

EMPOWERING  
COMMUNITIES

WE  
FIND  
WAYS

**BDO** Network Bank

2025 ANNUAL REPORT

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# Corporate Profile

BDO Network Bank, Inc. (BDONB) operates as the savings bank subsidiary of BDO Unibank, Inc., proudly living out its vision of being a strong community bank that relentlessly brings modern and relevant banking to underserved communities.

BDONB provides a wide range of banking products and services including loans, deposits, insurance, remittances, bills payment, and other banking services through its network of 545 branches and 93 loan offices.

BDONB's capacity to drive financial inclusion is strengthened by its partnership with Singapore-based shareholder Osmanthus Investment Holdings. Drawing on Osmanthus' expertise in scaling growth across emerging Asian markets, the collaboration supports the development of a sustainable business model aimed at broadening financial access nationwide.

Expansion of the Bank's customer touchpoints is an ongoing endeavor. Going beyond the traditional mindset of setting up branches and offices only in big urban areas, BDONB bravely chooses to extend its reach to unbanked and underserved regions to be closer to more and more communities in need of banking services.

The corporate governance practices of BDONB are consistent with that of its parent bank: fairness, accountability, transparency, integrity, and performance. The Bank's operations are handled by a competent team of professional managers and officers. The members of the Board of Directors are composed of professionals with competencies and experience in the fields of banking, accounting and finance, merchandise/marketing, strategy formulation, information technology, risk management, insurance, MSME, remittance, and agri-business.

With the support and guidance of its parent bank, BDONB remains steadfast in its commitment to serve its customers with simple, quick, accessible, relevant, convenient, and affordable financially inclusive solutions.

## Community Banking

BDONB is committed to its vision and mission to help communities throughout the country gain access to meaningful and relevant banking. Central to BDONB's purpose is the belief that with the right support, every Filipino can achieve his or her goals in life. The Bank is committed to work together with communities to provide simple banking solutions and tools to help communities thrive. Deepening its presence in far-flung areas, BDONB continues to strengthen its partnerships with communities and remains steadfast in its promise to help more Filipinos reach their dreams.



## Our Vision

To be the Philippines' leading bank in serving communities that are unserved or underserved through the promotion of meaningful financial products and services and through responsible financial management.

## Our Mission

To be the leading community bank in the Philippines, through:

- A wide and deep presence in progressive communities that are unserved or underserved;
- Responsive, innovative, and quality banking products and services;
- Competent and values-driven professionals with a strong sense of purpose;
- Good governance and the promotion of best management practices; and
- Superior returns that are among the best in the industry



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# Message from the Chairman



***“In 2025, we further broadened our reach by adding 82 branches, bringing essential financial services to more Filipinos in underserved areas.”***

## ***To Our Shareholders,***

BDO Network Bank delivered a banner year in growth and profitability, underpinned by our continued commitment to extend relevant banking services to communities with limited access. This purpose remains central to our strategy, guiding how we expand our network and strengthen customer engagement.

In 2025, we further broadened our reach by adding 82 branches, bringing essential financial services to more Filipinos in underserved areas. With a growing footprint now available across 512 municipalities and cities nationwide, we are able to serve more customers, deepen local relationships, and create vital employment opportunities where these are most needed.

As our network grows, so does our responsibility to remain accessible and dependable. Through infrastructure enhancements such as low-orbit satellite internet, we are strengthening our resilience and ensuring continuous service in areas where connectivity may be limited.

The impact of our initiatives has become increasingly evident across the communities we support. In 2025, our expanded presence has increased customers by 22%, loans by 20%, and deposits by 15%. With improved access to affordable financing and working capital, more entrepreneurs have been able to establish and scale their livelihoods, driving higher economic activity and creating more jobs in the communities they operate in, thereby advancing financial accessibility and promoting inclusive growth in the areas we serve. Slowly but steadily, we continue to make an impact in the communities we serve.

We extend our appreciation to the Board of Directors for their guidance, the management team for their leadership, and all BDO Network Bank employees for their unwavering dedication. To our customers and shareholders, thank you for your continued trust as we work together to build stronger and more resilient communities nationwide.

Sincerely,

A handwritten signature in black ink, appearing to read 'Nestor V. Tan'.

**Nestor V. Tan**  
Chairman

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# Message from the Vice Chairman and President



***“Looking ahead, we will continue to reach out to more customers, engage them through community-based marketing, and drive the adoption of digital banking.”***

## ***Dear Shareholders, Clients, and Colleagues,***

The men and women of BDO Network Bank delivered another record year, anchored on strong growth in unsecured lending to MSMEs, government employees, and Overseas Filipino Workers. Deposit growth outpaced loans, reflecting the efforts that go into creating compelling value for our services and the trust we continue to earn from our communities every day.

Beyond our record financial achievements, we take special pride in the impact we make on the communities we serve. By expanding access to banking and credit, we help businesses grow, stimulate economic activity, create more jobs, and further strengthen consumer and investor confidence. Guided by responsible community engagement, our efforts support more holistic and sustainable development.

Accessibility remained at the heart of our mission. In 2025, we opened 82 new branches and welcomed more than 350,000 new customers. Today, we serve approximately two million customers nationwide through our branch network supported by over 6,000 employees who live and work close to our customers.

Together with our partners, we worked to uplift lives by supporting financial literacy programs, improving access to basic health services and rehabilitating community facilities. In collaboration with BDO Foundation, the Felicidad T. Sy Foundation, and SM Foundation, we provided timely relief to over 100 schools and barangays affected by calamities and delivered medical and dental services in other areas.

Looking ahead, we will continue to reach out to more customers, engage them through community-based marketing, and drive the adoption of digital banking. Guided by our commitment to making banking “Simple lang,” we will further enhance the customer experience by simplifying transactions, and improving accessibility through digital means.

On behalf of the BDO Network Bank team, we thank our shareholders for their trust and guidance, our clients for believing in us, and our employees for their dedication and service in bringing our mission to life. Together, we will be where we are needed, serving communities across the country and helping build a stronger future.

Very truly yours,

A handwritten signature in black ink, appearing to read 'J. Itchon', written in a cursive style.

