

I. DISCLOSURE AND TRANSPARENCY

1) Ownership Structure

.....

Name of Senior Management	Number of Direct Shares	Number of Indirect shares/through (name of record owner)	% of Capital Stock
Eusebio H. Tanco	1,253,666,793	213,268,082/Venture Securities, Inc.	14.81%
Monico V. Jacob	1	33,784,056/Venture Securities, Inc.	0.34%
Yolanda M. Bautista	1	5,000,000/Venture Securities, Inc.	0.05%
Joseph Augustin L. Tanco	1	2,000,000/Venture Securities, Inc.	0.02%
Paulo Martin O. Bautista	-	3,250,000/Venture Securities, Inc.	0.03%
Arsenio C. Cabrera, Jr.	-	6,500,000/Venture Securities, Inc.	0.065%

Updated based on the SEC Form 23-B filed by Mr. E. H. Tanco with the SEC and PSE on 10 August 2016;

2) Does the Annual Report disclose the following:

Key risks	Yes
Corporate Objective	Yes
Financial performance indicators	Yes
Non-Financial performance indicators	Yes
Dividend policy	Yes
Details of whistle-blowing policy	No, filed under a separate report
Biographical details (at least age, qualifications, date of first appointment, relevant experience, and any other directorships of listed companies) of directors/commissioners	Yes
Training and/or continuing education programme attended by each director/commissioner	No, filed under a separate report
Number of board of directors/commissioners meetings held during the year	No, filed under a separate report
Attendance details of each director/commissioners in respect of meetings held	No, filed under a separate report
Details of remuneration of the CEO and each member of the board of directors/commissioners	Yes

3) External Auditor's fee

Name of Auditor	Audit Fee	Non-audit Fee
SGV & Co.	P935,000.00 (2015-16)	P1,281,000.00 (2016)

Updated based on the SEC Form 17 A for the Fiscal Year Ending 31 March 2016 filed with the SEC and PSE on 14 July 2016.

4) Medium of Communication

List down the mode/s of communication that the company is using for dissemination information.

- (a) Email;
- (b) Website
- (c) General Assemblies

5) Date of release of audited financial report: 105 days after the fiscal year or on or before 14 July 2016

6) Company Website

Does the company have a website disclosing up-to-date information about the following?

Business operations	Yes
Financial Statements/reports (current and prior years)	Yes
Materials provided in briefings to analysts and media	Yes
Shareholding Structure	Yes
Group Corporate Structure	Yes
Downloadable annual report	Yes
Notice of AGM and/or EGM	Yes
Company's constitution (company's by-laws, memorandum and articles of association)	Yes

Should any of the foregoing information be not disclosed, please indicate reason thereto.

All the foregoing information is disclosed.

7) Disclosure of RPT

RPT	Relationship	Nature	Value
<i>STI ESG</i>	Subsidiary	<p>2016: Advisory Fee – 30 days upon receipt of billings; Noninterest bearing Outstanding Receivable (Payable) Reimbursements – Within 1 year; Noninterest-bearing Outstanding Receivable (Payable)</p> <p>2015: Advisory Fee – 30 days upon receipt of billings; Noninterest-bearing Outstanding Receivable (Payable)</p>	<p>14,400,000</p> <p>-</p> <p>1,230,838</p> <p>-</p> <p>14,400,000</p> <p>-</p>
<i>STI West Negros University (Formerly: West Negros University)</i>	Subsidiary	<p>2016: Advisory Fee – 30 days upon receipt of billings; Noninterest-bearing Outstanding Receivable (Payable) Subscription Payable – Noninterest bearing Outstanding Receivable (Payable)</p> <p>2015: Advisory Fee – 30 days upon receipt of billings; Noninterest-bearing Outstanding Receivable (Payable) Subscription Payable – Noninterest bearing Outstanding Receivable (Payable)</p>	<p>3,600,000</p> <p>-</p> <p>(10,000,000)</p> <p>(35,227,650)</p> <p>900,000</p> <p>--</p> <p>45,227,650</p> <p>(45,227,650)</p>
<i>Attenborough Holdings Corporation</i>	Subsidiary	<p>2016: Advances – within one (1) year; Noninterest-bearing Outstanding Receivable (Payable) Payable to AHC – within one (1) year; Noninterest bearing Outstanding Receivable (Payable) Subscription payable – Noninterest-bearing Outstanding Receivable (Payable)</p> <p>2015: Advances – within one (1) year; Noninterest-bearing Outstanding Receivable (Payable) Payable to AHC Outstanding Receivable (Payable)</p>	<p>(1,403,186)</p> <p>-</p> <p>73,778,000</p> <p>(63,778,000)</p> <p>-</p> <p>(64,000,000)</p> <p>1,403,186</p> <p>1,403,186</p> <p>-</p> <p>-</p> <p>64,000,000</p>

		Subscription payable – Noninterest-bearing	(64,000,000)
		Outstanding Receivable (Payable)	
<i>Phil First Insurance Co., Inc.</i>	Affiliate*	2016: Rental and other charges –within 1 year Noninterest-bearing	3,676,080
		Outstanding Receivable (Payable)	(949,813)
		2015: Rental and other charges –within 1 year Noninterest-bearing	3,826,304
		Outstanding Receivable (Payable)	(732,857)
<i>Information and Communications Technology Academy, Inc.</i>	Affiliate*	2016: Advances within one (1) year; Noninterest bearing	41,166
		Outstanding Receivable (Payable)	41,166
<i>Officers and Employees</i>	Employees	2016: Advances to officers and employees – Liquidated within one (1) month; Noninterest-bearing	745,865
		Outstanding Receivable (Payable)	995,865
		2015: Advances to officers and employees – Liquidated within one (1) month; Noninterest-bearing	1,884,356
		Outstanding Receivable	1,283,875

*Entities under common control of a majority Shareholder.

The above-mentioned amendments were included in the SEC Form 17 A for the Fiscal Year Ending 31 March 2016 filed with the SEC and PSE on 14 July 2016.

When RPTs are involved, what processes are in place to address them in the manner that will safeguard the interest of the company and in particular of its minority shareholders and other stakeholders?

Related party transactions are accounted at arm's length prices or on terms similar to those reflected to those offered to non-related entities in an economically comparable market, so that there is no question of a conflict of interest.