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June 29, 2026

INSURANCE COMMISSION
1071 United Nations Ave.,
City of Manila

ATTENTION: **ATTY. REYNALDO A. REGALADO**
Commissioner

Dear Sir,

We are submitting herewith the Annual Corporate Governance Report of Cityplans, Incorporated for the Year 2025. We hope that you will find everything in order.

Thank you very much.

Very truly yours,

JEFFERSON C. ROXAS
President

Jocelyn C. de Asis

JOCELYN C. DE ASIS
Corporate Secretary

INSURANCE COMMISSION
ADMINISTRATIVE DIVISION
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Administrative Division
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3F CITYLAND 10 TOWER 2, 154 H.V. DELA COSTA ST., SALCEDO VILLAGE, MAKATI 1226
P.O. BOX 5000 MAKATI 1290 TELEPHONE NUMBERS 8893-6060 loc. 327 / 8819-1111 FAX NUMBERS 8892-8656 / 8813-1832
cityplans_inc@yahoo.com

ANNUAL CORPORATE GOVERNANCE REPORT OF

CITYPLANS, INCORPORATED
(Name of Company)

1. For the fiscal year ended December 31, 2025

2. Certificate Authority Number PN-13-2026-R

3. Metro Manila, Philippines
   Province, Country or other jurisdiction of incorporation or organization

4. 3/F Cityland Condo. 10 Tower 2, 154 H.V. Dela Costa St., Salcedo Village
   Makati City 1226
   Address of principal office Postal Code

5. (02) 8819-1111 / (02) 8893-6060 loc. 327
   Company's telephone number, including area code

6. www.cityplansinc.com
   Company's official website

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

ANNUAL CORPORATE GOVERNANCE REPORT			
The Board's Governance Responsibilities	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
Principle 1: The company should be headed by a competent, working board to foster the long- term success and sustainability of the corporation in a mannerconsistent with its corporate objectives and the long- term best interests of its shareholders and other stakeholders.			
1. Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.	Compliant	Provide information or link/reference to a document containing information on the following: 1. Academic qualifications, industry knowledge, professional experience, expertise and relevant training of directors 2. Qualification standards for directors to facilitate the selection of potential nominees and to serve as benchmark of the evaluation of its performance. The Board is composed of directors with collective working knowledge, experience or expertise relevant to the Company's industry/sector. Reference: • By-Laws (Amended September 2014) Article II. The Board of Directors 1. Qualifications and Election, Page 1 • Corporate Governance Seminar with Certification from the Training Provider • Manual on Corporate Governance (Revised June 2021) Article III: Board's Governance Responsibilities 1. Board of Directors, Page 3 & 4 http://www.cityplansinc.com	
2. Board has an appropriate mix of competence and expertise.	Compliant		
3. Directors remain qualified for their positions individually and collectively to enable them tofulfill their roles and responsibilities and respond to the needs of the organization.	Compliant		

Recommendation 1.			
1. Board is composed of a majority of non-executive directors.	Non-Compliant	Identify or provide link/ reference to document identifying the directors and the type of directorships.	The Board is composed of six (6) directors, two (2) of whom are Independent Directors, four (4) are Executive Directors. Even though the Board is not composed by majority of non-executive directors, the Company believes that the current set-up is deemed reasonable and practical considering the nature, size and complexity of the Company's operations. Reference: • Cityplans Incorporated Website About > List of Board of Directors and Officers • Amended General Information Sheet 2025 http://www.cityplansinc.com
Recommendation 1.3			
1. Company provides in its Board Charter or Manual on Corporate Governance a policy on training of directors.	Compliant	Provide link or reference to the company's Board Charter or Manual on Corporate Governance relating to its policy on training of directors. The Directors attend an annual corporate governance training. The Certificates are uploaded on the Company's website. Reference: • Manual on Corporate Governance (Revised June 2021) Article III: Board's Governance Responsibilities 1. Board of Directors, Training of first time Directors Page 4 http://www.cityplansinc.com	

2. Company provides in its Board Charter or Manual on Corporate Governance an orientation program for first time directors.	Compliant	Provide information or link/reference to a document containing information on the orientation program and trainings of directors for the previous year, including the number of hours attended and topics covered. The Company's directors yearly attend corporate governance seminars conducted by an accredited training provider. Reference: • Manual on Corporate Governance (Revised June 2021) Article III: Board's Governance Responsibilities 1. Board of Directors, 1.1 Training of first-time Directors, Page 4 • Corporate Governance Seminar with Certification from the Training Provider http://www.cityplansinc.com	
3. Company has relevant annual continuing training for all directors.	Compliant		
Recommendation 1.4			
1. Board has a policy on board diversity.	Compliant	Provide information on or link/reference to a document containing information on the company's board diversity policy. The Company encourages the Board diversity in the selection of directors. For the year 2025, the following is the composition of the Board:	

		Gender Quantity Percentage Male 4 66.67% Female 2 33.33% Total 6 100.00% Reference: • Manual on Corporate Governance (Revised June 2021) Article III: Board's Governance Responsibilities 1. Board of Directors, 1.2 Board Diversity, Page 4 http://www.cityplansinc.com	
Recommendation 1.5			
1. Board is assisted in its duties by a Corporate Secretary.	Compliant	Provide information on or link/reference to a document containing information on the Corporate Secretary, including his/her name, qualifications, duties and functions. The Board is assisted by a Corporate Secretary and a Compliance Officer. The Corporate Secretary is a separate individual from the Compliance Officer. The Company's Corporate Secretary is Ms. Jocelyn C. De Asis. The Compliance Officer is Atty. Albert Anthony H. Ocampo. The Corporate Secretary is not a member of the Board of Directors. **Reference:** • Amended General Information Sheet_2025 • Manual on Corporate Governance (Revised June 2021)	
3. Corporate Secretary is a separate individual from the Compliance Officer.	Compliant		
3. Corporate Secretary is not a member of the Board of Directors.	Compliant		

		Article III: 1.3 Appointment of Corporate Secretary and Compliance Officer, Page 5-6 • By-Laws (Amended September 2014) Article III. Officers 7. Secretary, Page 5 • Annual Statement_2025, Company Info. http://www.cityplansinc.com	
4. Corporate Secretary attends training/s on corporate governance.	Compliant	Provide information or link/reference to a document containing information on the corporate governance training attended, including number of hours and topics covered. The Corporate Secretary attended three (3) hours of relevant corporate governance training which was conducted last December 02, 2025 by the Center for Global Best Practices. Reference: • Corporate Governance Seminar with Certification from the Training Provider http://www.cityplansinc.com	

Recommendation 1.6			
1. Board is assisted by a Compliance Officer.	Compliant	Provide information on or link/reference to a document containing information on the Corporate Secretary, including his/her name, qualifications, duties and functions. The Board is assisted by a Compliance Officer who is not a member of the Board of Directors. Reference: • Amended General Information Sheet_2025 • Manual on Corporate Governance (Revised June 2021) Article III: 1.3 Appointment of Corporate Secretary and Compliance Officer, Page 6-7 • Annual Statement_2025, Company Info. http://www.cityplansinc.com	
2. Compliance Officer has a rank of Vice President or an equivalent position with adequate stature and authority in the corporation.	Compliant		
3. Compliance Officer is not a member of the Board.	Compliant		
4. Compliance Officer attends training/s on corporate governance annually.	Compliant	Provide information on or link/reference to a document containing information on the corporate governance training attended, including number of hours and topics covered The Compliance Officer attended three (3) hours of relevant corporate governance training which was conducted last December 02, 2025 by the Center for Global Best Practices	