**Jesus Antonio S. Itchon**  
Vice Chairman and President

# Financial and Operating Highlights

	2025	2024	Change
<b>BALANCE SHEET (in million Php)</b>			
Total Assets	148,511.6	124,052.7	20%
Investment Securities	11,600.8	9,914.5	17%
Liquid Assets	16,796.3	15,053.2	12%
Gross Customer Loans	121,019.0	100,716.1	20%
Deposits	108,128.9	93,787.2	15%
Equity <sup>1/</sup>	19,111.6	15,715.2	22%
<b>INCOME STATEMENT (in million Php)</b>			
Net Interest Income	9,444.0	7,483.5	26%
Non-Interest Income	5,522.3	4,558.0	21%
Gross Operating Income	14,966.3	12,041.5	24%
Operating Expenses	11,070.9	9,075.4	22%
Pre-provision Profit	3,895.4	2,966.1	31%
Impairment Losses	1,115.5	1,028.4	8%
Net Profit After Tax	2,035.6	1,192.2	71%
<b>FINANCIAL PERFORMANCE INDICATORS</b>			
<b>Profitability</b>			
Return on Average Common Equity	11.7%	8.4%	3.3%
Return on Average Equity	11.7%	8.4%	3.3%
Return on Average Assets	1.5%	1.1%	0.4%
<b>Margins and Liquidity</b>			
Net Interest Margin	7.4%	6.9%	0.5%
Gross Customer Loans to Deposit Ratio	111.9%	107.4%	4.5%
Liquid Assets to Total Assets	11.3%	12.1%	-0.8%
<b>Cost Efficiency</b>			
Cost to Income Ratio	74.0%	75.4%	-1.4%
Cost to Average Assets Ratio	8.1%	7.8%	0.3%
<b>Asset Quality</b>			
Non Performing Loans (NPL)/Gross Customer Loans	2.7%	2.8%	-0.1%
Non Performing Loans (NPL) Cover	74.4%	78.6%	-4.2%
<b>Capital and Leverage</b>			
Common Equity Tier (CET) 1 Ratio	12.2%	12.0%	0.2%
Tier 1 Capital Ratio	12.2%	12.0%	0.2%
Capital Adequacy Ratio (CAR)	13.1%	12.9%	0.2%
Asset to Equity	8x	8x	
<b>DISTRIBUTION NETWORK AND MANPOWER</b>			
Branches	545	465	17%
Regular Branch	172	171	1%
Branch Lite	373	294	27%
Loan and Other Banking Offices	93	105	-11%
Regular Branch	3	3	0%
Branch Lite	90	102	-12%
ATMs <sup>2/</sup>	591	500	18%
Employees	6,119	5,456	12%
Officers	3,742	3,403	10%
Staff	2,377	2,053	16%

<sup>1/</sup> Total capital accounts, inclusive of non-controlling interest and preferred shares.

<sup>2/</sup> The ATMs deployed in BDO Network Bank, Inc. branches are owned and operated by BDO Unibank, Inc., effective December 2022, pursuant to a Board-approved agreement.

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# Review of Operations

## Financial Performance

BDO Network Bank (BDONB) delivered a strong performance in 2025, with robust volume growth reinforcing its overall business objectives. We sustained healthy expansion in both accounts and customers, further strengthening our market presence and broadening our reach. Non-performing assets were effectively managed and remained in check, ensuring portfolio stability. Net interest margin also continued to improve, driven by strong Current Account / Savings Account (CASA) performance with decent year-on-year (YoY) growth in average daily balance (ADB), reinforcing liquidity and cost efficiency.

Our margin improved despite high funding cost and increased competition, reflecting disciplined management and the resilience of our core business. We remained steady and focused amid evolving market conditions and a more cautious investment climate.

In response, we proactively secured additional capital to support asset growth and maintain regulatory compliance. Tight cost monitoring and improved cash flow forecasting allowed us to employ tactical pricing and funding strategies for better cost management.

BDONB opened 82 new branches and strengthened presence in strategic locations to reach more customers. Sales productivity was also enhanced through better training, marketing programs, and incentive programs for frontline teams. By streamlining workflows and automated processes, turnaround times were reduced and customer experience improved.

As a result, total assets increased by 20% from ₱124.1 billion to ₱148.5 billion, while gross customer loans grew by 20% from ₱100.7 billion to ₱121.0 billion. Total deposits registered a 15% increase.

Along with the significant growth of assets and deposits in 2025, BDONB's net income increased by 71% from ₱1.2 billion to ₱2.0 billion. Income from interest-generating activities increased 26%, while non-interest income grew 21%.

Improving digital infrastructure remained a priority as we worked to deliver efficient and meaningful banking solutions to communities with limited access to financial services. We strengthened alignment and coordination with Cash Agad to complement our ongoing network expansion and further enhance accessibility in growth areas. For branches in remote locations with limited or no connectivity, we deployed low-orbit satellite internet technology to ensure reliable and uninterrupted service.

These improvements significantly enhanced customer experience and resulted in reduced travel time, faster transactions, and affordable credit access. It also enabled communities to accumulate capital and achieve financial goals.

## 2025 ACHIEVEMENTS

**₱121.0 billion**  
Gross Customer Loans  
20% Increase

**₱148.5 billion**  
Total Assets  
20% Increase

**₱9.4 billion**  
Net Interest Income  
26% Increase

At BDONB, financial inclusion is more than a mission—it is a promise to build relationships and stand with the communities we serve. By reaching out to those left behind by infrastructure and beyond the reach of fintechs and e-wallets, we ensure that banking becomes relevant, reliable, and accessible to more people. Complemented by financial literacy programs through BDO Foundation, BDONB offers savings, investment, and risk management solutions that help clients build stability, resilience, and a stronger financial future.

## Operational Highlights

### Lending

BDONB's gross customer loans increased by 20% from 2024 to 2025. Non-performing loans remained low and improved by 13 basis points from 2.85% to 2.72% while the non-performing loan cover decreased from 78.6% in 2024 to 74.4% in 2025.

Targets were met across all key metrics—bookings, market share, and loan growth—reflecting disciplined execution and close monitoring of sales activities through a detailed Management Information System (MIS).

Building on this momentum, BDONB will focus more on CASA onboarding, loans, and network expansion to deepen market reach, particularly in communities with limited access to formal banking services. Community marketing initiatives will be further strengthened to accelerate deposit generation and loan referrals, especially in remote and growth areas.

### Salary Loans

Salary loans maintained steady growth, increasing by 20% in 2025 despite the entry of new players in the market. As a business, we constantly adapt to the changing competitive market to build market share and expand further.

Salary Loans Group (SLG) continued to monitor bookings and maximize presence in remote areas. By being more customer-centric, we gained deeper insight into evolving needs and delivered more responsive and meaningful service. We fostered stronger synergies within local communities and across all units of the Bank. We deployed staff in more branches, introduced additional government loans, and developed our portfolio of non-traditional products.

In 2026, SLG will continue to deepen our reach in emerging markets, expand our product offerings, improve our digital services, and strengthen partnerships that drive inclusive growth at the community level.

