Million recorded in 2022.

As of December 31, 2023, total assets grew by 4.7% to P6.4 Billion of which P3.9 Billion is invested in time deposits and P2.3 Billion is invested in debt securities. The balance mainly pertains to creditable withholding taxes of P127.4 Million.

Total liabilities amounted to P13.2 Million.

Stockholders' equity rose from P6.1 Billion in 2022 to P6.4 Billion in 2023 as earnings from investments are plowed back to the Company. No dividends were declared in 2023.

The Company's five (5) key performance indicators are as follows:

	December 31, 2023	December 31, 2022
Current Ratio	599.06 : 1	378.58 : 1
Quick asset ratio	599.06 : 1	378.58 : 1
Debt to Equity Ratio	0.00 : 1	0.00 : 1
Net Profit Margin	80.67%	54.61%
Return on Equity	4.45%	1.15%

The Current Ratio (computed as current assets divided by current liabilities) and Quick Asset Ratio (quick asset divided by current liabilities) increased from last year's 378.58:1. Debt to equity ratio (computed as total liabilities divided by total equity) remained at zero for two years, as the Company remains debt-free. Net Profit Margin (computed as net income over gross revenue) rose to 80.67%. Return on Equity (net income over average equity) increased to 4.45% in 2023.

2022 Compared to 2021

In 2022, the Company's gross income amounted to P126.8 million, an increase of P69.7 million or 122.12% from last year's P57.1 million. The company redeemed its investment in Unit Investment Trust Fund (UITF) of P5.9 billion during the last quarter of 2022, thereby realizing a gain on redemption of UITF amounting to P62.6 million. The proceeds of the investment were placed in higher yielding short-term time deposits which resulted in additional

interest earning of P63.2 million. After considering total expenses of P32.4 million, the company registered a net income of P69.3 million, an increase of P59% from P43.5 million in 2021.

As of December 31, 2022, total assets remained at P6.1 billion, of which P6.0 billion was placed in short-term time deposits.

Accounts Payables and Other Liabilities amounted to P16.1 million.

Stockholders' equity stood at P6.1 billion.

The Company's five (5) key performance indicators are as follows:

	December 31, 2022	December 31, 2021
Current Ratio	378.58 : 1	738.0 : 1
Quick asset ratio	378.58 : 1	738.0 : 1
Debt to Equity Ratio	0.00 : 1	0.00 : 1
Net Profit Margin	54.61%	76.25%
Return on Equity	1.15%	0.73%

The Current Ratio (computed as current assets divided by current liabilities) and Quick Asset Ratio (quick asset divided by current liabilities) decreased from last year's 738.0:1. Debt to equity ratio, computed as total liabilities divided by total equity. Net Profit Margin which is computed as net income over gross revenue rose to 54.61%. Return on Equity, which is net income over average equity, increased to 1.15% in 2022.

Policy on Revenue Recognition – Other Income

Income that are one off are recognized as Other Income. These are recognized as they are earned.

Key Variable and Other Qualitative and Quantitative Factors

With approvals from its Board and stockholders, DHI (formerly BDO Leasing and Finance, Inc.) voluntarily surrendered its secondary license as a financing company to the SEC.

On July 21, 2022, the SEC released its approval dated July 18, 2022 of the change in corporate name of BDO Leasing and Finance Inc. to "Dominion Holdings, Inc.", the change in the Company's primary and secondary purposes from a leasing and financing company to that of a holding company, and the corresponding amendments to the Company's Articles of Incorporation and By-laws.

On January 19, 2026, the Company received advice from BDO Unibank that it signed a Share Purchase Agreement with Monte Sur for the sale of 1,513,732,718 shares translating to 70% of DHI (or the **Transaction**), at a purchase price based on their pro-rata share in the sum of the enterprise Net Asset Value of the Company as of closing date and a premium of P200 million, equivalent to a purchase price of P1.70328913 per share. The Transaction was completed on March 16, 2026, and DHI ceased to be a subsidiary of BDO Unibank since then.

As an investment holding company, DHI will have more flexibility in pursuing business opportunities which will enhance shareholder value for all shareholders.

None of the following are present as of December 31, 2025:

a. known trends, events or uncertainties that will have any material impact on the Company's liquidity;
b. events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation;
c. material off-balance sheet transactions, arrangements, obligations and other relationships of the Company with unconsolidated entities or other persons created during the reporting period;
d. material commitments for capital expenditures during the year;

e. known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations.
f. significant elements of income or loss that did not arise from the Company's continuing operations; and
g. seasonal aspects that had a material effect on the financial condition or results of operations.

Internal and Externals Sources of Liquidity

From January to September 2020, the Company relied on revenue from operations and lines from creditor banks for its sources of liquidity.

The sale of substantially all assets of the Company was used to pay-off or retire all credit obligations. The residual cash was placed in unit investment trust funds (UITFs) until its redemption in October 2022. The proceeds from the redemption of the UITFs was placed in short-term time deposits and debt securities.

INFORMATION ON INDEPENDENT ACCOUNTANT

Information on Independent Accountant and Other Related Matters

(1) External Audit Fees and Services

(a) Audit and Audit-Related Fees

The aggregate fees billed for each of the last two (2) fiscal years for professional services rendered by the External Auditor were P0.135 million and P0.131 million for the year 2025 and 2024, respectively. These fees cover services rendered by the External Auditor for audit of the Financial Statements and other services in connection with statutory and regulatory filings for fiscal years 2025 and 2024.

(b) Tax fees and other fees

Other fees amounting P0.056 million and P0.05 were paid to the auditing firm of Punongbayan & Araullo, CPAs (P&A) for the years 2025 and 2024.

For details, please refer to Supplementary Schedule of External Auditor Fee-Related Information, which presents the two-year comparative summary of audit and non-audit fees for the fiscal years 2025 and 2024, in compliance with SEC Memorandum Circular (MC) No. 18, Series of 2024.

(c) The Board Audit Committee (BAC) has the oversight responsibility over the audit function and activities of Internal and External Auditors. It provides assurance that (a) financial disclosures made by the management as presented in the Internal Auditor's report reasonably reflect the financial condition; the results of operation; and the plans and long-term commitments; and (b) internal controls are operating as intended and whether modifications are necessary.

The BAC has the responsibility to select and recommend to the Board the External Auditors. It reviews the audit coverage of the External Auditors and deliberates on their audit report prior to endorsement to the Board for approval. It reports to the Board audit-related matters requiring the Board's action.

ANNEX G

INTERIM FINANCIAL STATEMENTS
(SEC FORM 17-Q)
AS OF 31 MARCH 2026

COVER SHEET

							9	7	8	6	9

S.E.C. Registration Number

D	O	M	I	N	I	O	N		H	O	L	D	I	N	G	S	,		I	N	C	.							