Principle 2: The fiduciary roles, responsibilities and accountabilities of the Board as provided under the law, the company's articles and by-laws, and other legal pronouncements and guidelines should be clearly made known to all directors as well as to stockholders and other stakeholders.			
Recommendation 2.1			
1. Directors act on a fully informed basis, in goodfaith, with due diligence and care, and in the best interest of the company.	Compliant	Provide information or reference to a document containing information on howthe directors performed their duties (caninclude board resolutions, minutes of meeting) The Board of Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the Company as reflected in the attendance of the Directors in the Board Meetings. The attendance in Board Meetings shows that the Directors exerted effort in performing their roles and functions as members of the Board. Further, the Company maintains an open line of communication to ensure that material and significant transactions are raised to the Board. **Reference:** • Directors' Attendance in Board Meetings for the Year 2025 http://www.cityplansinc.com	

Recommendation 2.2			
1. Board oversees the development, review and approval of the company's business objectives and strategy.	Compliant	Provide information or link/reference to a document containing information on howthe directors performed this function (caninclude board resolutions, minutes of meeting)	
2. Board oversees and monitors the implementation of the company's business objectives and strategy in order to sustain thecompany's long-term viability and strength.	Compliant	Indicate frequency of review of business objectives and strategy The Directors, in its Board Meetings, discuss any goals, objectives and strategies of the Company. In case of material and significant transactions entered, these are being discussed in the Board Meetings to ensure that appropriate study on the transaction was taken into consideration. Further, the quarterly operations and financial performance of the Company are being discussed to the Audit and Risk Committee. The Annual Audited Financial Statements, with the recommendation of the Audit and Risk Committee, are presented to the Board for their approval. Copy of all the Minutes of Board Meetings for the year were submitted to the Insurance Commission as supporting documents to the Annual Statement.	

Recommendation 2.3			
1. Board is headed by a competent and qualified Chairperson.	Compliant	Provide information or reference to a document containing information on the Chairperson, including his/her name and qualifications The Board is headed by Mr. Josef C. Gohoc. The Company believes that the Chairman is competent and qualified based on his credentials. Reference: • Amended General Information Sheet_2025 • Manual on Corporate Governance (Revised June 2021) Article III: 2.2 Role of the Chairman of the Board, Page 7-8 • Annual Statement_2025, Company Info. http://www.cityplansinc.com	
Recommendation 2.4			
1. Board ensures and adopts an effective succession planning program for directors, key officers and management.	Compliant	Disclose and provide information or link/ reference to a document containing information on the company's succession planning and retirement policies and programs, and its implementation The Board ensures and adopts an effective succession planning and policy on the retirement of directors and key officers.	

2. Board adopts a policy on the retirement for directors and key officers.	Compliant	Reference: • Manual on Corporate Governance (Revised June 2021) Article III: 2.3 Succession Planning, Page 8-9 http://www.cityplansinc.com	
Recommendation 2.5			
1. Board formulates and adopts a policy specifying the relationship between remuneration and performance of key officersand board members.	Compliant	Provide information on or link/reference to a document containing information on the company s remuneration policy and its implementation, including the relationship between remuneration and performance. The Board, through the Corporate Governance Committee, ensures that the remuneration of the key officers and board members are consistent with the Company's interest. As part of the Company's Manual on Corporate Governance, the Board conducts an annual self-assessment of its performance, including the performance of the Chairman, individual members and committees. No director shall participate in deciding on his remuneration. Reference: • Manual on Corporate Governance (Revised June 2021) Article III: 2.4 Remuneration Policy, Page 9 http://www.cityplansinc.com	
2. Board aligns the remuneration of key officers and board members with long-term interests of the company.	Compliant		
3. Directors do not participate in discussions or deliberations involving his/her own remuneration.	Compliant		

Recommendation 2.6			
1. Board has a formal and transparent board nomination and election policy.	Compliant	Provide information or reference to a document containing information on the company's nomination and election policy and process and its implementation, including the criteria used in selecting new directors, how theshortlisted candidates and how it encourages nominations from shareholders. Provide proof if minority shareholders have a right to nominate candidates tothe board. Provide information if there was an assessment of the effectiveness of the Board's processes in the nomination, election or replacement of a director. The Board, through the Corporate Governance Committee, determines the nomination and election process for the Company's Directors. Reference: • Manual on Corporate Governance (Revised June 2021) Article III: 2.5 Nomination and Election Policy, Page 9-10 http://www.cityplansinc.com	
2. Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	Compliant		
3. Board nomination and election policy includes how the company accepts nominations from minority shareholders.	Compliant		
4. Board nomination and election policy includes how the board reviews nominated candidates.	Compliant		
5. Board nomination and election policy includesan assessment of the effectiveness of the Board's processes in the nomination, election or replacement of a director.	Compliant		
6. Board has a process for identifying the qualityof directors that is aligned with the strategic direction of the company.	Compliant		
Recommendation 2.7			
1. Board has overall responsibility in ensuring that there is a group-wide policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions.	Compliant	Provide information on or reference to a document containing the company's policy on related party transaction, including policy on review and approvalof significant RPTs.	

2. RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.	Compliant	Identify transactions that were approved pursuant to the policy.	
3. RPT policy encompasses all entities within the group, taking into account their size, structure,risk profile and complexity of operations.	Compliant	The Board, through the Audit and Risk Committee, reviews the related party transactions and ensures that transactions entered are under the normal course of business. No significant related party transactions were entered into by CPI with its related parties during the year 2025. Reference: • Manual on Corporate Governance (Revised June 2021) Article III: 2.6 Related Party Transaction Policy, Page 12-13 http://www.cityplansinc.com	

Recommendation 2.8			
1. Board is primarily responsible for approving the selection of Management led by the Chief Executive Officer (CEO) and the heads of theother control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).	Compliant	Provide information or reference to a document containing the Board's policy and responsibility for approving the selection of management. Identify the Management team appointed As stated in the Company's Manual on Corporate Governance, the Board is responsible for approving the selection of Management led by the CEO and the heads of other control functions. The following are the Management team Appointed by the Board: President / Chief Executive Officer (CEO): Mr. Jefferson C. Roxas Executive Vice President & Treasurer: Mr. Joel C. Gohoc Vice President- Financial Management and Services Department/ Chief Financial Officer: Ms. Therese Raimunda A. Anoos Vice President: Mr. Christopher T. Chu Compliance Officer: Atty. Albert Anthony H. Ocampo Head of Internal Audit Department: Ms. Hazel Anne C. Paule *(resigned effective December 31, 2025);*	

		Mr. Rudy Go *(appointed effective January 01, 2026)* Corporate Secretary & Data Protection Officer Ms. Jocelyn C. De Asis Based on the size, risk profile and complexity of operations of the Company, the appointment of Chief Risk Officer is deemed not necessary. The risk oversight functions are being delegated to the Audit and Risk Committee. Reference: • Manual on Corporate Governance (Revised June 2021) Article III: 2.7 Determining the Members of the Management, Page 13 • Amended General Information Sheet 2025 http://www.cityplansinc.com	
2. Board is primarily responsible for assessing the performance of Management led by the Chief Executive Officer (CEO) and the headsof the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).	Compliant	Provide information on or reference to a document containing the Board's policy and responsibility for assessing the performance of management. Provide information on the assessment process and indicate frequency of assessment of performance. As part of the responsibilities of the Board, they shall conduct an annual assessment of the performance of the Management and its personnel.	