### MSME Loans

Loan bookings for Micro, Small, and Medium Enterprises (MSME) continued to grow, resulting in a 25% increase by the end of 2025. Portfolio growth showed steady improvement, supported by targeted acquisition and deeper client engagement. Asset quality also improved, evidenced by a decline in non-performing loans.

Stronger client relationships through targeted industry mapping and relationship-based selling became a key driver for growth.

### LENDING OPERATIONS

**20%**  
Growth in  
Total Loans

**2.7%**  
Non-performing  
Loans

**74.4%**  
Non-performing  
Loans Cover

The business amplified its product-focused approach and strengthened coordination between sales, credit, and collection. Portfolio monitoring and turnaround time were improved to enhance competitiveness while maintaining risk standards. Customer experience initiatives focused on speed, simplicity, and responsiveness, along with dedicated relationship management and proactive client engagement. These efforts increased retention and positioned the bank as a long-term partner for MSMEs.

Market and industry analysis also played a key role in 2025. Understanding what the market needs enabled more targeted client engagement, better aligned product offerings, and stronger relationships. This supported sustainable growth while maintaining portfolio quality.

Moving forward, the MSME business aims to strengthen its position as a primary banking partner by expanding market coverage, providing new products to tap niche markets, and deepening relationships with existing clients.

## Deposit-Taking

In 2025, BDONB opened 82 new branches across more access-limited locations. This expanded our market presence and enhanced client servicing coverage focused on segments in need of solutions to accelerate business growth.

Despite declining interest rates, our total deposits consistently grew, and we ended 2025 with a 15% increase in total deposits and 25% increase in CASA. Despite strong competition in the market, Community Banking Network Group (CBNG) secured a fair share in terms of volume of deposits and number of accounts.

Extreme weather conditions and natural calamities did not deter us from serving clients in times when they needed us most. The use of satellite internet and generator sets have enabled branches to operate on business as usual. Deposit level was maintained with no material impact even during the most critical situations when customers needed to withdraw funds for emergency needs and business recovery.

Extensive community-focused initiatives, carried out in collaboration with partners across BDONB, played a key role in sustaining our growth. Through these efforts, we strengthened our presence in the communities we serve and broadened our reach. We surpassed our volume targets while remaining aligned with our mission to expand access to financial services.

We continuously review processes to ensure efficient service delivery for our customers. Together with Human Resources (HR), we ran various programs to strengthen the sales capabilities of our branch officers, improve financial budget performance, and provide more responsive and effective service.

With the rollout of BDO Pay for BDONB, we enhanced convenience and accessibility for our customers. The deposit acceptance facility with our parent bank's branches (BDO Branch Banking Group) has also opened up opportunities for our clients to receive funds and payments of suppliers in cities and provinces where BDONB branches are not present.

Looking ahead, we aim to strengthen deposit generation and loan referral activities. We also plan to expand the availability of financial solutions that support individuals, entrepreneurs, and local communities. We will further cultivate partnerships with local institutions to ensure that our services remain relevant, accessible, and responsive to the evolving needs of the markets we serve.

### BRANCH OPERATIONS

70%  
CASA Ratio

15%  
Increase in  
Total Deposits

17%  
Increase in  
Number of Branches

## Product

Market conditions in 2025 positively impacted our loan portfolio which grew 20% for salary loans and 25% for MSME loans. CASA ADB also grew by 25%. We were able to widen our physical network and expand the reach of our existing product offerings.

For the Negosyante Loan, we doubled the maximum loan amount from ₱1 million to ₱2 million and introduced the Negosyante Check credit line facility to better serve the growing needs of our existing borrowers and attract newer segments. For our Salary Loan, we broadened our focus beyond the Department of Education to include LGUs, National Government Agencies (NGAs), and the Armed Forces of the Philippines (AFP).

Simultaneously, we sustained cross-selling efforts for the Kabayan Loan among Kabayan Savings Account holders to help fund home improvements, education, and side businesses. We also expanded our micro-insurance offering by launching group plans tailored for families and companies seeking to provide added protection for their employees.

We also deployed a Field Collections App that increased our collections productivity. With the app, our Field Collection Officers were able to maximize time on the field and have more effective discussions with borrowers.

To enable future growth, we will continue to expand the reach of our core products to newer segments and upgrade our digital banking channels to extend our services outside the branch and operating hours. These initiatives will expand our accessibility and market presence while driving greater efficiency, improved economies of scale, and faster time to market. By upgrading our digital channels and leveraging the BDO Group's digital and operational platforms, we can deliver more relevant solutions to the communities we serve.

## Support and Delivery Systems

In 2025, the number of Automated Teller Machines (ATMs) grew by 18% from 500 to 591. Our domestic remittance volumes grew by 87% while the number of transactions increased by 35%.

To provide customers with a faster and more cost-efficient way to reach the Bank for support, BDONB launched its Mobile Number Hotline. This new contact channel reinforces our commitment to a responsive and accessible financial consumer protection framework for all types of customer concerns and inquiries.

Call center operations was also expanded to provide 24 hours daily coverage, ensuring immediate assistance for high-priority concerns. This enhanced service capability underscores the Bank's dedication to safeguarding customer assets, particularly from fraud and account misuse. As digital security threats continue to rise and the integrity of information becomes increasingly at risk, round-the-clock support provides customers with the assurance that they are always protected.

BDONB also strengthened its security measures for handling customer inquiries by implementing a new chatbot solution partner on its social media platform. Collectively, these improvements reinforce the Bank's Financial Consumer Protection Program as an essential component of its corporate governance, culture, and risk management practices.

In line with BDONB's ongoing digital transformation, we launched a digital banking service that enabled our clients to enroll their BDONB accounts in BDO Pay. Our clients now have the ability to pay their bills to over 2000 billers and perform electronic fund transfers to other banks via BancNet InstaPay.

BDONB also piloted its first Online Account Opening platform, providing customers with a digital onboarding channel. This initiative enables faster access to accounts and debit cards, improving convenience and supporting greater financial inclusion. The platform forms part of BDONB's broader digitalization efforts to bring accessible, efficient, and customer-focused banking services closer to the communities it serves.

In 2026, we plan to continue improving the digital banking experience of BDONB's corporate clients, enhance the transactional capabilities for our debit cardholders, and allow more features and functionalities for BDONB accountholders in the BDO Pay app.

Soon, we will also introduce a dedicated Help and Support page on the BDO website, providing customers with an additional channel for assistance, inquiries, and feedback. This new feature is designed to make support more accessible and convenient, ensuring customers can easily find the information and help they need.