(Company's Full Name)

N	O	.	1	2		A	D	B		A	V	E	.		O	R	T	I	G	A	S		C	E	N	T	E	R	,
M	A	N	D	A	L	U	Y	O	N	G		C	I	T	Y	,		P	H	I	L	I	P	P	I	N	E	S		

(Business Address : No. Street Company / Town / Province)

Elmer B. Serrano	(632)8888-0000 loc. 35761
Contact Person	Company Telephone Number

0	3	3	1	SEC FORM 17-Q	Any day in April
Month		*Day*		FORM TYPE	*Month* *Day*
					Annual Meeting

Registered & Listed

Secondary License Type, If Applicable

MSRD	
Dept. Requiring this Doc.	Amended Articles Number/Section

Total Amount of Borrowings

1	0	6	4																									

Total No. of Stockholders | Domestic | Foreign

To be accomplished by SEC Personnel concerned

File Number _____ LCU

Document I.D. _____ Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the quarterly period ended **March 31, 2026**

2. Commission identification number **097869**

3. BIR Tax Identification No. **000-486-050-000**

4. Exact name of issuer as specified in its charter **DOMINION HOLDINGS, INC.**

5. Province, country or other jurisdiction of incorporation or organization **Philippines**

6. Industry Classification Code: [ ] (SEC Use Only)

7. Address of issuer's principal office **No. 12 ADB Ave, Ortigas Center, Mandaluyong City** Postal Code **1555**

8. Issuer's telephone number, including area code **(632) 8888-0000**

9. Former name, former address and former fiscal year, if changed since last report **N/A**

10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA **N/A**

Title of each Class	**Number of shares of common stock outstanding**
Common Stock, P1.00 par value	**2,162,475,312**

11. Are any or all of the securities listed on a Stock Exchange?
Yes [**X**] No [ ]

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

Philippine Stock Exchange, Inc.	Common stock

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a) – 1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports)

Yes [**X**] No [ ]

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes [**X**] No [ ]

PART I--FINANCIAL INFORMATION

Item 1. FINANCIAL STATEMENTS

The financial statements of Dominion Holdings, Inc. are prepared and presented in accordance with Philippine Financial Reporting Framework.

The accounting policies and methods of computation used in the audited financial statements as of and for the year ended December 31, 2025 were consistently applied in the interim financial reports.

Adoption of New Interpretations, Revisions and Amendments to PFRS

There are new standards and amendments to existing standards effective for annual periods subsequent to 2025, which are adopted by the FSRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and none of these are expected to have significant impact on the Company's financial statements:

a) PFRS 9 and PFRS 7 (Amendments), Financial Instruments, and Financial Instruments: Disclosures – Amendments to the Classification and Measurement of Financial Instruments (effective from January 1, 2026)

b) PFRS 18, Presentation and Disclosure in Financial Statements (effective from January 1, 2027). The new standard impacts the classification of profit or loss items (i.e., into operating, investing and financing categories) and the presentation of subtotals in the statement of profit or loss (i.e., operating profit and profit before financing and income taxes). The new standard also changes the aggregation and disaggregation of information presented in the primary financial statements and in the notes. It also introduces required disclosures about management-defined performance measures. The amendments, however, do not affect how an entity recognizes and measures its financial condition, financial performance and cash flows.

DOMINION HOLDINGS, INC.
Statements of Financial Position

STATEMENTS OF FINANCIAL POSITION

	March 31, 2026	December 31, 2025	March 31, 2025
ASSETS			
Cash and Cash Equivalents	2,322,485,227	3,327,203,511	3,236,687,792
Money Market Placement - net	1,054,634,520	25,200,904	-
Other Assets - net	129,094,943	127,448,774	127,888,796
	3,506,214,690	3,479,853,189	3,364,576,588
LIABILITIES AND STOCKHOLDERS' EQUITY			
Accounts Payable, and Other Liabilities	22,893,993	23,404,740	10,993,245
	22,893,993	23,404,740	10,993,245
Stockholders' Equity			
Capital Stock	2,225,169,030	2,225,169,030	2,225,169,030
Additional Paid-in Capital	571,095,676	571,095,676	571,095,676
Treasury Stock	(81,776,628)	(81,776,628)	(81,776,628)
Net Unrealized Fair Value Gains on Financial Asset at FVOCI			-
Retained Earnings	768,832,619	741,960,371	639,095,265
	3,483,320,697	3,456,448,449	3,353,583,343
	3,506,214,690	3,479,853,189	3,364,576,588

DOMINION HOLDINGS, INC.
Statements of Income

For the period ended	March 31, 2026	March 31, 2025
INCOME		
Interest income	35,409,139	47,701,354
	35,409,139	47,701,354
EXPENSES		
Trust fees	799,915	527,032
Directors' fee	106,667	133,333
Professional Fees	157,660	590,795
Service Fees	246,000	246,000
Taxes and licenses	121,601	132,855
Impairment and credit losses	20,425	30,872
Other Expenses	2,795	2,200
	1,455,063	1,663,087
INCOME BEFORE INCOME TAX	33,954,076	46,038,267
PROVISION FOR INCOME TAX	7,081,828	9,540,271
NET INCOME	26,872,248	36,497,996
BASIC EARNINGS PER SHARE**	0.01	0.02
DILUTED EARNINGS PER SHARE**	0.01	0.02

DOMINION HOLDINGS, INC.
Statements of Comprehensive Income

For the period ended	March 31, 2026	March 31, 2025
NET INCOME	26,872,248	36,497,996
OTHER COMPREHENSIVE INCOME		
	-	-
TOTAL COMPREHENSIVE INCOME	26,872,248	36,497,996
		-

DOMINION HOLDINGS, INC.
Statements of Changes in Stockholders' Equity

For the period ended March 31, 2026 and March 31, 2025

	Capital Stock	Additional Paid-in Capital	Treasury Shares, at Cost	Retained Earnings	Net Equity
	Preferred - P100 par value Authorized and unissued - 200,000 shares Common - P1 par value Authorized - 3,400,000,000 shares Issued - 2,225,169,030 shares		62,693,718 shares		
Balance as of January 1, 2026	2,225,169,030	571,095,676	(81,776,628)	741,960,371	3,456,448,449
Total Comprehensive Income	-	-	-	26,872,248	26,872,248
Cash Dividend Declaration	-	-	-	-	-
Balance as of March 31, 2026	**2,225,169,030**	**571,095,676**	**(81,776,628)**	**768,832,619**	**3,483,320,697**
Balance as of January 1, 2025	2,225,169,030	571,095,676	(81,776,628)	602,597,270	3,317,085,348
Total Comprehensive Income	-	-	-	36,497,996	36,497,996
Cash Dividend Declaration	-	-	-	-	-
Balance as of March 31, 2025	**2,225,169,030**	**571,095,676**	**(81,776,628)**	**639,095,266**	**3,353,583,343**

DOMINION HOLDINGS, INC.
Statements of Cash Flows

For the period ended	March 31, 2026	March 31, 2025
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	P 33,954,076	P 46,038,267
Adjustments for:		
Interests and discounts	(35,409,139)	(47,701,354)
Impairment and credit losses	20,425	30,872
Operating profit (loss) before changes in operating assets and liabilities	(1,434,638)	(1,632,215)
Increase (decrease) in other assets	(1,646,169)	(410,238)
Increase (decrease) in accounts payable and other liabilities	(510,747)	213,813
Cash generated (used in) operations	(3,591,554)	(1,828,640)
Interest received	32,355,098	47,670,481
Cash paid for final taxes	(7,081,828)	(9,540,271)
Cash From Operating Activities	21,681,716	36,301,570
CASH FLOWS FROM INVESTING ACTIVITIES		
Maturities of short-term placements	25,000,000	-
Placement in short-term placements	(1,051,400,000)	-
Cash From Investing Activities	(1,026,400,000)	-
NET INCREASE IN CASH AND CASH EQUIVALENTS	(1,004,718,284)	36,301,570
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	3,327,203,511	3,200,386,222
CASH AND CASH EQUIVALENTS AT END OF YEAR	**P 2,322,485,227**	**P 3,236,687,792**

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

March 31, 2026 Compared to March 31, 2025

For the period ended March 31, 2026, the Company recorded net income of Php26.9 million, primarily from interest income on time deposits. This represents a 26% decline compared with the Php36.5 million reported net income in the first quarter of 2025. The decrease was mainly due to shorter operating period of 15 days, and the BSP's easing policy rate environment which contributed to lower yields on placements.