		Reference: • Manual on Corporate Governance (Revised June 2021) Article III: 2.8 Assessing the Performance of the Management, Page 13 http://www.cityplansinc.com	
Recommendation 2.9			
1. Board establishes an effective management framework that ensures that Management, including the Chief Executive Officer performance is at par with the standards set by the Board and Senior Management.	Compliant	Provide information on or link/reference to a document containing the Board's performance management framework for management and personnel.	
2. Board establishes an effective performance management framework that ensures that personnel's performance is at par with the standards set by the Board and Senior Management.	Compliant	The Company evaluates the performance of the Management twice in a year. This Performance Evaluation shows the accomplishments and goals of the Management. The result of the Performance Evaluation shall be used as the basis in determining the rewards (e.g. salary increase, performance bonus, etc.) to be given to the Management.	

Recommendation 2.10			
1. Board oversees that an appropriate internal control system is in place.	Compliant	Provide information on or link/reference to a document showing the Board's responsibility for overseeing that an appropriate internal control system is in place and what is included in the internalcontrol system The Board oversees that an appropriate internal control is in place. The Board ensures that the internal control system of the Company is in place including setting up a mechanism for monitoring and managing potential conflict of interest of Management, Board members and shareholders. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article III: 2.9 Internal Control System, Page 14 http://www.cityplansinc.com	
2. The internal control system includes a mechanism for monitoring and managing potential conflict of interest of the Management, members and shareholders.	Compliant		
3. Board approves the Internal Audit Charter.	Non-Compliant	Provide reference or link to the company's Internal Audit Charter	The Company will formalize its Internal Audit Charter and upload such in the Company's Website.
Recommendation 2.10			
1. Board oversees that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business risks.	Non-Compliant	Provide information on or link/reference to a document showing the Board's oversight responsibility on the establishment of a sound enterprise risk management framework and how the board was guided by the framework.	The Company, through the Audit and Risk Committee, determines the risks involving the Company and manages such risk to ensure that the Company meets its objectives.

2. The risk management framework guides the Board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies.	Non-Compliant	Provide proof of effectiveness of risk management strategies, if any.	The Company, through the Audit and Risk Committee, determines the risks involving the Company and manages such risk to ensure that the Company meets its objectives.
Recommendation 2.11			
1. Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary duties.	Non-Compliant	Provide link to the company's website where the Board Charter is disclosed.	The roles, responsibilities and accountabilities of the Board are specifically mentioned in the Company's Manual on Corporate Governance.
2. Board Charter serves as a guide to the directors in the performance of their functions.	Non-Compliant		
3. Board Charter is publicly available and posted on the company's website.	Non-Compliant		

Principle 3: Board committees should be set up to the extent possible to support the effective performance of the Board's functions, particularly with respect to audit, risk management, related party transactions, and other key corporate governance concerns, such as nomination and remuneration. The composition, functions and responsibilities of all committees established should be contained in a publicly available Committee Charter.			
Recommendation 3.1			
1. Board establishes board committees that focus on specific board functions to aid in the optimal performance of its roles and responsibilities.	Compliant	Provide information or link/reference to a document containing information on all the board committees established by the company. The Board established Board Committees that would support the effective performance of the Board's functions and in accordance with the Revised Manual on Corporate Governance and to assist in good governance. The following are the Board Committees: 1. Executive Committee 2. Audit and Risk Committee 3. Corporate Governance Committee **Reference:** • Manual on Corporate Governance (Revised June 2021) Article III: 3. Establishing Board Committees, Page 14-15 • Amended General Information Sheet_2025 http://www.cityplansinc.com	

Recommendation 3.2			
1. Board establishes an Audit Committee to enhance its capability over the company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.	Compliant	Provide information or link/reference to a document containing information on the Audit Committee, including its functions. Indicate if it is the Audit Committee's responsibility to recommend the appointment and removal of the company's external auditor. One of the Committees established by the Board is the Audit and Risk Committee. The Committee oversees the following: 1. Financial Reporting 2. Internal Audit 3. External Audit 4. Risk Oversight 5. Related Party Transactions The Audit and Risk Committee recommends the appointment and removal of the Company's external auditor. Further, the Committee Members regularly meet to discuss about the results of operations and the Company's financial performance. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article III: 3.2 Audit and Risk Committee, Page 15 • Amended General Information Sheet_2025 http://www.cityplansinc.com	

2. Audit Committee is composed of at least three appropriately qualified non-executive directors, the majority of whom, including the Chairman is independent.	Non-Compliant	Provide information or link/reference to a document containing information on the members of the Audit Committee, including their qualifications and type of directorship.	The Audit & Risk Committee is composed of three members, one of whom is an independent director. Due to the size, risk profile and complexity of operations of the Company, there is no need to appoint another independent director as part of the Audit and Risk Committee. The Company will, however, continue to assess whether there is a need to appoint another Independent Director as member of the said Committee.
3. All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.	Compliant	Provide information or link/reference to a document containing information on the background, knowledge, skills, and/or experience of the members of the Audit Committee. All the members of the Committee have relevant background, knowledge, skills and/or experience in the areas of accounting, auditing and finance.	
4. The Chairman of the Audit Committee is not the Chairman of the Board or of any other committee.	Non-Compliant	Provide information or link/reference to a document containing information on the Chairman of the Audit Committee.	The Chairman of the Audit & Risk Committee is Ms. Ma. Victoria S. De Guzman. She is also the Chairman of the Corporate Governance Committee. Based on the size, risk profile and complexity of operations of the Company the current structure of the Board Committee is deemed appropriate. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article III: 3.2 Audit and Risk Committee, Page 15 • Amended General Information Sheet_2025 http://www.cityplansinc.com

Recommendation 3.3			
1. Board establishes a Corporate Governance Committee tasked to assist the Board in the performance of its corporate governance, responsibilities, including the functions that were formerly assigned to a Nomination and Remuneration Committee.	Compliant	Provide information or reference to a document containing information on the Corporate Governance Committee, including its functions Indicate if the Committee undertook the process of identifying the quality of directors aligned with the company's strategic direction, if applicable. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article III: 3.3 Corporate Governance Committee, Page 19-20 • Amended General Information Sheet_2025 http://www.cityplansinc.com	
2. Corporate Governance Committee is composed of at least three members, majority of whom should be independent directors.	Non-Compliant	Provide information or link/reference to a document containing information on the members of the Corporate Governance Committee, including their qualifications and type of dictatorship.	The Corporate Governance Committee is composed of three members, one of whom is an Independent Director. Due to the size, risk profile and complexity of operations of the Company, there is no need to appoint another Independent Director as part of the Corporate Governance Committee. The Company will, however, continue to assess whether there is a need to appoint another Independent Director as members of the said Committee.
3. Chairman of the Corporate Governance Committee is an Independent Director.	Compliant	Provide information or link/reference to a document containing information on the Chairman of the Corporate Governance Committee.	