## Treasury

Raising low-cost stable funding was Treasury Group's key priority in 2025. The consensus view was for short term interest rates to decline amid Bangko Sentral ng Pilipinas (BSP) policy cuts given a benign inflation environment. However, bank deposit rates remained elevated on tight market liquidity conditions. Despite the challenging balancing act between liquidity ratio management and achieving lower funding costs, the Bank's Net Interest Margin improved 49 bps to 7.43% in 2025 from 6.94% in 2024.

Pursuant to the vision and mission of BDONB to deliver a wide array of financial services responsive to the needs of the communities it serves and to promote financial inclusion in rural areas, BDONB Treasury strengthened the campaign for its existing 5-Year + 1 Day Time Deposit (TD).

Meanwhile, continued tight funding cost monitoring and improved cashflow forecasting allowed us to employ tactical pricing and funding strategies for better cost management throughout the year.

We also continued efforts to engage new counterparties and increase credit facilities. The Bank was able to secure an additional ₱11.8 billion from existing and new creditors, allowing flexibility to tap into readily available funding at manageable costs.

As BDONB continues to expand its reach, the trajectory of CASA and loan growth is seen to be sustained. The asset and liability management role of Treasury Group will also continue to expand beyond managing funding gaps. Our focus in the next three to five years will include enhancing returns while minimizing costs amid process improvement and employing strategies in duration and capital management.

## Leadership, Talent, and Organization

BDONB has strengthened its commitment to building a future-ready workforce. We focused on recruiting and training staff for remote branches while ensuring productivity and service quality. Through an organization-wide effort, the Bank's number of employees increased by 12%.

To attract top talent aligned with our business expansion goals, a holistic shift in recruitment strategy was essential. We enhanced employer branding through authentic storytelling and "Day in the Life" features, tapped modern sourcing channels, and applied adaptive interviewing that prioritizes skills, potential, and cultural fit. Robust onboarding and development coupled with data-driven HR analytics ensured that new hires were continuously supported and developed.

Workforce resiliency remained a key priority. Through deliberate succession planning that blended external recruitment with internal talent development, the Bank ensured leadership continuity while creating clear growth pathways for employees.

Continuous training helped employees sharpen their knowledge and skills. Corporate governance programs covered risk management, business continuity, crisis management, cybersecurity, and emerging technologies. Mandatory e-courses on Anti-Money Laundering, Information Security, Business Continuity, and Financial Consumer Protection strengthened compliance, while targeted programs in sales and customer service enhanced frontliners' abilities.

To engage more employees and improve their well-being, the Union-Management Forum addressed compensation, benefits, performance, and work-life balance. Wellness initiatives, including the revival of the Provincial Sportsfest, further promoted camaraderie, resilience, and a strong sense of community across the organization.

## Going Forward

BDONB remains firmly anchored in delivering accessible, reliable, and relevant banking solutions where they are needed most. We will continue broadening our reach and deepening our presence in developing markets, while improving operational efficiency to serve these communities more effectively.

Sustained network expansion will remain a priority, alongside driving growth in both assets and liabilities to strengthen financial inclusion. We will continue to push CASA deposit growth, focusing on the increase of low-cost deposits to support liquidity and profitability. We plan to offer more tailored products and financial solutions and serve additional customer segments.

Central to this direction is stronger synergy within the BDO Group. By leveraging shared capabilities and platforms, we aim to deliver greater value across the network. Sustainable growth will come from expanding relationships within existing communities and consistently delivering solutions that address evolving client needs.

Beyond business targets, we will continue to invest in meaningful community and social impact initiatives. In partnership with BDO Foundation and SM Foundation, we support programs that promote good governance, financial education, health and wellness, and quality education.

At BDONB, our deepest sense of purpose comes from being exactly where we are needed—at the heart of the communities that are seeking greater financial access. Every product we design, every service we provide, and every initiative we pursue is guided by our commitment to open doors, create opportunities, and make a lasting difference in our customers' lives. Driven by passion and a genuine commitment to serve, we help Filipino families, entrepreneurs, and local institutions move toward lasting prosperity and a brighter tomorrow.

# Corporate Governance

Corporate governance in BDO Network Bank, Inc. (BDONB) 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.

BDONB’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. This approach has built BDONB’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.

BDONB complies with the SEC Code of Corporate Governance for Public Companies and with the Enhanced Corporate Governance Guidelines for BSP-Supervised Financial Institutions. It has also continued to follow and align, where appropriate, to the Corporate Governance Framework of its parent bank, BDO Unibank, Inc., which in turn follows 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

The responsibility for good governance ultimately rests with the Board. It is tasked with providing effective leadership and overall direction to ensure the long-term success of the Bank. It oversees the business affairs of the Bank, 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.

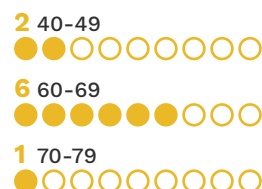
The Board periodically reviews the Bank’s strategic objectives, ensuring their continuous alignment with the Bank’s corporate mission and vision. It is also responsible for overseeing management performance, enterprise risk management, internal control systems, financial reporting and compliance, related party transactions, and the continuing education of directors. Additionally, the Board manages the succession planning for itself, the President, and senior management.

## Board Snapshot

### DIRECTOR DIVERSITY



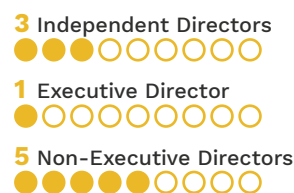
### DIRECTOR AGE



### DIRECTOR EXPERTISE



### DIRECTOR INDEPENDENCE



In its commitment to sustainable banking practices, the Board considers sustainability issues related to the environment, social, and governance factors. This holistic approach ensures that the Bank not only achieves financial success but also contributes positively to society and the environment.

## Board Composition

The Board's composition embodies diversity and independence, anchoring its ability to provide strategic oversight, uphold integrity, and deliver balanced perspective and judgement that advance stakeholder value. The Board is composed of nine (9) seats and is aided by two (2) advisors. It is led by a Non-Executive Chairperson with three (3) Independent Directors, four (4) other Non-Executive Directors, and one (1) Executive Director who is the Vice Chairman and the President.

With Independent and Non-Executive Directors of the Bank comprising 89% (8 of 9) of the Board, its current composition surpasses the minimum regulatory standards that independent and non-executive directors form the majority. As three (3) of the nine (9) Board seats are currently occupied by independent directors, the Bank is compliant with the 1/3 minimum requirement of the Bangko Sentral ng Pilipinas (BSP) and the Securities and Exchange Commission (SEC). Independent directors chair four (4) of six (6) board committees, namely Risk Management, Audit, Corporate Governance, and Related Party Transactions. This ensures that key issues and strategies are objectively reviewed, constructively challenged, thoroughly discussed, and rigorously examined.