As of March 31, 2026, total assets increased by 4.21% to Php3.5 billion. Total liabilities amounted to Php22.9 million, while stockholders' equity rose to Php3.5 billion from Php3.4 billion in the prior year.

March 2025 Compared to March 2024

For the first quarter ending March 2025, the Company recorded a net income of Php36.5 million, primarily driven by interest earnings from time deposits. This reflects a 52% decline compared to the Php75.9 million achieved during the same period in 2024. The decrease was largely attributed to reduced funds available for investment following the declaration of Php3.2 billion in cash dividends in May 2024.

The dividend payout resulted in a 48% contraction in total assets from Php6.5 billion as of March 31, 2024 to Php3.4 billion in 2025.

Total Liabilities were steady at Php11.0 million in March 2025. As a result of the P3.2 billion cash dividends paid out last year, stockholders' equity likewise decreased from Php6.4 billion to Php3.4 billion.

The Company's five (5) key performance indicators are as follows:

	March 31, 2026	March 31, 2025	March 31, 2024
Current Ratio	153.15 : 1	306.06 : 1	609.72 : 1
Quick Asset Ratio	147.51 : 1	306.06 : 1	609.63 : 1
Debt to Equity Ratio	0.01 : 1	0.00 : 1	0.00 : 1
Net Profit Margin	75.89%	76.51%	78.99%
Return on Equity	3.14%	2.98%	4.83%

Formulas used:

Current ratio = Current Assets over Current Liabilities
Quick assets ratio = Quick assets over Current Liabilities
Debt to equity = Total Liabilities over Total Stockholders' Equity
Net profit margin = Net income over Gross Revenues
Return on Ave. equity = Annualized Net income over Ave. Stockholders' Equity

Related Party Transactions
(Amounts in Philippine Pesos)

On March 16, 2026, BDO Unibank, Inc. (**BDO Unibank**) completed its transaction with Monte Sur Equity Holdings, Inc. for the sale of 1,513,732,718 shares translating to 70.00% of Dominion Holdings, Inc. (the **Transaction**). With the sale, the Company ceased to be a subsidiary of BDO Unibank.

Prior to the Transaction, the Company's related parties were BDO Unibank, BDO Trust and Investment Group (**BDO TIG**) and BDO Finance Corporation (**BDOFC**) as described below.

The summary of the Company's significant transactions with its prior related parties as of March 16, 2026 (the date of the closing of the Transaction), December 31, 2025 and March 31, 2025 are as follows:

Related Party Category	Notes		Amount of Transactions March 16, 2026	December 31, 2025	March 31, 2025
Ultimate Parent Company (BDO Unibank)					
Interest income on short-term placements	(a)	**P**	**65,299**	19,415,723	-
Intest income on savings and demand deposits	(a)		**237**	4,041	366
Service fees	(b)		**120,000**	480,250	120,000
Trust fees	(c)		**799,915**	3,237,683	527,032
Related party under common ownership (BDOFC)					
Management fees	(d)		**126,000**	504,000	126,000
Others					
Director's Fee	(e)		**106,667**	1,916,667	133,333

Related Party Category	Notes		Outstanding Balances March 16, 2026	December 31, 2025	March 31, 2025
Ultimate parent company (BDO Unibank)					
Short-term placements	(a)	**P**	**10,100,000**	**-**	**-**
Savings and demand deposits	(a)		**1,696,852**	3,145,715	2,261,501
Accrued interest receivables on short-term placements	(a)		**52,239**	-	-

(a) The Company maintains savings accounts with BDO Unibank, which are reported under Cash and Cash Equivalents in the statements of financial position as of March 31, 2026, December 31, 2025, and March 31, 2025. The savings deposits earned an annual interest rate of 0.625% across all three reporting dates.

Short-term placements earned effective interest rates of 4.75% as of March 31, 2026, and 5.375% as of December 31, 2025, while no interest-earning placements were outstanding as of March 31, 2026. Interest income from these deposits is recognized under the Interest Income account in the statements of income.

(b) The Company entered into an agreement with BDO Unibank on stock transfer services. Service fees paid by the Company to BDO Unibank are shown as part of Miscellaneous expense account in the statements of income. There were no outstanding receivable and payable on these transactions as of the end of March 31, 2026, December 31, 2025 and March 31, 2025.

(c) In April 2023, the Company entered into an investment management agreement with BDO-TIG for services related to the Company's fund management. Fees paid by the Company to BDO-TIG is reported as Trust Fees account in the statements of income. There were no outstanding receivable and payable on these transactions as of the end of March 31, 2026, December 31, 2025 and March 31, 2025.

(d) In May 2023, the Company entered into a service level agreement with BDOFC wherein BDOFC will charge the Company for certain services that the former provides to the latter. Service fees paid by the Company to BDOFC are shown in the statements of income. There were no outstanding receivable and payable on these transactions as of the end of March 31, 2026, December 31, 2025 and March 31, 2025.

(e) Key management personnel includes only fees paid to the Company's Board of Directors shown under Director's Fee in the statements of income.

Commitments and Contingencies

In the ordinary course of business, the company may incur contingent liabilities and commitments such as guarantees and pending litigation arising from normal business transactions which are not shown in the accompanying financial statements. Management does not anticipate significant losses from these commitments and contingencies that would adversely affect the company's operations.

Economic Events

Management is continuously evaluating the current business climate and the impact of recent economic events on the present operations of the company. As the need arises, the company will recognize related effects in the ensuing financial statements.

Risk Factors

We assessed the financial risk exposure of the company and subsidiaries particularly on currency, interest, credit, market and liquidity risks. Except for interest rate risk, there are no changes that would materially affect the financial condition and results of operations of the company.

Risk Management of the company's credit risks, market risks, liquidity risks, and operational risks is an essential part of the Company's organizational structure and philosophy. The risk management process is essentially a top-down process that emanates from the Board of Directors. The Board approves the overall institutional tolerance for risk, including risk policies and risk Philosophy of the Company.

Plans for the Next Quarter

As an investment holding company, Dominion Holdings, Inc. is continuously on the lookout for business opportunities which will enhance shareholder value.

PART II--OTHER INFORMATION

Nothing to report.

Explanation for each information where disclosure of such is not applicable in our interim financial statements

ITEM 1-7

A. Explanatory comments about the seasonality or cyclicality of interim operations;

Interim financial reporting is not affected by seasonality or cyclicality, as the Company does not offer seasonal products or services.

B. The nature and amount of items affecting assets, liabilities, equity, net income, or cash flows that is unusual because of their nature, size, or incidents.

None.

C. The nature and amount of changes in estimates of amounts reported in prior interim periods of the current financial year or changes in estimates of amounts reported in prior financial years, if those changes have a material effect in the current interim period.

None.

D. Issuances, repurchases, repayments of debt and equity securities;

None.

E. Dividends paid (aggregate or per share) separately for ordinary shares and other shares.

None.

F. Segment revenue and segment result for business segments or geographical segments.

The Company already ceased its leasing and finance operations in October 2020.

G. Material events subsequent to the end of the interim period that have not been reflected in the financial statements for the interim period.

None.

H. The effect of changes in the composition of the issuer during the interim period, including business combination, acquisition or disposal of subsidiaries and long-term investments.

None.

I. Changes in contingent liabilities or contingent assets.

None.

J. Existence of material contingencies and any other events or transactions that are material to an understanding of the current interim period.

None

ITEM 2

Management's Discussion and Analysis (MDA) of Financial Condition and Results of Operations [(Part III, Par. (A)(2)(b)]

Discussion and analysis of material event/s and uncertainties known to management that would address the past and would have an impact on future operations of the following:

A. Any known trends, demands, commitments, events or uncertainties that will have a material impact on the issuer's liquidity.