		The Chairman of the Corporate Governance Committee is an Independent Director. **Reference:** • Amended General Information Sheet_2025 http://www.cityplansinc.com	
Recommendation 3.4			
1. Board establishes a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a company's Enterprise Risk Management system to ensure its functionality and effectiveness.	Non-Compliant	Provide information or link/reference to a document containing information on the Board Risk Oversight Committee (BROC), including its functions	Due to the size, risk profile and complexity of operations of the Company, the roles of the BROC are delegated to the Audit and Risk Committee.
2. BROC is composed of at least three members, the majority of whom should be independent directors, including the Chairman.	Non-Compliant	Provide information or link/reference to a document containing information on the members of the BROC, including their qualifications and type of directorship	
3. The Chairman of the BROC is not the Chairman of the Board or of any other committee.	Non-Compliant	Provide information or link/reference to a document containing information on the Chairman of the BROC	
4 At least one member of the BROC has relevant thorough knowledge and experienceon risk and risk management.	Non-Compliant	Provide information or link/reference to a document containing information on the background, skills, and/or experience of the members of the BROC.	Due to the size, risk profile and complexity of operations of the Company, the roles of the BROC are delegated to the Audit and Risk Committee.
Recommendation 3.5			
1. The Board establishes a Related Party Transactions (RPT) Committee, which is tasked with reviewing all material related party transactions of the company.	Non-Compliant	Provide information or link/reference to a document containing information on the Related Party Transactions (RPT) Committee, including its functions.	

2. RPT Committee is composed of at least three non-executive directors, majority of whom should be independent, including the Chairman.	Non-Compliant	Provide information or link/reference to a document containing information on the members of the RPT Committee, including their qualifications and type ofdirectorship.	The roles of the Related Party Transactions (RPT) Committee are delegated to the Audit and Risk Committee. Due to the size, risk profile and complexity of operations of the Company, these is no need to create another RPT Committee who will be tasked to review all material RPT.
Recommendation 3.6			
1. All established committees have a Committee Charters stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.	Non-Compliant	Provide information on or link/reference to the company's committee charters, containing all the required information, particularly the functions of the Committee that is necessary for performance evaluation purposes.	The roles and functions of the Board Committees are discussed in the Company's Manual on Corporate Governance.
2. Committee Charters provide standards for evaluating the performance of the Committees.	Non-Compliant		
3. Committee Charters were fully disclosed on the company's website.	Non-Compliant	Provide link to company's website where the Committee Charters are disclosed.	

Principle 4: To show full commitment to the company, the directors should devote the time and attention necessary to properly and effectively perform their duties and responsibilities, including sufficient time to be familiar with the corporation's business.			
Recommendation 4.1			
1. The Directors attend and actively participate in all meetings of the Board, Committees and shareholders in person or through tele-videoconferencing conducted in accordance with the rules and regulations of the Commission.	Compliant	Provide information or link/reference to a document containing information on the process and procedure for tele/videoconferencing board and/or committee meetings. Provide information or link/reference to a document containing information on the attendance and participation of directors to Board, Committee and shareholders' meetings. The Directors attend and actively participate in all meetings of the Board, Committees and shareholders. The Attendance of the Board of Directors during the Board Meetings for the Year 2025 and Stockholders' Meeting held on March 11, 2025 are properly disclosed in the Company's Website.	
2. The directors review meeting materials for all Board and Committee meetings.	Compliant	The directors were given ample time to review the meeting materials for all Board and Committee meetings. Such materials are forwarded to the directors' days before the board and committee meetings.	

3. The directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.	Compliant	Provide information or link/reference to a document containing information on any questions raised or clarification/ explanation sought by the directors. All directors are given the chance to ask necessary questions or seek clarifications and explanations during the Board and Committee Meetings. The Chairman / presider of the meetings ensures that questions and/or clarifications raised by the directors are being attended properly.	
Recommendation 4.2			
1. Non-executive directors concurrently serve as directors to a maximum of five Insurance Commission Regulated Entities (ICREs) and publicly-listed companies to ensure that they have sufficient time to fully prepare for meetings, challenge Management's proposals/views, and oversee the long-term strategy of the company.	Compliant	Disclose if the company has a policy setting the limit of board seats that a non-executive director can hold simultaneously. Provide information or reference to a document containing information on the directorships of the company's directors in both listed and non-listed companies The non-executive directors do not serve for more than five ICREs and publicly-listed companies. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article III: 1. Board of Directors, Page 3 http://www.cityplansinc.com	

Recommendation 4.3			
1. The directors notify the company's board where he/she is an incumbent director beforeaccepting a directorship in another company.	Compliant	Provide copy of written notification to the board or minutes of board meeting wherein the matter was discussed. As part of the specific responsibilities of each director, it states that the directors shall notify the Company's board before accepting a directorship in another company. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article III: 4.3 Directorship in another company, Page 3 http://www.cityplansinc.com	

Principle 5: The board should endeavor to exercise an objective and independent judgment on all corporate affairs.

Recommendation 5.1			
1. The Board is composed of at least twenty percent (20%) independent directors.	Compliant	Provide information or link/reference to a document containing information on the number of independent directors in the board. The Board consists of two (2) independent directors which contributes 33.33% of the total number of Board of Directors. **Reference:** • Amended General Information Sheet_2025 • Annual Statement_2025, Company Info http://www.cityplansinc.com	

Recommendation 5.2			
1. The independent directors possess all the necessary qualifications and none of the disqualifications to hold the position.	Compliant	Provide information or link/reference to a document containing information on the qualifications of the independent directors. Each Independent Director has all the qualifications and none of the disqualifications to hold the position of Independent Director. The following are the Company's Independent Directors: 1. Ma. Victoria S. De Guzman 2. Wilfred S. Tiu **Reference:** • Amended General Information Sheet_2025 http://www.cityplansinc.com	

Recommendation 5.3			
1. The independent directors serve for a maximum cumulative term of nine years. As far as Insurance Companies are concerned, the foregoing term limit shall be reckoned from 02 January 2015 while the reckoning date for the Pre-Need Companies and Health Maintenance Organizations shall be from 21 September 2016. For other covered entities, all previous terms served by existing Independent Directors prior to the effectivity of this Circular shall not be included in the application of the term limit prescribed in this item.	Compliant	Provide information or link/reference to a document showing the years IDs have served as such. Since the reckoning date of the maximum term limit of independent directors is on January 2, 2015, the Company is still compliant with the said recommendation. The Company will re-assess whether there is a need to replace the current independent directors and elect new individuals to the said position.	
2. The company bars an independent director from serving in such capacity after the termlimit of nine years	Compliant	Provide information or link/reference to a document containing information on the company's policy on term limits for its independent director. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article III: 5.1 Independent Directors, Page 22-23 http://www.cityplansinc.com	