The Board advisor role is considered an integral part of the Board whose influence is akin to directors. Their opinions and recommendations are taken into consideration by the Board members. The presence of a female Board advisor provides an independent view of the Bank and complements the five (5) female non-executive directors in the Board, three (3) of whom are independent directors.

## Screening of Directors

The Board is responsible for the screening of new directors through the Corporate Governance Committee. In line with the Bank's Board Diversity Policy, it leads the process of identifying and assessing the potential candidates against determined roles and key attributes that would balance the skills, knowledge, and experience of the existing Board membership and the requirements of the Bank. The result of the evaluation determines the role and key attributes an incoming director should have. The Corporate Governance Committee receives recommendations for potential candidates and uses, to the extent possible, external search firms or external databases (i.e., Institute of Corporate Directors (ICD) List of Members) in selecting the pool of candidates for the new members of the Board. The Corporate Governance Committee recommends the most suitable candidate to the Board for appointment or election as director. This process was done with the election of the new director in 2025.

For reelection of incumbent directors, the Corporate Governance Committee also considers the results of the most recent annual evaluation of the performance of the Board and Board-level Committees facilitated by the Corporate Governance Officer, attendance record in meetings, participation in Board activities, and overall contribution to the function of the Board. These results, along with regulatory fit and proper requirements, form part of the Corporate Governance Committee's formal endorsement of incumbent directors seeking re-election during the Annual Stockholders' Meeting (ASM).

## Board Diversity

BDONB 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 or preference, age, education, race, religion, business, and other related expertise among its directors will foster critical discussion and promote balanced decisions by the Board.

The Board is resolute in continuously promoting and observing 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 Corporate Governance 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.

In line with maintaining diversity in the Board composition, suitability of each member, as well as compliance with new regulations, the Corporate Governance Committee annually reviews the Board and Board-level Committee composition. 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 Bank'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 experience in banking, accounting and finance, merchandise/marketing, strategy formulation, information technology, risk management, insurance, MSME, remittance, and agri-business. Half of the board members have foreign educational and/or work experience, which bring global perspectives to the board. The addition to the Board of Director Maria Corazon A. Mallillin, a new director elected in 2025 who has extensive experience in the banking sector, further enhanced the diverse expertise and perspectives in the Bank's 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 with the Bank's growth, complexity and scope of business.

## 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, Chief Risk Officer, and Chief Internal Auditor. Fit and proper standards are applied in the selection of key officers, and utmost consideration is given to their integrity, technical expertise, and banking industry experience.

## 2025 BOARD MEETINGS

Directors	No. of Meetings Attended (13 meetings held)	% Attendance
Nestor V. Tan	13	100%
Jesus Antonio S. Itchon	12	92.31%
Evelyn Cristina A. Cam	12	92.31%
Ma. Leonora V. De Jesus	12	92.31%
Anabelle L. Chua	13	100%
Geneva T. Gloria	13	100%
Jovasky Wei Shen Pang	11	84.62%
Rolando C. Tanchanco	12	92.31%
Jaime C. Yu*	8 of 9	88.89%
Maria Corazon A. Mallillin**	3 of 4	75%

\* Director Yu's term as Director ended on August 8, 2025.

\*\* Director Mallillin was elected during the Annual Stockholders' Meeting of BDONB on August 8, 2025.

## Review of Bank’s Mission, Vision, and Strategic Plans

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 ability to manage risks effectively. It is actively engaged in the affairs of the Bank and keeps up with material changes in the Bank’s business and regulatory environment to ensure that the Bank has beneficial 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, and the release of the 2024 audited financial statements. Its oversight functions include the review of operational and financial performance of senior management and work of the various committees in accordance with their Terms of Reference. As part of its strategy to build a strong business franchise, the Bank received additional equity investment and capital infusion from BDO Unibank and Osmanthus Investment Holdings Pte. Ltd. to support its strong salary and MSME loan growth.

## Sustainability Initiatives

The Board also oversaw matters related to sustainability, particularly regarding the Bank’s alignment with the institutional approach of the BDO Group to transition to a sustainable finance framework through engagement in Technical Working Groups and adoption of policies on energy, water, fuel, and waste management; gender, diversity, and inclusion initiatives of HR, including the incorporation of sustainability commitments in performance reviews; supply chain management; and an employee volunteer program based on sustainable development goals. The Board, through the Executive Committee, exercises oversight over the Bank’s sustainability program and is regularly updated on sustainability initiatives and policies through close coordination with Compliance and the BDO Sustainability Office. The Bank reports on its sustainability strategies through the annual BDO Sustainability Report which can be accessed at <https://www.bdo.com.ph/about-bdo/sustainability/sustainability-reporting>.

Beyond providing financial services to its clients, BDONB conducted 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 MSME 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.

## Improving Board Effectiveness

### Board Performance

A yearly self-assessment is conducted focusing on the performance of the Board, directors, Committees, and senior management, through the Corporate Governance Committee, using an approved set of questionnaires. The performance evaluation process begins with sending customized Board Evaluation Questionnaires to each director and advisor. They are then required to complete the questionnaire and explain the rationale of their response. The results of which are independently tabulated and consolidated by the Corporate Governance Officer.

The Parent Bank re-engaged Isla Lipana & Co./PwC Philippines (PwC) as external facilitator for its 2024 Board Effectiveness Evaluation (BEE), and BDONB adopted the same set of questionnaires for 2024. The results from the directors' and board advisor's assessment responses show that the Board has healthy and positive dynamics, possessing diverse skills and varied perspectives which enable comprehensive analysis and robust strategic guidance, thereby fulfilling the Bank's commitment to effective governance and sustainable business practices. The results further indicate strong oversight and engagement by the Board with senior management. The Chairperson and President consistently demonstrate exceptional leadership and competence, effectively implementing board decisions and fostering a culture of excellence and innovation. The Board-level Committees were assessed to have generally strong performance of their mandates.

## Senior Management and Employee Performance

The Board approves and monitors appropriate key performance indicators for senior management, which are aligned with the Bank's strategic plan, and oversees management's conduct of the Bank's business and intervenes as needed. Each employee has a Key Result Area Plan that specifies the standards of performance and expected results that are aligned with the overall goals and strategy of the Bank. This ensures that individual efforts contribute to the overall success of the Bank. In addition, performance is tracked, and actual results are measured versus standards set by the Management and Board, and this serves as the basis of the yearly appraisal of employees.