None

B. Any events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation;

None

C. All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

None

D. Any material commitments for capital expenditure, the general purpose of such commitments and the expected sources of funds for such expenditures.

None

E. Any known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales / revenues / income from continuing operations.

Declining interest rates due to the continuing reduction in the BSP's policy rates may result in lower yields and could moderate returns from the Company's investment activities.

F. Any significant elements of income or loss that did not arise from the issuer's continuing operations.

None

G. Any seasonal aspects that had a material effect on the financial condition or results of operations.

None

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Issuer: **Dominion Holdings, Inc.**

By:

[redacted]

FREDERIC C. DYBUNCIO
President

[redacted]

FERNANDO A. RIMANDO
Treasurer

Attachment I

DOMINION HOLDINGS, INC.

Financial Ratios
March 31, 2026 and March 31, 2025
(Amounts in Millions of Philippine Pesos)

	2026	2025	2026	2025
I. Current/liquidity ratios				
Current ratio				
Total current assets	3,506.2	3,364.6	153.15	306.06
Total current liabilities	22.9	11.0		
Acid Test Ratio				
Quick assets	3,377.1	3,364.4	147.51	306.05
Total current liabilities	22.9	11.0		
II. Solvency ratios; debt-to-equity ratios				
Solvency ratio				
(After tax net profit + Depreciation)	26.9	36.5	1.17	3.32
Total liabilities	22.9	11.0		
Debt-to-equity ratio				
Total liabilities	22.9	11.0	0.01	0.00
Total equity	3,483.3	3,353.6		
III. Asset-to-equity ratio				
Asset-to-equity ratio				
Total assets	3,506.2	3,364.6	1.01	1.00
Total equity	3,483.3	3,353.6		
IV. Interest coverage ratio				
Interest coverage ratio				
Earnings before interest and taxes	34.0	46.0	-	-
Interest expense	-	-		
V. Profitability ratios				
Net profit margin				
Net Profit	26.9	36.5	75.89%	76.51%
Interest income + Other operating income	35.4	47.7		
Return on equity				
Net profit	26.9	36.5	3.14%	2.98%
Average equity	3,418.5	4,896.3		
Return on assets				
Net profit	26.9	36.5	3.13%	2.97%
Average assets	3,435.4	4,907.5		
VI. Others				

Total real estate investments to Assets				
Total investment properties	-	-	**0.00%**	0.00%
Total assets	**3,506.2**	**3,364.6**		
Loans to Assets				
Total loans and other receivables	-	-	**0.00%**	0.00%
Total assets	**3,506.2**	**3,364.6**		
DOSRI to Net worth				
Receivables from Directors, Officers, Stakeholders and Related Interests	-	-	**0.00%**	0.00%
Total equity	**3,483.3**	**3,353.6**		
Amount of receivable from a single corporation to Total receivables				
Loan to a single corporation	-	-	**0.00%**	0.00%
Total loans and other receivables	-	-		

ANNEX H

INTERIM FINANCIAL STATEMENTS
(SEC FORM 17-Q)
AS OF 30 JUNE 2026

COVER SHEET

							9	7	8	6	9

S.E.C. Registration Number

D	O	M	I	N	I	O	N		H	O	L	D	I	N	G	S	,		I	N	C	.							

(Company's Full Name)

N	O	.	1	2		A	D	B		A	V	E	.		O	R	T	I	G	A	S		C	E	N	T	E	R	,
M	A	N	D	A	L	U	Y	O	N	G		C	I	T	Y	,		P	H	I	L	I	P	P	I	N	E	S		

(Business Address : No. Street Company / Town / Province)

Elmer B. Serrano

Contact Person

(632)8888-0000 loc. 35761

Company Telephone Number

0	6

Month

3	0

Day

SEC FORM 17-Q

FORM TYPE

Any day in April

Month *Day*
Annual Meeting

Registered & Listed

Secondary License Type, If Applicable

MSRD

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

1	0	6	0																									

Total No. of Stockholders Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the quarterly period ended **June 30, 2026**

2. Commission identification number **097869**

3. BIR Tax Identification No. **000-486-050-000**

4. Exact name of issuer as specified in its charter **DOMINION HOLDINGS, INC.**

5. Province, country or other jurisdiction of incorporation or organization **Philippines**

6. Industry Classification Code: [ ] (SEC Use Only)

7. Address of issuer's principal office **No. 12 ADB Ave, Ortigas Center, Mandaluyong City** Postal Code **1555**

8. Issuer's telephone number, including area code **(632) 8888-0000**

9. Former name, former address and former fiscal year, if changed since last report **N/A**

10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

Title of each Class	Number of shares of common stock outstanding
Common Stock, P1.00 par value	**2,162,475,312**

11. Are any or all of the securities listed on a Stock Exchange?
Yes [**X**] No [ ]

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

Philippine Stock Exchange, Inc.	Common stock

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a) – 1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports)

Yes [**X**] No [ ]

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes [**X**] No [ ]

PART I--FINANCIAL INFORMATION

Item 1. FINANCIAL STATEMENTS

The financial statements of Dominion Holdings, Inc. are prepared and presented in accordance with Philippine Financial Reporting Framework.

The accounting policies and methods of computation used in the audited financial statements as of and for the year ended December 31, 2025 were consistently applied in the interim financial reports.

Adoption of New Interpretations, Revisions and Amendments to PFRS

There are new standards and amendments to existing standards effective for annual periods subsequent to 2025, which are adopted by the FSRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and none of these are expected to have significant impact on the Company's financial statements:

a) PFRS 18, Presentation and Disclosure in Financial Statements (effective from January 1, 2027). The new standard impacts the classification of profit or loss items (i.e., into operating, investing and financing categories) and the presentation of subtotals in the statement of profit or loss (i.e., operating profit and profit before financing and income taxes). The new standard also changes the aggregation and disaggregation of information presented in the primary financial statements and in the notes. It also introduces required disclosures about management-defined performance measures. The amendments, however, do not affect how an entity recognizes and measures its financial condition, financial performance and cash flows.

DOMINION HOLDINGS, INC.
Statements of Financial Condition

STATEMENTS OF FINANCIAL POSITION

		June 30, 2026	December 31, 2025	June 30, 2025
ASSETS				
Cash and Cash Equivalents	B1	**2,269,061,545**	**3,327,203,511**	**3,271,817,995**
Money Market Placement - net	B2	**1,061,382,264**	**25,200,904**	**-**
Advances & Other Assets - net	B4	**166,209,429**	**127,448,774**	**127,670,098**
		3,496,653,238	**3,479,853,189**	**3,399,488,093**
LIABILITIES AND STOCKHOLDERS' EQUITY				
Accounts Payable, and Other Liabilities	B5	**22,829,814**	**23,404,740**	**10,779,588**
		22,829,814	**23,404,740**	**10,779,588**
Stockholders' Equity				
Capital Stock	B7	**2,225,169,030**	**2,225,169,030**	**2,225,169,030**
Additional Paid-in Capital	B8	**571,095,676**	**571,095,676**	**571,095,676**
Treasury Stock	B9	**(81,776,628)**	**(81,776,628)**	**(81,776,628)**
Net Unrealized Fair Value Gains on Financial Asset at FVOCI	B10			**-**
Retained Earnings	B11	**759,335,346**	**741,960,371**	**674,220,427**
		3,473,823,424	**3,456,448,449**	**3,388,708,505**
		3,496,653,238	**3,479,853,189**	**3,399,488,093**