3. In the instance that the company retains an independent director in the same capacity after nine years, the board submits to the Insurance Commission a formal written justification and seek shareholders' approval during the annual shareholders' meeting.	Compliant	Provide proof on submission of a formal written justification to the Insurance Commission and proof of shareholders' approval during the annual shareholders' meeting. **Reference:** • Manual on Corporate Governance (Revised June 2021) • Article III: 5.3 Term of the Independent Director, Page 24 http://www.cityplansinc.com	
Recommendation 5.4			
1. The positions of Chairman of the Board and Chief Executive Officer are held by separate individuals.	Compliant	Identify the company's Chairman of the Board and Chief Executive Officer The position of the Chairman of the board and the Chief Executive Officer are being held by separate individuals. The Chairman of the Board is Mr. Josef C. Gohoc while the Chief Executive Officer is Mr. Jefferson C. Roxas Reference: • Amended General Information Sheet for year 2025 http://www.cityplansinc.com	

2. The Chairman of the Board and Chief Executive Officer have clearly defined responsibilities.	Compliant	Provide information or link/reference to a document containing information on the roles and responsibilities of the Chairman of the Board and Chief Executive Officer. Identify the relationship of Chairman and CEO. The roles and responsibilities of the Chairman of the Board and the Chief Executive Officer are stated in the Company's By-Laws. The Chairman and the CEO are cousins. Reference: • Amended By-Laws, Article III, Officers Page 3 http://www.cityplansinc.com	
Recommendation 5.5			
1. If the Chairman of the Board is not an independent director or where the roles of Chairman and CEO are being held by one person, the Board should designate a lead director among the independent directors.	Non-Compliant	Provide information or link/reference to a document containing information on a lead independent director and his roles and responsibilities, if any. Indicate if Chairman is independent.	Based on the size, risk profile and complexity of operations of the Company, the appointment of a lead director among the independent directors is deemed not necessary yet.
Recommendation 5.6			
1. Directors with material interest in a transaction affecting the corporation should abstain from taking part in the deliberations for the same.	Compliant	Provide proof of abstention, if this was the case. The Company's transactions are based on the normal course of business. There were no transactions involving directors with material interest.	

Recommendation 5.7			
1. The non-executive directors (NEDs) have separate periodic meetings with the external auditor and heads of the internal audit, compliance and risk functions, without any executive directors present to ensure that proper checks and balances are in place withinthe corporation.	Non-Compliant	Provide proof and details of said meeting, if any. Provide Information on the frequency and attendees of meetings.	The Head of the Internal Audit Department and the Compliance Officer discuss with the Board of Directors any material transactions that transpired during the period. The Board and the Management maintains an open line of communication to ensure that significant matters are being taken up to the Board.
2. The meetings are chaired by the lead independent director.	Non-Compliant		
Principle 6: The best measure of the Board's effectiveness is through an assessment process. The Board should regularly carry out evaluations to appraise itsperformance as a body, and assess whether it possesses the right mix of backgrounds and competencies			
Recommendation 6.1			
1. The Board conducts an annual assessment ofits performance as a whole.	Non-Compliant	Provide proof of annual assessments conducted for the whole board, the individual members, the Chairman and the Committees	The Board conducts an annual self-assessment of its performance, including the performance of the Chairman, individual members and committees. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article III: 6 Assessing Board Performance, Page 24 http://www.cityplansinc.com The Board will formalize the process of the self-assessment in the succeeding years.
2. The performance of the Chairman is assessed annually by the Board.	Non-Compliant		
3. The performance of the individual member of the Board is assessed annually by the Board.	Non-Compliant		
4. The performance of each committee is assessed annually by the Board.	Non-Compliant		The Committee will adopt a process as to the assessment of its performance.

5. Every three years, the assessments are supported by an external facilitator.	Non-Compliant	Identify the external facilitator and provide proof of use of an external facilitator.	Given the size, risk profile and complexity of operations of the Company, the support of an external facilitator is deemed not necessary yet.
Recommendation 6.2			
1. Board has in place a system that provides, at the minimum, criteria and process to determine the performance of the Board, individual, directors and committees.	Compliant	Provide Information or link/reference to a document containing Information on the system of the company to evaluate the performance of the board, individual directors and committees, Including a feedback mechanism from shareholders. The Board has in place a system that determines the performance of the Board, individual directors and committees. The website includes the Company's contact numbers wherein the shareholders can provide feedback to the Company. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article III: 6 Assessing Board Performance, Page 24 http://www.cityplansinc.com	
2. The system allows for a feedback mechanism from the shareholders.	Compliant		

Principle 7: Members of the Board are duty-bound to apply high ethical standards, taking into account the interests of all stakeholders.			
Recommendation 7.1			
1. Board adopts a Code of Business Conduct and Ethics, which provide standards for professional and ethical behavior, as well as articulate acceptable and unacceptable conduct and practices in internal and external dealings of the company.	Compliant	Provide information on or link/reference to the company's Code of Business Conduct and Ethics. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article III: 7. Strengthening Board Ethics, Page 27 http://www.cityplansinc.com	
2. The Code is properly disseminated to the Board, senior management and employees.	Compliant	Provide information on or discuss how the company disseminated the Code to its Board, senior management and employees. The Company disseminated the Code to its Board, senior management and employees by making the Code available in the Employee's Manual.	
3. The Code is disclosed and made available to the public through the company website.	Non-Compliant	Provide a link to the company's website where the Code of Business Conduct and Ethics is posted/ disclosed.	The Company is in the process of updating its website to comply with the recommendations stated in this ACGR.

Recommendation 7.2			
1. Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics	Compliant	Provide proof of implementation and monitoring of compliance with the Code of Business Conduct and Ethics and internal policies. Indicate who are required to comply with the Code of Business Conduct and Ethics and any findings on non-compliance. The Company has a Human Resources Department that monitors the implementation and monitoring of compliance with the Code of Business Conduct and Ethics. All directors, officers and employees are required to comply with the Code. The Company established a Personnel Manual that contains sanctions as to the noncompliance of the Code. The Human Resources Department helps in the implementation and monitoring of compliance with company internal policies. The Company established a Personnel Manual that contains sanctions as to the noncompliance. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article IV: 7. Corporate Governance Policies, Programs and Procedures, Page 28 http://www.cityplansinc.com	
2. Board ensures the proper and efficient implementation and monitoring of compliance with company internal policies.	Compliant		

Principle 8: The company should establish corporate disclosure policies and procedures that are practical and in accordance with best practices and regulatory expectations.			
Recommendation 8.1			
1. Board establishes corporate disclosure policies and procedures to ensure a comprehensive, accurate, reliable and timely report to shareholders and other stakeholders that gives a fair and complete picture of a company's financial condition, results and business operations	Compliant	Provide information on or link/reference to the company's disclosure policies and procedures including reports distributed/made available to shareholders and other stockholders. The Company's Audited Financial Statements and Annual Statements are uploaded in the Company's website. **Reference:** • 2025 Audited Financial Statements and; • Annual Statements http://www.cityplansinc.com	
Recommendation 8.3			
1. Board fully discloses all relevant and material information on individual board members to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.	Non-Compliant	Provide link or reference to the directors' academic qualifications, share ownership in the company, membership in other boards, other executive positions, professional experiences, expertise and relevant trainings attended.	The members of the Board are qualified based on their experience and credentials. There were no reports submitted to IC and/or SEC requiring the academic qualifications of the directors.
2. Board fully discloses all relevant and material information on key executives to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.	Compliant	Provide link or reference to the key officers' academic qualifications, share ownership in the company, membership in other boards, other executive positions, professional experiences, expertise and relevant trainings attended.	