For the heads of control functions—Chief Audit Executive, Chief Risk Officer, and Chief Compliance Officer—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

To ensure the enhancement of directors' skills and knowledge, the Board undergoes a continuing education program. Each year, all directors and key officers 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. BDONB directors complied with the annual corporate governance training requirement of four (4) hours by participating in the 2025 Corporate Governance Seminar which 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, WTW) 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.

## Succession Planning

Succession planning for the Board and senior management is an important part of the governance process. BDONB's Succession Planning Policy covers the steps involved in the (a) identification and development of talents, and (b) assessment and building of succession bench strength to ensure that potential successors are ready to transition to the next key leadership/position in the Bank.

As part of succession planning and in promotion of dynamism, the Board adopts a policy on retirement for directors and officers. The Board has adopted and observes the nine-year term limit of independent directors as a way to orderly and progressively refresh the Board membership.

The Board, President, and senior management's succession framework and leadership development plans are reviewed by the Board through the Corporate Governance Committee. The process of identifying and recommending to the Board the possible candidates for appointment as directors of the Bank as well as management positions that require Board appointments is led by the Corporate Governance Committee. In conducting this process, the Corporate Governance Committee considers succession planning and the leadership needs of the Bank.

It is always a conscious effort for the Bank to implement its succession planning at the Board level. Each year, the Board assesses the nominees for Board membership and the remaining term of independent directors to allow material time to scout for successors. The Board, through the Corporate Governance Committee, shortlists the stockholders' nominated candidates by pre-screening and verifying the qualifications of candidates whose names are obtained from different sources including independent lists such as those from the Institute of Corporate Directors, among others.

At the management level, the Board also affirms in their annual Organizational Board Meeting the designations of the corporate officers of the Bank including the President. BDONB's implementation of succession planning in each business unit is driven by the President for Group Head positions, and by the Group Heads in partnership with Human Resources Group (HRG) for their respective one to two level successors. It covers critical leadership or individual contributor roles to ensure business continuity, which is achieved through a systematic and integrated process of identification, assessment, development, and retention of talents.

## Remuneration of Directors and Senior Management

BDONB's remuneration policy is aligned with that of the Parent Bank BDO Unibank and is designed to attract, retain, and motivate employees, and members of the Board, ensuring that we have the best talent to drive the Bank's 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 claw back 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.

This 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, as well as to the other senior officers of the Bank. Annually, all qualified employees may be entitled to an increase in salary based on merits of their demonstrated performance for the immediately preceding year. The resulting merit increase has a long-term and compounding effect on the fixed pay, which serves as a basis for their retirement benefit. By rewarding performance and fostering a culture of excellence, this remuneration policy supports the Bank's strategic objectives and ensures its sustained growth and success.

Non-Executive Directors (NEDs) receive per diem for attending board and committee meetings. There is no distinction on the director's fee for a committee chairman or member. In accordance with law, the Bank grants additional director's fees on top of meeting per diems to ensure that the remuneration is commensurate with the effort, time spent, and responsibilities of NEDs. The total remuneration of each member of the Board is disclosed in the Bank's Definitive Information Statement and SEC Form 17-A (Annual Report).

## Dividends

The Bank recognizes the importance of providing a stable and sustainable dividend stream consistent with its commitment to shareholders. The payment of dividends entails prior Board approval of the amount, record, and payment dates as recommended by Management based on the BSP and SEC rules on declaration of cash dividends. Upon Board approval, necessary disclosures are made in compliance with regulatory requirements.

## Related Party Transactions

The Bank has established policies and procedures on related party transactions (RPTs) in accordance with the BSP and SEC regulations. These include definition of related parties, coverage of RPT policy, guidelines in ensuring arm's-length terms, identification and prevention or management of perceived, potential or actual conflicts of interest which arise from RPTs, 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, approves, and endorses all material RPTs for the Board's final approval.

Material RPTs, whose value exceeds the threshold set by the Bank, either singly or aggregated within a 12-month period, with the same related party, shall require review of a designated reviewing committee or the Board of Directors. The approval of the Board shall be obtained prior to the execution of the material RPT.

The RPT policy applies to BDONB, as appropriate, to ensure that every RPT is conducted in a manner that will protect the Bank from any conflict of interest which may arise between the Bank and its related parties. The policy also covers the proper review, approval, ratification, and disclosure of transactions between the Bank and any of its related parties in compliance with legal and regulatory requirements. The policy requires any member of the RPT Committee who has a potential interest in any RPT to abstain from the discussion and endorsement of the RPT. Similarly, any member of the Board who has an interest in the transaction must abstain from the deliberation and approval of any RPT.

## Chairperson of the Board

The Chairperson holds the pivotal role of guiding the Board and ensuring its optimal performance. He offers visionary leadership, cultivates productive relationships among directors, and fosters an environment conducive to open, critical discussions and constructive debates on key issues and strategic matters. He ensures that the Board of Directors maintains a robust oversight of the Bank's operations and the performance of senior management. Additionally, he spearheads efforts to uphold the Board's high standards of governance and independence, with unwavering support from 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 meetings are held without the presence of management or any bank executive, allowing for candid discussions on various matters outside the formal Board Audit Committee and Risk Management Committee meetings. Additionally, the INED engages with the heads of business and operating units to gain deeper insights and foster more comprehensive discussions with the Bank's management. These meetings are chaired by the Lead Independent Director, ensuring structured and effective dialogue.

In 2025, the INED held two (2) 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 Lead Independent Director 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.

## Major Stockholders

As of December 31, 2025, the following are known to BDONB to be directly or indirectly the record and/or beneficial owners of more than 5% of BDONB's voting securities:

Title of Class	Name and Address	Name of Beneficial Owner	Citizenship	No. of Shares Held	Percentage
Common	BDO Unibank, Inc. BDO Corporate Center, 7899 Makati Avenue, Makati City	Nestor V. Tan	Filipino	50,976,222*	84.96%**
Common	Osmanthus Investment Holdings Singapore 068906	Jovasky Wei Shen Pang	Singaporean	8,437,498	14.06%
<b>TOTAL (COMMON)</b>				<b>59,413,720</b>	<b>99.02%</b>

\* The application for issuance of the Certificate Authorizing Registration to transfer 541,427 common shares or equivalent to 0.90% from various owners to BDO Unibank, Inc. in the records of the Bank is currently pending with the BIR.

\*\* Beneficial ownership of BDO Unibank, Inc.