DOMINION HOLDINGS, INC.
Statements of Income

		For the Six Months Ended		For the Three Months Ended	
		June 30,	June 30,	June 30,	June 30,
		2026	2025	2026	2025
INCOME					
Interest income	I1	67,027,734	93,902,770	31,618,595	46,201,416
		67,027,734	93,902,770	31,618,595	46,201,416
EXPENSES					
Trust fees	I3	1,414,933	1,578,494	615,018	1,051,462
Directors' fee	I4	106,667	346,667	-	213,334
Professional Fees	I10	157,660	666,955	-	76,160
Service Fees	I11	406,000	492,150	160,000	246,150
Taxes and licenses	I5	121,601	199,314	-	66,459
Impairment and credit losses	I6	17,707	141,092	(2,718)	110,220
Other Expenses	I8	8,125	74,387	5,330	72,187
		2,232,693	3,499,059	777,630	1,835,972
INCOME BEFORE INCOME TAX		64,795,041	90,403,711	30,840,965	44,365,444
PROVISION FOR INCOME TAX	I9	13,405,547	18,780,554	6,323,719	9,240,283
				-	-
NET INCOME		51,389,494	71,623,157	24,517,246	35,125,161
BASIC EARNINGS PER SHARE**		0.02	0.03	0.01	0.02
DILUTED EARNINGS PER SHARE**		0.02	0.03	0.01	0.02

** NET INCOME DIVIDED BY THE TOTAL NUMBER OF OUTSTANDING SHARES AS OF CUT-OFF DATE:

NET INCOME	51,389,494	71,623,157	51,389,494	71,623,157
DIVIDED BY OUTSTANDING SHARES	2,162,475,312	2,162,475,312	2,162,475,312	2,162,475,312
EPS(Basic and Diluted)	0.02	0.03	0.02	0.03

DOMINION HOLDINGS, INC.
Statements of Comprehensive Income

For the period ended	June 30, 2026	June 30, 2025
NET INCOME	51,389,494	71,623,157
OTHER COMPREHENSIVE INCOME		
TOTAL COMPREHENSIVE INCOME	51,389,494	71,623,157

DOMINION HOLDINGS, INC.
Statements of Changes in Stockholders' Equity

For the period ended June 30, 2026 and June 30, 2025

	Capital Stock	Additional Paid-in Capital	Treasury Shares, at Cost	Retained Earnings	Net Equity
	Preferred - P100 par value Authorized and unissued - 200,000 shares Common - P1 par value Authorized - 3,400,000,000 shares Issued - 2,225,169,030 shares		62,693,718 shares		
Balance as of January 1, 2026	2,225,169,030	571,095,676	(81,776,628)	768,832,619	3,422,433,930
Total Comprehensive Income	-	-	-	51,389,494	51,389,494
Cash Dividend Declaration	-	-	-	-	-
Balance as of June 30, 2026	**2,225,169,030**	**571,095,676**	**(81,776,628)**	**820,222,113**	**3,473,823,424**
Balance as of January 1, 2025	2,225,169,030	571,095,676	(81,776,628)	602,597,270	3,317,085,348
Total Comprehensive Income	-	-	-	71,623,157	71,623,157
Cash Dividend Declaration	-	-	-	-	-
Balance as of June 30, 2025	**2,225,169,030**	**571,095,676**	**(81,776,628)**	**674,220,427**	**3,388,708,505**

DOMINION HOLDINGS, INC.
Statements of Cash Flows

For the period ended		June 30, 2026		June 2025
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax	P	64,795,041	P	90,403,711
Adjustments for:				
Interests and discounts	(	67,027,734)	(	93,902,770)
Impairment and credit losses		17,707		141,092
Operating profit (loss) before changes in operating assets and liabilities	(	2,214,986)	(	3,357,967)
Decrease in money-market placements			(	191,540)
Increase (decrease) in other assets	(	1,760,655)		
Increase (decrease) in accounts payable and other liabilities	(	574,926)		156
Cash generated (used in) operations	(	4,550,567)	(	3,549,351)
Interest received		21,577,816		93,761,678
Cash paid for final taxes	(	13,405,547)	(	18,780,554)
Cash From Operating Activities		3,621,702		71,431,773
CASH FLOWS FROM INVESTING ACTIVITIES				
Proceeds from redemption of FVOCI				-
Placement in short-term placements	(	1,061,763,668)		-
Cash From Investing Activities	(	1,061,763,668)		-
NET INCREASE IN CASH AND CASH EQUIVALENTS	(	1,058,141,966)		71,431,773
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		3,327,203,511		3,200,386,222
CASH AND CASH EQUIVALENTS AT END OF YEAR	**P**	**2,269,061,545**	**P**	**3,271,817,995**

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

June 30, 2026 Compared to June 30, 2025

For the period ended June 30, 2026, the Company recorded net income of Php51.4 million, primarily attributable to interest income earned on time deposits. This represents a 28% decrease from the Php71.6 million net income reported for the corresponding period ended June 30, 2025.

The decrease in net income was primarily attributable to lower interest income from time deposits during the period. The decline in interest income was primarily affected by the lower level of funds available for investment following the distribution of cash dividends in prior periods.

As of June 30, 2026, the Company's total assets increased by 2.89% to approximately Php3.5 billion, compared with approximately Php3.4 billion as of June 30, 2025. Total liabilities amounted to Php22.9 million, while stockholders' equity amounted to approximately Php3.5 billion, compared with approximately Php3.4 billion as of June 30, 2025.

June 30, 2025 Compared to June 30, 2024

For the period ended June 30, 2025, the Company recorded net income of Php71.6 million, primarily attributable to interest income earned on time deposits. This represents a 47% decrease from the Php135.5 million net income reported for the corresponding period ended June 30, 2024.

The decrease in net income was primarily attributable to the reduction in funds available for investment following the declaration of Php3.2 billion in cash dividends in May 2024, which resulted in lower balances available for placement in interest-earning instruments. Consequently, interest income from time deposits decreased during the period.

Despite the decrease in net income, the Company remained profitable during the period, with interest income from time deposits continuing to be the primary source of earnings.

As of June 30, 2025, total liabilities amounted to Php12.0 million.

Stockholders' equity increased from approximately Php3.4 billion as of June 30, 2024 to approximately Php3.5 billion as of June 30, 2025.

The Company's five (5) key performance indicators are as follows:

	June 30, 2026	June 30, 2025	June 30, 2024
Current Ratio	153.15 : 1	315.36 : 1	311.40 : 1
Quick Asset Ratio	147.51 : 1	315.34 : 1	311.34 : 1
Debt to Equity Ratio	0.01 : 1	0.00 : 1	0.00 : 1
Net Profit Margin	75.89%	76.27%	82.23%
Return on Equity	3.14%	4.32%	5.66%

Formulas used:

Current ratio = Current Assets over Current Liabilities
Quick assets ratio = Quick assets over Current Liabilities
Debt to equity = Total Liabilities over Total Stockholders' Equity
Net profit margin = Net income over Gross Revenues
Return on Ave. equity = Annualized Net income over Ave. Stockholders' Equity

Related Party Transactions
(Amounts in Philippine Pesos)

On March 16, 2026, BDO Unibank, Inc. (**BDO Unibank**) completed its transaction with Monte Sur Equity Holdings, Inc. for the sale of 1,513,732,718 shares translating to 70.00% of Dominion Holdings, Inc. (the **Transaction**). With the sale, the Company ceased to be a subsidiary of BDO Unibank.

Prior to the Transaction, the Company's related parties were BDO Unibank, BDO Trust and Investment Group (BDO TIG), BDO Finance Corporation (BDOFC).