		All trainings / seminars attended by the Board are posted on the Company's website. **Reference:** • Training of Directors and Officers http://www.cityplansinc.com	
Recommendation 8.4			
1. Company provides a clear disclosure of its policies and procedure for setting Board remuneration, including the level and mix of the same in the Annual Corporate Governance Report consistent with ASEAN Corporate Governance Scorecard (ACGS) and the Revised Corporation Code.	Non-Compliant	Disclose or provide link/reference to the company policy and practice for setting board remuneration.	The Company has no standard arrangements with regard to the remuneration of its directors.
2. Company provides a clear disclosure of its policies and procedure for setting Executive remuneration, including the level and mix of the same in the Annual Corporate Governance Report consistent with ASEAN Corporate Governance Scorecard (ACGS) and the Revised Corporation Code.	Non-Compliant	Disclose or provide link/reference to the company policy and practice for determining executive remuneration.	The Company has no standard arrangements with regard to the remuneration of its directors.
3. Company discloses the remuneration on an individual basis, including termination and retirement provisions.	Non-Compliant	Provide breakdown of director remuneration and executive compensation, particularly the remuneration of the CEO.	The individual remuneration of the Board is not disclosed. The Company will consider this in the succeeding years.
Recommendation 8.5			
1. Company discloses its policies governing Related Party Transactions (RPTs) and other unusual or infrequently occurring transactions.	Compliant	Disclose or provide reference/link to company's RPT policies Indicate if the director with conflict of interest abstained from the board discussion on that particular transaction.	

		There were no cases of conflict of interest regarding the transactions made by the directors for the year 2025. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article IV: Disclosure and Transparency Related Party Transactions, Page 27-28 http://www.cityplansinc.com	
2. Company discloses material or significant RPTs in its Annual Company Report or AnnualCorporate Governance Report, reviewed and approved by the Board, and submitted for confirmation by majority vote of the stockholders in the annual stockholders' meeting during the year.	Compliant	Provide information on all RPTs for the previous year or reference to a document containing the following information on all RPTs: 1. Name of the related counterparty; 2. Relationship with the party; 3. Transaction date; 4. Type/nature of transaction; 5. Amount or contract price; 6. Terms of the transaction; 7. Rationale for entering into the transaction; 8. The required approval (i.e., names of the board of directors approving, names and percentage of shareholders who approved) based on the company's policy; and 9. Other terms and conditions. The RPTs during the year pertain only to the usual transactions which do not require the confirmation by majority vote of the	

		stockholders. No material RPTs during the year. All RPTs are disclosed in the Company's Annual Audited Financial Statements. **Reference:** • Annual Audited Financial Statement 2025, Note 20 *Related Party Transactions.* http://www.cityplansinc.com	
Recommendation 8.7			
1. Company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	Compliant	Provide link to the company's website where the Manual on Corporate Governance is posted. The Company's Manual on Corporate Governance is posted on the website. **Reference:** • Revised Manual on Corporate Governance, June 2021 http://www.cityplansinc.com	
2 Company's MCG is posted on its company website	Compliant		
Principle 9: The company should establish standards for the appropriate selection of an external auditor, and exercise effective oversight of the same to strengthen the external auditor's independence and enhance audit quality.			

Recommendation 9.1			
1. Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of the external auditors.	Compliant	Provide Information or link/reference to a document containing information on the process for approving and recommending the appointment, reappointment, removal and fees of the company's external auditor. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article IV 4. Strengthening the External Auditor's Independence and Improving Audit Quality http://www.cityplansinc.com	
2. The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit Committee, approved by the Board and ratified by the shareholders.	Compliant	Indicate the percentage of shareholders that ratified the appointment, reappointment, removal and fees of the external auditor. The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit & Risk Committee. The appointment of the external auditor is being approved by the Board of Directors and ratified by stockholders during the Annual Stockholders' Meeting. **Reference:** • Minutes of the Annual Stockholders' Meeting http://www.cityplansinc.com	

3. For removal of the external auditor, the reasons for removal or change are disclosed to the regulators and the public through the company website and required disclosures.	Compliant	Provide information on or link/reference to a document containing the company's reason for removal or change of external auditor. There were no cases wherein an external auditor was removed or changed, except in cases when it is deemed required in compliance with the Rotation of External Auditors.	
Recommendation 9.2			
1. Audit Committee Charter includes the Audit Committee's responsibility on: i. assessing the integrity and independence of external auditors; ii. exercising effective oversight to reviewand monitor the external auditor's independence and objectivity; and iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements.	Non-Compliant	Provide link/reference to the company's Audit Committee Charter.	The Company is in the process of finalizing its Audit and Risk Committee Charter. The roles and responsibilities of the Audit and Risk Committee are disclosed in the Revised Manual on Corporate Governance
2. Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability and effectiveness on an annual basis.	Non-Compliant	Provide link/reference to the company's Audit Committee Charter.	See response in Item 1 of recommendation 9.2

Recommendation 9.3			
1. Company discloses the nature of non-audit services performed by its external auditor inthe Annual Report to deal with the potential conflict of interest.	Compliant	Disclose the nature of non-audit services performed by the external auditor, if any. There were no non-audit services performed by the external auditors during the year 2025.	
2. Audit Committee stays alert for any potential conflict of interest situations, given the guidelines or policies on non-audit services, which could be viewed as impairing the external auditor's objectivity.	Compliant	Provide link or reference to guidelines or policies on non-audit services. There were no non-audit services performed by the external auditors during the year 2025.	
Principle 10: The company should ensure that the material and reportable non-financial and sustainability issues are disclosed.			
Recommendation 10.1			
1. Board has a clear and focused policy on the disclosure of non-financial information, with emphasis on the management of economic, environmental, social and governance (EESG) issues of its business, which underpin sustainability.	Compliant	Disclose or provide link on the company's policies and practices on the disclosure of non-financial information, including EESG issues. **Reference:** • Manual on Corporate Governance (Revised June 2021) Article IV 5. Increasing Focus on Non-Financial and Sustainability Reporting http://www.cityplansinc.com	

