

I. DISCLOSURE AND TRANSPARENCY

1) Ownership Structure

(a) Holding 5% shareholding or more

Shareholder	Number of Shares	Percent	Beneficial Owner
Eusebio H. Tanco	1,448,531,875	14.62%	Eusebio H. Tanco
Prudent Resources, Inc.	1,614,264,964	16.30%	Various Beneficial Owners
Rescom Developers, Inc.	795,265,934	8.03%	Various Beneficial Owners
Eujo Philippines, Inc.	763,873,130	7.71%	Various Beneficial Owners
Insurance Builders, Inc.	629,776,992	6.36%	Various Beneficial Owners
STI Education Services Group, Inc.	502,307,895	5.07%	Various Beneficial Owners
Morgan Stanley Investment Management Corporation	816,264,000	8.24%	Morgan Stanley Investment Management Corporation
Dunross Investment Ltd.	528,522,000	5.34%	Dunross Investment Ltd.

Updated based on SEC Form 23-B filed with SEC and PSE on 9 Nov 2015 for Insurance Builders, Inc.; SEC Form 23-B filed with SEC and PSE on 16 Nov 2015 and 22 Dec 2015 for Mr. E. H. Tanco.

Name of Senior Management	Number of Direct Shares	Number of Indirect shares/through (name of record owner)	% of Capital Stock
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%

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.	P850,000.00 (2014-15)	P102,000.00 (2015-2015)

The above-mentioned amendments were included in the SEC Form 17 A for the Fiscal Year Ending 31 March 2015 filed with the SEC and PSE on 14 July 2015.)

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 2015

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
*Philippine Women's University (PWU) – an entity under common management	Affiliate Company *Entities under common management until November 14, 2014.	Outstanding Receivable – Principal: To be settled by way of assignment of investment in shares	₱250,000,000
		Interest	12,651,546
*UNLAD Resources Development Corporation (UNLAD) an entity under common management	Affiliate Company *Entities under common management until November 14, 2014.	Outstanding Receivable – Principal: To be settled by way of assignment of investment in shares	198,000,000
		Interest	3,327,389
STI ESG	Subsidiary	2015: Advisory Fee – 30 days upon receipt of billings; Noninterest-bearing	14,400,000
		Reimbursement – 30 days upon receipt of billings; Noninterest-bearing	5,838,668
		2014: Reimbursement	(10,248,915)
West Negros University (Now: STI West Negros University)	Subsidiary	2015: Advisory Fee – 30 days upon receipt of billings; Noninterest-bearing	900,000
		Subscription Payable – Noninterest bearing	45,227,650
		Deposit for future stock subscription	179,726,350
		Assignment of liability	(7,321,342)
Attenborough Holdings Corporation	Subsidiary	2015: Advances – within one (1) year; Noninterest-bearing	1,403,186
		Subscription payable – Noninterest-bearing	64,000,000
		Officers and Employees subscription	179,726,350
		Assignment of liability	(7,321,342)
Officers and Employees	Employees	Advances to officers and employees – Liquidated within one (1) month; Noninterest-bearing	(2015) 1,884,356 (2014) 728,167
		Outstanding Receivable	(2015) 1,283,875 (2014) 270,909

*Entities under common management until November 14, 2014.

The above-mentioned amendments were included in the SEC Form 17 A for the Fiscal Year Ending 31 March 2015 filed with the SEC and PSE on 14 July 2015.

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.