The summary of the Company's significant transactions with its related parties as of June 30, 2026, December 31, 2025 and June 30, 2025 is as follows:

			Amount of Transactions			
Related Party Category	Notes		**June 30, 2026**	**December 31, 2025**	**June 30,**	**2025**
Ultimate Parent Company (BDO Unibank)						
Interest income on short-term placements	(a)	**P**	**2,111,913**	19,415,723		-
Intest income on savings and demand deposits	(a)		**6,731**	4,041		754
Service fees	(b)		**406,000**	480,250		240,150
UITF placement						
UITF redemption						
Realized fair value gains						
Trust fees	(c)		**799,915**	3,237,683		1,578,494
Related party under common ownership (BDOFC)						
Management fees	(d)		**126,000**	504,000		252,000
Others						
Director's Fee	(e)		**-**	1,916,667		346,667
Advances & Other Assets	(e)		**37,000,000**			

			Outstanding Balances			
Related Party Category	Notes		**June 30, 2026**	**December 31, 2025**	**June 30,**	**2025**
Ultimate parent company (BDO Unibank)						
Short-term placements	(a)	**P**	**512,000,513**	**-**		**-**
Short-term investments	(a)					**-**
Savings and demand deposits	(a)		**52,035,393**	3,145,715		2,503,400
Accrued interest receivables on short-term placements	(a)		**611,740**	-		-
Accrued interest receivables on short-term investments	(a)					-
Advances & Other Assets	(e)		**37,000,000**			

(a) The Company maintains savings accounts with BDO Unibank, which are reported under Cash and Cash Equivalents in the statements of financial position as of June 30, 2026, December 31, 2025, and June 30, 2025. The savings deposits earned interest at applicable annual rates during the respective reporting periods.

Short-term placements earned an effective interest rate of 4.625% as of June 30, 2026 and 5.375% as of December 31, 2025. No interest-earning placements were outstanding as of June 30, 2025.

(b) The Company entered into an agreement with BDO Unibank for stock transfer services. Service fees paid by the Company to BDO Unibank are recognized as Miscellaneous Expenses in the statements of income. There were no outstanding receivables or payables arising from these transactions as of June 30, 2026, December 31, 2025, and June 30, 2025.

(c) In April 2023, the Company entered into an investment management agreement with BDO Trust and Investment Group (BDO-TIG) for services related to the management of the Company's funds. Fees paid by the Company to BDO-TIG are recognized as Trust Fees in the statements of income. There were no outstanding receivables or payables arising from these transactions as of June 30, 2026, December 31, 2025, and June 30, 2025.

(d) In May 2023, the Company entered into a service level agreement with BDO Finance Corporation (BDOFC), under which BDOFC provides certain services to the Company. Service fees paid by the Company to BDOFC are recognized as Management Fees in the statements of income. There were no outstanding receivables or payables arising from these transactions as of June 30, 2026, December 31, 2025, and June 30, 2025.

(e) Key management personnel compensation consists solely of fees paid to the Company's Board of Directors, which are recognized as Directors' Fees in the statements of income. As of June 30, 2026, the Company had Php37.0 million in outstanding advances, all of which were current and not past due.

Commitments and Contingencies

In the ordinary course of business, the company may incur contingent liabilities and commitments such as guarantees and pending litigation arising from normal business transactions which are not shown in the accompanying financial statements. Management does not anticipate significant losses from these commitments and contingencies that would adversely affect the company's operations.

Economic Events

Management is continuously evaluating the current business climate and the impact of recent economic events on the present operations of the company. As the need arises, the company will recognize related effects in the ensuing financial statements.

Risk Factors

We assessed the financial risk exposure of the company and subsidiaries particularly on currency, interest, credit, market and liquidity risks. Except for interest rate risk, there are no changes that would materially affect the financial condition and results of operations of the company.

Risk Management of the company's credit risks, market risks, liquidity risks, and operational risks is an essential part of the Company's organizational structure and philosophy. The risk management process is essentially a top-down process that emanates from the Board of Directors. The Board approves the overall institutional tolerance for risk, including risk policies and risk Philosophy of the Company.

Plans for the Next Quarter

As an investment holding company, Dominion Holdings, Inc. is continuously on the lookout for business opportunities which will enhance shareholder value.

PART II--OTHER INFORMATION

Nothing to report.

Explanation for each information where disclosure of such is not applicable in our interim financial statements

ITEM 1-7

A. Explanatory comments about the seasonality or cyclicality of interim operations.

Interim financial reporting is not affected by seasonality or cyclicality, as the Company does not offer seasonal products or services.

B. The nature and amount of items affecting assets, liabilities, equity, net income, or cash flows that is unusual because of their nature, size, or incidents.

None.

C. The nature and amount of changes in estimates of amounts reported in prior interim periods of the current financial year or changes in estimates of amounts reported in prior financial years, if those changes have a material effect in the current interim period.

None.

D. Issuances, repurchases, repayments of debt and equity securities.

None.

E. Dividends paid (aggregate or per share) separately for ordinary shares and other shares.

None.

F. Segment revenue and segment result for business segments or geographical segments.

The Company already ceased its leasing and finance operations in October 2020.

G. Material events subsequent to the end of the interim period that have not been reflected in the financial statements for the interim period.

As disclosed, the Company signed a deed of assignment on 07 August 2026 for the acquisition of subscription rights to 727,200,292 common shares representing approximately 20.43% of Atlas Consolidated Mining and Development Corporation (PSE: AT) (Atlas), from Anglo Philippine Holdings Corporation (PSE: APO) (Anglo).

In 2017, Anglo paid twenty-five percent (25%) of the subscription price amounting to Php797,047,880.05.

Atlas is a public company listed with the Philippine Stock Exchange which, through its operating subsidiary Carmen Copper Corporation (CCC), is engaged in metallic mining and mineral development. CCC is the operator of Atlas' copper mines in the City of Toledo, Province of Cebu, which primarily produces and exports copper metal in concentrate and the principal by-products of copper mining and processing: gold and silver. It is also pursuing the development and

commercial production of other marketable by-products such as pyrite, magnetite and molybdenum.

H. The effect of changes in the composition of the issuer during the interim period, including business combination, acquisition or disposal of subsidiaries and long-term investments.

None.

I. Changes in contingent liabilities or contingent assets.

None.

J. Existence of material contingencies and any other events or transactions that are material to an understanding of the current interim period.

None.

ITEM 2

Management's Discussion and Analysis (MDA) of Financial Condition and Results of Operations [(Part III, Par. (A)(2)(b)]

Discussion and analysis of material event/s and uncertainties known to management that would address the past and would have an impact on future operations of the following:

A. Any known trends, demands, commitments, events or uncertainties that will have a material impact on the issuer's liquidity.

As disclosed, the Company signed a deed of assignment on 07 August 2026 for the acquisition of subscription rights to 727,200,292 common shares representing approximately 20.43% of Atlas, from Anglo.

In 2017, Anglo paid twenty-five percent (25%) of the subscription price amounting to Php797,047,880.05.

Atlas is a public company listed with the Philippine Stock Exchange which, through its operating subsidiary Carmen Copper Corporation (CCC), is engaged in metallic mining and mineral development. CCC is the operator of Atlas' copper mines in the City of Toledo, Province of Cebu, which primarily produces and exports copper metal in concentrate and the principal by-products of copper mining and processing: gold and silver. It is also pursuing the development and commercial production of other marketable by-products such as pyrite, magnetite and molybdenum.

B. Any events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation;

Please see Item A above.

C. All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

None.

D. Any material commitments for capital expenditure, the general purpose of such commitments and the expected sources of funds for such expenditures.

None.

E. Any known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales / revenues / income from continuing operations.

None.

F. Any significant elements of income or loss that did not arise from the issuer's continuing operations.

None.