There are no voting trust shares or shares issued pursuant to a voting trust agreement registered with BDONB.

There are no arrangements which may result in a change of control of BDONB.

## Security Ownership of Management

As of December 31, 2025, the directors of BDONB each own one (1) common share. The BDONB directors and officers own the following common shares of BDONB:

Name of Director	Position	No. of Years as Director/Officer	Total No. of Direct and Indirect Shares as of December 31, 2025	Percent of Class
Nestor V. Tan	Chairman	10	1	Nil
Jesus Antonio S. Itchon	Director/Vice Chairman and President	8	1	Nil
Evelyn Cristina A. Cam	Independent Director	5	1	Nil
Anabelle L. Chua	Independent Director	1	1	Nil
Ma. Leonora V. De Jesus	Independent Director	7	1	Nil
Geneva T. Gloria	Director	5	1	Nil
Maria Corazon A. Mallillin	Director	4 Months	1	Nil
Jovasky Wei Shen Pang	Director	5	1	Nil
Rolando C. Tanchanco	Director	10	1	Nil
Joseph Jason M. Natividad	Corporate Secretary	5	0	Nil
Ma. Cecilia S. Santos	Assistant Corporate Secretary	10	0	Nil

## Board of Directors



### Nestor V. Tan

Chairman

Non-Executive Director  
Filipino, 67 years old

Nestor V. Tan is the Chairman and Director of BDO Network Bank, Inc. (BDONB). He was first elected as Director of BDONB on August 18, 2015. He is also the President and Chief Executive Officer of BDO Unibank, Inc.

Mr. Tan chairs BDO Strategic Holdings, Inc. and serves as Vice Chairman or Director across the Group's major businesses, including BDO Capital & Investment Corporation, BDO Finance Corporation, BDO Life Assurance Company, Inc., and BDO Private Bank, Inc. He is also a Trustee of BDO Foundation, Inc.

Regionally and globally, Mr. Tan holds leadership positions that shape the future of payments, financial infrastructure, and cross border banking. He is Chairman of BancNet, operator of the Philippines' national electronic payments network and InstaPay, and Chairman of the Mastercard Asia Pacific Advisory Board. He also serves as President of the International Monetary Conference, a global forum of CEOs from the world's largest financial institutions.

Mr. Tan previously served as President, Director, and Chairman of the Bankers Association of the Philippines, where he influenced regulatory coordination and market development initiatives. He is former Chairman of the De La Salle University Board of Trustees and currently sits on the Board of the De La Salle Medical and Health Sciences Institute.

Before joining BDO, Mr. Tan built a global banking career spanning nearly four decades, holding senior leadership roles at Barclays (New York and London), Bankers Trust Company, Mellon Bank, and serving as Chief Operating Officer of the Financial Institutions Services Group of BZW, Barclays' investment banking subsidiary. His international experience shaped his expertise in wholesale banking, risk management, and institutional client strategy.

Mr. Tan earned a Bachelor's degree in Commerce from De La Salle University and an MBA from the Wharton School, University of Pennsylvania.



## Jesus Antonio S. Itchon

Vice Chairman and President  
Executive Director  
Filipino, 64 years old

Jesus Antonio S. Itchon is the President and Vice Chairman of BDO Network Bank, Inc. (BDONB) and has been serving as a Director since September 15, 2017. He is likewise an Executive Vice President of BDO Unibank, Inc., a position he has held since September 15, 2017. He has over thirty-eight (38) years of experience in the financial services industry. Prior to joining BDONB, he was Executive Vice President of Property Company of Friends, Inc. and Williamton Financing Corporation since 2016, and Independent Director of Paymaya Phils. Inc. since 2015. Mr. Itchon was Managing Director of Citibank N.A. Philippines where he held various senior leadership positions from 1986 to 2015 including City Country Compliance Officer, President of Citibank Savings, and Country Head of Global Transaction Banking. He graduated from De La Salle University with a degree in Bachelor of Arts in Economics and from the Johnson Graduate School of Management, Cornell University with a Master's Degree in Business Administration.



## Evelyn Cristina Ang Cam

Independent Director  
Filipino, 45 years old

Evelyn Cristina Ang Cam, CFA, is an Independent Director of BDO Network Bank, Inc. (BDONB) since August 28, 2020. She is the Managing Director and Chief of Operations of Cam & Company, Inc. since 2015, a family owned and Davao-based corporation engaged in Agribusiness and Commercial Real Estate. Moreover, she holds ownership stakes in the following privately held companies, namely: 1) Cam Marketing, Inc., a Davao-based corporation engaged in Mindanao distribution of veterinary and animal health products; 2) Five Jewels Corporation, a Davao-based corporation engaged in the distribution of United Laboratories Products and B Meg Animal Feeds; 3) South Sea Designs, Inc., a Davao-based corporation engaged in real estate and distribution of B Meg Animal Feeds for large farms; 4) Phil Agro Industrial Corporation, a Bukidnon-based corporation engaged in the manufacture of cassava starch, and which also provides financing and technical assistance to cassava farmers; and 5) FJC Farm, Inc., a Bukidnon-based corporation engaged in hog raising.

Ms. Cam holds a Bachelor of Arts in Management Economics from the Ateneo de Manila University and a Master's degree in Business Administration from the Tuck School of Business at Dartmouth College. She successfully passed Level 3 of the CFA (Chartered Financial Analyst) exam in 2010 and earned her charter thereafter. Ms. Cam is a current member of the CFA Philippine Society as well as the Hog Farmers Association of Davao City.



## Anabelle L. Chua

Independent Director  
Filipino, 64 years old

Anabelle L. Chua was elected as an Independent Director of BDO Network Bank, Inc. (BDONB) on December 6, 2024. She is also an Independent Director of Monde Nissin Corporation, where she serves as Chairperson of the Audit Committee and a member of the Risk and Related Party Transactions Committee and the Corporate Governance, Nomination and Remuneration Committee. She is also currently an Independent Director of BDO Securities Corporation and Emerging Power Inc. She previously held board and key committee roles in The Philippine Stock Exchange, Meralco, Maya Philippines, and Maya Bank, among others. Her extensive directorships spanned major companies including Smart Communications, various PLDT group subsidiaries, MediaQuest Holdings, TV5, Cignal TV, Philstar Group, Business World, Meralco PowerGen, Global Business Power, and the Securities Clearing Corporation of the Philippines. Ms. Chua served as PLDT Group Chief Financial Officer, Chief Risk Management Officer, Senior Vice President and Treasurer. She was also Chief Financial Officer of Smart Communications. Earlier in her career, she held various leadership roles in Citibank, N.A., and was a controller at Solid Pacific Finance Ltd. in Hong Kong.