2. Company adopts a globally recognized standard/framework in reporting sustainability and non-financial issues.	Non-Compliant	Provide link to Sustainability Report, if any. Disclose the standards used.	The Company is not a publicly-listed entity. Thus, the Sustainability Report is not mandatory to the Company.
Principle 11: The company should maintain a comprehensive and cost-efficient communication channel for disseminating relevant information. This channel iscrucial for informed decision-making by investors, stakeholders and other interested users.			
Recommendation 11.1			
1. The company should have a website to ensure a comprehensive, cost efficient, transparent, and timely manner of disseminating relevant information to the public.	Compliant	The company should have a website to ensure a comprehensive, cost efficient, transparent, and timely manner of disseminating relevant information to the public. **Reference:** • Cityplans, Incorporated Website http://www.cityplansinc.com	
Internal Control System and Risk Management Framework			
Principle 12: To ensure the integrity, transparency and proper governance in the conduct of its affairs, the company should have a strong and effective internal control system and enterprise risk management framework.			
Recommendation 12.1			
1. Company has an adequate and effective internal control system in the conduct of its business.	Compliant	List quality service programs for the internal audit functions. Indicate frequency of review of the internal control system. The Audit & Risk Committee established the Internal Audit Department to support its	

		oversight capability over the Company's financial reporting, internal control system, internal audit processes, and compliance with applicable laws and regulations. The Company's internal audit plan, together with the review of the adequacy and effectiveness of its internal control system, is approved annually.	
2. Company has an adequate and effective enterprise risk management framework in the conduct of its business.	Non-Compliant	Identify international framework used for Enterprise Risk Management. Provide information or reference to a document containing information on: 1. Company's risk management procedures and processes 2. Key risks the company is currently facing 3. How the company manages the key risks Indicate frequency of review of the enterprise risk management framework.	Given the size, risk profile and complexity of operations of the Company, the ERM framework is not necessary. The risks involving the Company are assessed and managed by the Audit and Risk Committee.
Recommendation 12.2			
1. Company has in place an independent internal audit function that provides an independent and objective assurance, and consulting services designed to add value and improve the company's operations.	Compliant	Disclose if the internal audit is in-house or outsourced. If outsourced, identify external firm. The Company has an in-house internal audit function that is supervised by the Head of Internal Audit, Ms. Hazel Anne Paule *(resigned effective December 31, 2025)* and	

		was replaced by Mr. Rudy Go *(appointed effective January 01, 2026)*, who functionally reports to the Board, through the Audit & Risk Committee, and administratively updates the management.	
Recommendation 12.3			
1. The company has a qualified Chief Audit Executive (CAE) appointed by the Board.	Compliant	Identify the company's Chief Audit Executive (CAE) and provide information on or reference to a document containing his/her responsibilities. The roles and responsibilities of the Head of Internal Audit and the Internal Audit Department (IAD) are stated in its charter. The Head of IAD is Ms. Hazel Anne Paule *(resigned effective December 31, 2025)* and was replaced by Mr. Rudy Go *(appointed effective January 01, 2026)*.	
2. CAE oversees and is responsible for the internal audit activity of the organization, including that portion that is outsourced to a third party service provider.	Compliant		
3. In case of a fully outsourced internal audit activity, a qualified independent executive or senior management personnel is assigned the responsibility for managing the fully outsourced internal audit activity.	Compliant	Identify qualified independent executiveor senior management personnel, if applicable. The Company as an in-house Internal Audit Department who ensures that internal controls are in place and implemented properly.	
Recommendation 12.4			
1. The company has a separate risk management function to identify, assess and monitor key risk exposures.	Non-Compliant	Provide information on company's risk management function.	The Company has a Compliance Officer. The Company believes that a separate risk management function to identify, assess and monitor key risk exposures is not yet needed given the nature, size and risk assessment of the Company's operations.
Recommendation 12.5			

1. In managing the company's Risk Management System, the company has a Chief Risk Officer (CRO), who is the ultimate champion of Enterprise Risk Management (ERM).	Non-Compliant	Identify the company's Chief Risk Officer (CRO) and provide information on or reference to a document containing his/her responsibilities and qualifications/background.	The Company believes that a separate risk management function to identify, assess and monitor key risk exposures is not yet needed given the nature, size and risk assessment of the Company's operations.
2. CRO has adequate authority, stature, resources and support to fulfill his/her responsibilities.	Non-Compliant		
Principle 13: The company should treat all shareholders fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.			
Recommendation 13.1			
1. Board ensures that basic shareholder rights are disclosed in the Manual on CorporateGovernance.	Compliant	Provide link or reference to the company's Manual on Corporate Governance where shareholders' rights are disclosed.	
2. Board ensures that basic shareholder rights are disclosed on the company's website.	Non-Compliant	Provide link to company's website	The Company is in the process of updating its website.
Recommendation 13.2			
1. Board encourages active shareholder participation by sending the Notice of Annual and Special Shareholders' Meeting with sufficient and relevant information at least 21 days before the meeting.	Non-Compliant	Indicate the number of days before the annual stockholders' meeting or special stockholders' meeting when the notice and agenda were sent out Indicate whether shareholders' approval of remuneration or any changes therein were included in the agenda of the meeting. Provide link to the Agenda included in the company's Information Statement	The Company follows what is stated in the Amended By-Laws dated September 8, 2014.
Recommendation 13.3			
1. Board encourages active shareholder participation by making the result of the votes taken during the most recent Annual or Special	Non-Compliant	Provide information or reference to a document containing information on all relevant questions raised and answers during the ASM and special meeting and	The Company is not a publicly-listed company.

Shareholders' Meeting publicly available the next working day.		the results of the vote taken during the most recent ASM/SSM.	
2. Minutes of the Annual and Special Shareholders' Meetings are available on the company website within five business days from the end of the meeting.	Non-Compliant	Provide link to minutes of meeting in the company website. Indicate voting results for all agenda items, including the approving, dissenting and abstaining votes. Indicate also if the voting on resolutions was by poll. Include whether there was opportunity to ask question and the answers given, if any.	The Company is not a publicly-listed company.
Recommendation 13.4			
1.Board has an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner	Non-Compliant	Provide details of the alternative dispute resolution made available to resolve intra-corporate disputes.	The Company is not a publicly-listed company.
2.The alternative dispute mechanism is included in the company's Manual on Corporate Governance.	Non-Compliant	Provide link/reference to where it is found in the Manual on Corporate Governance.	The Company is not a publicly-listed company.
Principle 14: The rights of stakeholders established by law, by contractual relations and through voluntary commitments must be respected. Where stakeholders'rights and/or interests are at stake, stakeholders should have the opportunity to obtain prompt effective redress for the violation of their rights.			
Recommendation 14.1			
1. Board identifies the company's various stakeholders and promotes cooperation between them and the company in creating wealth, growth and sustainability.	Non-Compliant	Identify the company's shareholder and provide information or reference to a document containing information on the company's policies and programs for its stakeholders.	The Company is not a publicly-listed company.