G. Any seasonal aspects that had a material effect on the financial condition or results of operations.

None.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Issuer: **Dominion Holdings, Inc.**

By:

[redacted]

FREDERIC C. DYBUNCIO

[redacted]

FERNANDO A. RIMANDO
Treasurer

Attachment I

DOMINION HOLDINGS, INC.

Financial Ratios
June 30, 2026 and June 30, 2025
(Amounts in Millions of Philippine Pesos)

	2026	2025	2026	2025
I. Current/liquidity ratios				
Current ratio				
Total current assets	3,496.7	3,399.5	153.16	315.36
Total current liabilities	22.8	10.8		
Acid Test Ratio				
Quick assets	3,496.7	3,399.5	153.16	315.36
Total current liabilities	22.8	10.8		
II. Solvency ratios; debt-to-equity ratios				
Solvency ratio				
(After tax net profit + Depreciation)	51.4	71.6	2.25	6.64
Total liabilities	22.8	10.8		
Debt-to-equity ratio				
Total liabilities	22.8	10.8	0.01	0.00
Total equity	3,473.8	3,388.7		
III. Asset-to-equity ratio				
Asset-to-equity ratio				
Total assets	3,496.7	3,399.5	1.01	1.00
Total equity	3,473.8	3,388.7		
IV. Interest coverage ratio				
Interest coverage ratio				
Earnings before interest and taxes	64.8	90.4	-	-
Interest expense	-	-		
V. Profitability ratios				
Net profit margin				
Net Profit	51.4	71.6	76.67%	76.27%
Interest income + Other operating income	67.0	93.9		
Return on equity				
Net profit	51.4	71.6	5.92%	8.35%
Average equity	3,473.8	3,431.3		
Return on assets				
Net profit	51.4	71.6	5.88%	8.31%
Average assets	3,496.7	3,448.1		
VI. Others				

Total real estate investments to Assets				
Total investment properties	-	-	0.00%	0.00%
Total assets	**3,496.7**	**3,399.5**		
Loans to Assets				
Total loans and other receivables	-	-	0.00%	0.00%
Total assets	**3,496.7**	**3,399.5**		
DOSRI to Net worth				
Receivables from Directors, Officers, Stakeholders and Related Interests	-	-	0.00%	0.00%
Total equity	**3,473.8**	**3,388.7**		
Amount of receivable from a single corporation to Total receivables				
Loan to a single corporation	-	-	0.00%	0.00%
Total loans and other receivables	-	-		

ANNEX I

MINUTES OF THE 2025 ANNUAL SHAREHOLDERS' MEETING OF DHI

MINUTES OF THE
ANNUAL MEETING OF STOCKHOLDERS OF

DOMINION HOLDINGS, INC.
(FORMERLY BDO LEASING AND FINANCE, INC.)

HELD ON APRIL 11, 2025, FRIDAY, AT 3:00 P.M.
(VIA REMOTE COMMUNICATION)

NUMBER OF SHARES HELD BY SHAREHOLDERS:

Number of Total Outstanding Shares	-	2,162,475,312
Present In Person or Represented By Proxy, and Participant Brokers	-	1,914,712,207
Percentage of the Total Shares Represented By Proxies & In-Person	-	88.5%
List of Shareholders Present	-	See Annex A

DIRECTORS PRESENT:

Atty. Elmer B. Serrano	Chairman
Mr. John Emmanuel M. Lizares	President
Atty. Luis Ma. G. Uranza	Lead Independent Director
Mr. Ismael G. Estela, Jr.	Independent Director
Mr. Luis S. Reyes, Jr.	Director
Ms. Melanie S. Belen	Director
Ms. Geneva T. Gloria	Director
Mr. Lazaro Jerome C. Guevara	Director
Ms. Rebecca S. Torres	Director

OFFICERS PRESENT:

Atty. Joseph Jason M. Natividad	Corporate Secretary
Atty. Ma. Cecilia S. Santos	Assistant Corporate Secretary
Mr. Cosme S. Trinidad, Jr.	Compliance Officer/Corporate Governance Officer/ Chief Risk Officer/Information Security Officer/ Data Protection Officer/Social and Environment Management Systems Officer
Atty. Tephanie M. Gandia	Chief Information Officer

OTHERS PRESENT:

Mr. Yusoph A. Maute	Engagement Partner, P&A Grant Thornton
Mr. Gene Alvaro	Engagement Manager, P&A Grant Thornton
Ms. Andrea Rose H. Santiano	Engagement Senior, P&A Grant Thornton
Mr. Roland Raymund P. Rojas	Securities Services Unit - Trust & Investments Group, BDO Unibank, Inc.

I. Call to Order

Atty. Elmer B. Serrano, Chairman of the Board, called the Annual Stockholders' Meeting of Dominion Holdings, Inc. (**DHI** or the **Corporation**) to order at 3:00 in the afternoon. On behalf of the Board and Management, he welcomed stockholders and guests, all participating via remote communication (Zoom).

Atty. Joseph Jason M. Natividad, Corporate Secretary, recorded the minutes of the meeting.

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II. Certification of Notice and Quorum

The Chairman requested the Corporate Secretary to certify to the sending of notice and existence of quorum.

The Corporate Secretary certified that notice of the meeting together with the Definitive Information Statement and the Corporation's "Guidelines for Participation via Remote Communication and Voting in Absentia", were uploaded via PSE EDGE on March 17, 2025, and posted on the Corporation's website beginning March 17, 2025, in compliance with the rules issued by the Securities and Exchange Commission (**SEC**). In addition, the notice was published in the Business sections of the Philippine Daily Inquirer and Philippine Star on March 17 and 18, 2025, both in print and online formats.

The Corporate Secretary further certified that based on the record of attendance, stockholders holding a total of 1,914,712,207 shares, equivalent to 88.5% of the total outstanding shares of the Corporation, were present or represented at the meeting. He then certified that there was a quorum present for the transaction of business by the stockholders.

The Corporate Secretary likewise informed stockholders that Punongbayan & Araullo, Grant Thornton (**P&A**) had been engaged as third-party tabulator of votes cast for the meeting and that P&A's representatives are also in attendance. He also informed participants that the meeting will be recorded in accordance with SEC rules.

The voting procedures used in the meeting are as described in the Guidelines for Participating via Remote Communication and Voting in Absentia appended to the Definitive Information Statement of the Company issued in relation to this meeting. The voting tabulation was conducted by the Office of the Corporate Secretary and validated P&A as the third-party tabulator.

III. Approval of the Minutes of the Annual Stockholders' Meeting held on April 12, 2024

The next item in the agenda was the reading and approval of the minutes of the last Annual Stockholders' Meeting held on April 12, 2024. The Corporate Secretary confirmed that copies of the Minutes were included in the Definitive Information Statement provided to stockholders prior to the meeting and were posted on the Corporation's website soon after the meeting's adjournment last year.

The Corporate Secretary stated for the record that unqualified votes cast for each item for approval shall be counted in favor of the matter under consideration.

He then announced that shareholders representing 88.5% of the total issued outstanding capital stock of the Corporation voted in favor of the approval of the minutes. Below is the tabulation of votes:

Total Outstanding Shares	Total Votes Cast	Votes in favor	Votes against	Abstentions
2,162,475,312	1,914,712,207	1,914,712,207 (88.5%)	0	0

With the above voting results, the following resolution was passed and adopted:

Stockholders' Resolution No. 2025-01

RESOLVED, That the Stockholders of Dominion Holdings, Inc. approves the minutes of the Annual Stockholders' Meeting held on April 12, 2024.

The Chairman of the meeting reminded the Corporate Secretary to ensure that the minutes of the meeting reflect the tabulation of all votes cast, including proxies that have cast their votes for all other matters presented for stockholder approval and to note those who have chosen to abstain, or to vote against, each matter for approval.

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IV. President's Report and Approval of the Audited Financial Statements of the Corporation as of December 31, 2024

The Chairman then gave the floor to the President, Mr. John Emmanuel M. Lizares, for the 2025 President's Report.

Mr. Lizares, President, reported as follows:

"Dominion Holdings, Inc. (formerly BDO Leading & Finance, Inc.) posted net earnings of Php202 Million in 2024 as against Php277 Million in 2023.

The lower income is attributed to reduced funds available for investment, following the declaration of Php3.2 billion in cash dividends in May 2024.

The cash dividend payment resulted in a lower asset base of Php3.3 Billion. Total liabilities stood at Php10.8 Million while Stockholder's Equity declined to Php3.3 billion.

For the next 12 months, DHI will continue to invest its financial assets in money market placements, debt securities and other short term but high yielding instruments."

The Chairman thanked Mr. Lizares and requested the Corporate Secretary to announce the voting results.

The Corporate Secretary stated that shareholders representing 88.5% of the total issued outstanding capital stock of the Corporation voted in favor of the approval of the President's Report and 2024 Audited Financial Statements. Below is the tabulation of votes:

Total Outstanding Shares	Total Votes Cast	Votes in favor	Votes against	Abstentions
2,162,475,312	1,914,712,207	1,914,712,207 (88.5%)	0	0

With the above votes in favor of approval, the following resolution was passed and adopted:

Stockholders' Resolution No. 2025-02

.

RESOLVED, That the Stockholders of Dominion Holdings, Inc. (the **Corporation**) approves the President's Report and the 2024 Audited Financial Statements of the Corporation.

V. Approval and Ratification of All Acts and Proceedings of the Board of Directors, the Board Committees and Management during their Respective Terms of Office

The next item in the agenda is the ratification of all acts and resolutions made and adopted by the Board of Directors, the Board Committees, and carried out by Management during their term, or from the date of the last annual stockholders' meeting up to this meeting. The Corporate Secretary discussed that the summary of these acts is found in the published Definitive Information Statement for the meeting.

The Corporate Secretary announced that shareholders representing 88.5% of the total issued outstanding capital stock of the Corporation voted in favor of the ratification. Below is the tabulation of votes:

Total Outstanding Shares	Total Votes Cast	Votes in favor	Votes against	Abstentions
2,162,475,312	1,914,712,207	1,914,712,207 (88.5%)	0	0

With the above voting results, the following resolution was passed and adopted:

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Stockholders' Resolution No. 2025-03

RESOLVED, That all the acts of the Board of Directors, Board Committees and Management of Dominion Holdings, Inc. during their term or from the date of the last annual stockholders' meeting up to this meeting are ratified and confirmed.

VI. Election of the Board of Directors for 2025-2026

The next item on the agenda was the election of Directors for 2025-2026. The Chairman requested the Nominations Committee Chairman, Atty. Luis Ma. G. Uranza, to read the names of the nominees. Atty. Uranza discussed that the Nominations Committee has pre-screened and short-listed candidates qualified to be elected to the Board of Directors. He then announced the names of the following nominees to the Board for 2025-2026:

Nominees for Regular Directors

1. Ms. Melanie S. Belen
2. Ms. Geneva T. Gloria
3. Mr. Lazaro Jerome C. Guevarra
4. Mr. John Emmanuel M. Lizares
5. Mr. Luis S. Reyes, Jr.
6. Atty. Elmer B. Serrano
7. Ms. Rebecca S. Torres.

For Independent Directors:

1. Atty. Luis Ma. G. Uranza
2. Mr. Ismael G. Estela, Jr.

The Corporate Secretary then presented the votes received by each of the nominees:

Nominees	Total Outstanding Shares	Votes Received
Melanie S. Belen	2,162,475,312	1,914,712,207
Geneva T. Gloria	2,162,475,312	1,914,712,207
Lazaro Jerome C. Guevarra	2,162,475,312	1,914,712,207
John Emmanuel M. Lizares	2,162,475,312	1,914,712,207
Luis S. Reyes, Jr.	2,162,475,312	1,914,712,207
Elmer B. Serrano	2,162,475,312	1,914,712,207
Rebecca S. Torres	2,162,475,312	1,914,712,207
Ismael G. Estela, Jr.	2,162,475,312	1,914,712,207
Luis Ma. G. Uranza	2,162,475,312	1,914,712,207

The Corporate Secretary explained that, with the votes received, all nominees have obtained sufficient votes for election. The following resolution was thus passed and adopted:

Stockholders' Resolution No. 2025-04

RESOLVED, That the following are hereby elected Directors of Dominion Holdings, Inc. for a period of one (1) year, and to act as such until their successors are duly elected and qualified:

Regular Directors:

1. Mr. Luis S. Reyes, Jr.
2. Mr. Lazaro Jerome C. Guevarra
3. Mr. John Emmanuel M. Lizares
4. Ms. Geneva T. Gloria
5. Ms. Melanie S. Belen
6. Atty. Elmer B. Serrano
7. Ms. Rebecca S. Torres

DRAFT

Independent Directors:

1. Atty. Luis Ma. G. Uranza, and
2. Mr. Ismael G. Estela, Jr.

The Chairman congratulated the newly-elected members of the Board.

VII. Appointment of External Auditor

The next item in the agenda was the appointment of the external auditor of the Corporation for 2025.

The Chairman requested the Corporate Secretary to briefly discuss the matter. The Corporate Secretary informed the stockholders that the Audit Committee pre-screened and processed nominations for external auditor, and recommended the appointment of P&A as external auditor for 2025, as confirmed by the Board.

The Corporate Secretary then announced that shareholders representing 88.5% of the total issued outstanding capital stock of the Corporation voted in favor of the appointment of P&A. Below is the tabulation of votes:

Total Outstanding Shares	Total Votes Cast	Votes in favor	Votes against	Abstentions
2,162,475,312	1,914,712,207	1,914,712,207 (88.5%)	0	0

With the above votes in favor of approval, the following resolution was passed and adopted:

Stockholders' Resolution No. 2025-05

RESOLVED, That the Stockholders of Dominion Holdings, Inc. (the **Corporation**) approves the appointment of Punongbayan & Araullo, Grant Thornton as the external auditor of the Corporation for 2025.

VIII. Open Forum / Other Matters

The Chairman asked if there are other items in the agenda.

The Corporate Secretary announced that shareholders were given the opportunity to raise their questions and comments in advance via email and through chatbox during this meeting, in accordance with the Guidelines for Participating via Remote Communication and Voting *in Absentia* appended to the published Definitive Information Statement.

The Corporate Secretary reported that the Corporation did not receive any questions via email or the chatbox. He advised that nevertheless, should the Corporation receive any questions later on through email, the Corporation shall endeavor to respond to these questions.

IX. Adjournment

There being no further business to transact, the meeting was thereupon adjourned at 3:30 in the afternoon.

[redacted]

JOSEPH JASON M. NATIVIDAD
CORPORATE SECRETARY

ATTESTED:

ELMER B. SERRANO
CHAIRMAN

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Annex A

LIST OF STOCKHOLDERS PRESENT AND REPRESENTED[1]

BDO Unibank, Inc.
BDO Capital & Investment Corporation
Elmer B. Serrano
John Emmanuel M. Lizares
Luis Ma. G. Uranza
Ismael G. Estela, Jr.
Luis S. Reyes, Jr.
Melanie S. Belen
Geneva T. Gloria
Lazaro Jerome C. Guevara
Rebecca S. Torres

DRAFT

[1] In compliance with SEC Memorandum Circular No. 11 s. 2024.