Recommendation 14.2			
2. Board establishes clear policies and programs to provide a mechanism on the fair treatmentand protection of stakeholders.	Non-Compliant	Identify policies and programs for the protection and fair treatment ofcompany's stakeholders.	The Company is not a publicly-listed company.
Recommendation 14.3			
1. Board adopts a transparent framework and process that allow stakeholders to communicate with the company and to obtain redness for the violation of their rights.	Non-Compliant	Provide the contact details (i.e., name of contact person, dedicated phone number or e-mail address, etc.) which stakeholders can use to voice their concerns and/or complaints for possible violation of their rights. Provide information on whistleblowing policy, practices and procedures for stakeholders.	The Company is not a publicly-listed company.
Principle 15: A mechanism for employee participation should be developed to create a symbiotic environment, realize the company's goals and participate in its corporate governance processes.			
Recommendation 15.1			
1.Board establishes policies, programs and procedures that encourage employees to actively participate in the realization of the company's goals and in its governance.	Non-Compliant	Provide information on or link/reference to company policies, programs and procedures that encourage employee participation.	The Company is in the process of finalizing its policies, programs and procedures.
Recommendation 15.2			
1. Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program in its Code of Conduct.	Non-Compliant	Identify or provide link/reference to the company's policies, programs and practices on anti-corruption.	The Company is in the process of finalizing its policies, programs and procedures.
2. Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.	Non-Compliant	Identify how the board disseminated the policy and program to employees across the organization.	The Company is in the process of finalizing its policies, programs and procedures.

Recommendation 15.3			
1. Board establishes a suitable framework for whistle-blowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation	Non-Compliant	Disclose or provide link/reference to the company whistle-blowing policy and procedure for employees.	The Company is in the process of finalizing its whistle-blowing policy and procedures.

2. Board establishes a suitable framework for whistle-blowing that allows employees to have direct access to an independent member of the Board or a unit created to handle whistle-blowing concerns.	Non-Compliant	Indicate if the framework includes procedures to protect the employees from retaliation. Provide contact details to report any illegal or unethical behavior.	The Company is in the process of finalizing its whistle-blowing policy and procedures.
3. Board supervises and ensures the enforcement of the whistleblowing framework.	Non-Compliant	Provide information on how the board supervised and ensured enforcement of the whistleblowing framework, including any incident of whistleblowing.	The Company is in the process of finalizing its whistle-blowing policy and procedures.

Principle 16: The company should be socially responsible in all its dealings with the communities where it operates. It should ensure that its interactions serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development.

Recommendation 16.1			
1. Company recognizes and places importance on the interdependence between business and society, and promotes a mutually beneficial relationship that allows the company to grow its business, while contributing to the advancement of the society where it operates.	Non-Compliant	Provide information or reference to a document containing information on the Company's community involvement and environment-related programs.	The Company, through its Parent Company and affiliates, recognizes the importance on the interdependence between the business and society.

CERTIFICATION

The undersigned certify that the responses and explanations set forth in the Company's Annual Corporate Governance Report are true, complete and correct based on our own personal knowledge and/or authentic records.

Signed in the City of MAKATI CITY on JUN 25 2026.

JOSEF C. GOHOC
Chairman of the Board

JEFFERSON C. ROXAS
President/Chief Executive Officer

JOCELYN C. DE ASIS
Corporate Secretary

JUN 25 2026

SUBSCRIBED AND SWORN to before me this ____ day of June 2026, by the following who are all personally known to me (or whom I have identified through competent evidence of identity) and who exhibited to me their respective identification document as follows:

NAME	SSS ID NO.
1. Josef C. Gohoc	
2. Jefferson C. Roxas	
3. Jocelyn C. De Asis	

NOTARY PUBLIC

ATTY. EMMA G. JULARBAL
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31 2026
APP

Doc. No. 294
Page No. 60
Book No. VI
Series of 2026.

CERTIFICATION

The undersigned certify that the responses and explanations set forth in the Company's Annual Corporate Governance Report are true, complete and correct based on my own personal knowledge and/or authentic records.

Signed in the City of MAKATI CITY on JUN 25 2026.

WILFRED S. TIU
Independent Director

JUN 25 2026

SUBSCRIBED AND SWORN to before me this ____ day of _____, affiant exhibited to me his SSS ID No. and other competent evidence of identity.

NOTARY PUBLIC

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Book No. VI
Series of 2026.

ATTY. EMMA G. JULARBAL
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER
APP

CERTIFICATION

The undersigned certify that the responses and explanations set forth in the Company's Annual Corporate Governance Report are true, complete and correct based on my own personal knowledge and/or authentic records.

Signed in the City of MAKATI CITY on JUN 25 2026.

ma. victoria de guzman
MA. VICTORIA S. DE GUZMAN
Independent Director

SUBSCRIBED AND SWORN to before me this ____ day of JUN 25 2026, affiant exhibited to me her SSS ID No. and other competent evidence of identity.

NOTARY PUBLIC

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Page No. 60
Book No. VI
Series of 2026.

ATTY. EMMA G. JULARBAL
NOTARY PUBLIC FOR MAKATI CITY
UNTIL
APP

CERTIFICATION

The undersigned certify that the responses and explanations set forth in the Company's Annual Corporate Governance Report are true, complete and correct based on my own personal knowledge and/or authentic records.

Signed in the City of_____on _____.

ALBERT ANTHONY H. OCAMPO
Compliance Officer

SUBSCRIBED AND SWORN to before me this ____ day of _____, affiant exhibited to me his SSS ID No. and other competent evidence of identity.

NOTARY PUBLIC

Doc. No. ____
Page No. ____
Book No. ____
Series of 2026.

NOTARIZED COPY TO FOLLOW
(Please see attached Secretary's Certificate)

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

SECRETARY'S CERTIFICATE

I, **JOCELYN C. DE ASIS**, subscribing under oath, hereby depose and state that:

1. I am the Corporate Secretary of **CITYPLANS, INCORPORATED,** a corporation organized and existing under Philippine laws with principal office address at 3/F Cityland Condominium 10 Tower 2, 154 H.V. Dela Costa Street, Salcedo Village, Makati City;

2. At the **special meeting** of the Board of Directors held on **June 16, 2026,** through tele-conferencing, the following resolution, among others, was passed and unanimously approved:

RESOLUTION NO. SM-12

"WHEREAS, the Corporation will submit its Annual Corporate Governance Report (ACGR) for the year 2025 with the Insurance Commission (IC);

WHEREAS, the Corporation authorized its Compliance Officer, Atty. Albert Anthony H. Ocampo to sign and execute the said reports;

WHEREAS, the Corporation will not be able to submit the required notarized page bearing the signature of Atty. Albert Anthony H. Ocampo, Compliance Officer, since he is currently out of the country and unable to sign/execute the said reports personally;

RESOLVED AS IT IS HEREBY RESOLVED, that the Corporation authorizes to re-submit the notarized report and any other documents related to the submission of the Corporation's Annual Corporate Governance Report for the year 2025 once Atty. Ocampo is in the country."

Done this JUN 2 4 2026 at MAKATI CITY.

JOCELYN C. DE ASIS
Corporate Secretary

SUBSCRIBED AND SWORN TO before me, a Notary for and in MAKATI CITY on this day of JUN 2 4 2026, affiant personally appeared and exhibited to me her SSS ID with no and other competent evidence of identification.

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Page No. 51;
Book No. VI;
Series of 2026.

ATTY. EMMA G. JULARBAL
NOTARY PUBLIC FOR MAKATI CITY
UNTIL