She availed of early retirement from PLDT in April 2023 and became an Independent Director at Monde Nissin in September 2023. Ms. Chua graduated magna cum laude with a BS in Business Administration and Accountancy from the University of the Philippines and topped the October 1982 CPA Board Exams. She was named ING-FINEX CFO of the Year in 2021.



## Ma. Leonora V. De Jesus

Independent Director  
Filipino, 75 years old

Ma. Leonora V. De Jesus was elected as Independent Director of BDO Network Bank, Inc. (BDONB) on May 19, 2018. She is presently the Chairperson of the Bank's Board Audit Committee and a member of the Corporate Governance Committee and Related Party Transactions Committee. She is also an Independent Director of STI Education Systems Holdings, Inc. and STI Education Services Group, Inc. Ms. De Jesus also serves as Director of Risks, Opportunities Assessment and Management (ROAM), Inc. In addition, she is an accredited SEC trainor on corporate governance. In the past, Ms. De Jesus was an Independent Director of Dominion Holdings, Inc. (formerly BDO Leasing and Finance, Inc.), Equitable Savings Bank, PCI Capital Corporation, and BDO Elite Savings Bank, Inc. (formerly GE Money Bank, Inc.), and a Director of SM Development Corporation. She was formerly the University President of the Pamantasan ng Lungsod ng Maynila and was a professorial lecturer at the University of the Philippines, Diliman, and at the De La Salle Graduate School of Business and Governance. She attended a training on Portfolio Management at the New York Institute of Finance, and a Housing Finance course at the Wharton School of Business. She was also a member of the Board of Governors of the Philippine National Red Cross. Ms. De Jesus was a trustee of the Government Service Insurance System (GSIS) from 1998 until 2004, and was a member of the cabinet of Presidents Corazon C. Aquino, Fidel V. Ramos, and Joseph E. Estrada. She holds bachelor's (cum laude), master's, and doctorate degrees in Psychology from the University of the Philippines.



## Geneva T. Gloria

Non-Executive Director  
60 years old, Filipino

Geneva T. Gloria was elected as a Director of BDO Network Bank, Inc. (BDONB) on January 4, 2020. She holds the position of Senior Vice President & Head of Remittance-Transaction Banking Group at BDO Unibank, Inc. She also assumes directorships in the following subsidiaries: BDO Remit International Holdings B.V., BDO Remit (Canada) Ltd., BDO Remit (Japan) Ltd., BDO Remit Limited, BDO Remit (USA), Inc., BDO Remit (Macau) Limited, and Dominion Holdings, Inc. 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, Inc. (BDO) 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 BDONB. Ms. Gloria led the two institutions into maximizing both of the banks' reach and accessibility—successfully reaching the underserved and unserved markets and 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.



## Maria Corazon A. Mallillin

Non-Executive Director  
Filipino, 63 years old

Maria Corazon A. Mallillin was elected to the Board of Directors of BDO Network Bank, Inc. (BDONB) on August 8, 2025. She also serves as an Executive Vice President and the Group Head of Branch Banking of BDO Unibank, Inc. Ms. Mallillin has been with BDO Unibank for twenty years, joining the Bank in March 2005 as Region Head. Three years later, she was appointed Branch Banking Admin Head, overseeing operations of the entire branch network and spearheading digital transformation projects of the branches. She became Deputy Head for Branch Banking in 2021 and later assumed the role of Group Head in April 2023. She likewise serves as Board Trustee for BDO Foundation, a member of the Board of BDO Insurance and Reinsurance Brokers, Inc., and a Board Advisor for BDO Life Assurance Company, Inc. Prior to joining the Bank, she held various senior leadership roles in the banking industry. She served as Senior Vice President for Branch Banking of both Maybank Philippines, Inc. from 2002 to 2005 and at Asiatrust Bank from 1998 to 2002. She began her banking career at PCI Bank in 1982 as a Management Trainee and eventually was appointed Assistant Vice President and Head of Cash Management before leaving the organization in 1998. She holds a Bachelor of Arts degree in Economics and a Bachelor of Law degree from the University of the Philippines, Diliman, Quezon City.

Outside the banking sector, she also serves as a Board Trustee of the International Graduate School of Leadership (IGSL) and Far East Broadcasting Corporation (FEBC).



## Jovasky Wei Shen Pang

Non-Executive Director  
Singaporean, 49 years old

Jovasky Wei Shen Pang was elected to the Board of Directors of BDO Network Bank, Inc. (BDONB) on August 28, 2020. He is the Director and Chief Executive Officer of Archipelago Capital Partners Pte Ltd., a Singapore-based fund that invests in small to mid-market companies in Southeast Asia, and a Director of Archipelago Asia Focus Investment VCC. Prior to Archipelago, Mr. Pang spent over a decade at Temasek and Fullerton Financial Holdings (FFH). As the Global Head of SME and Consumer Banking at FFH, the financial services investment arm of Temasek Holdings, he was responsible for FFH's investments into financial institutions and the strategy and management of these companies. In the initial years at Temasek, he was instrumental in the turnaround of Bank Danamon in Indonesia and building the microfinance and SME banking business models which were subsequently replicated regionally in other portfolio investments. He also served for six years as the CEO of BOC Fullerton Community Bank and built it up to become the largest village bank network in China. BOC Fullerton Community Bank had won numerous national awards for excellence in service and innovation, and Mr. Pang was named Banking CEO of the Year (small bank category) by the Economic Observer).

Mr. Pang started his career at a global consulting firm, McKinsey & Company. He worked extensively with clients across many markets (e.g. Korea, China, Australia, Malaysia, Taiwan, etc.) and was one of the founders of McKinsey's Financial Institution Practice in South-east Asia. Mr. Pang holds a Bachelor of Arts (Hons) and a Master of Arts in Philosophy, Politics and Economics from Oxford University in the United Kingdom.



## Rolando C. Tanchanco

Non-Executive Director  
Filipino, 63 years old

Rolando C. Tanchanco was elected to the Board of Directors of BDO Network Bank, Inc. (BDONB) on August 1, 2015. He is Senior Executive Vice President of BDO Unibank, Inc. (BDO) and Head of its Consumer Banking Group. His responsibilities cover all retail lending businesses (Home Mortgages, Auto Financing, Multi-Purpose Loans, Credit Cards and Personal Loans), Payment Channels, and Digital Banking. He currently sits on the board of BDO Insurance and Reinsurance Brokers, Inc. and TransUnion Phils Inc. Mr. Tanchanco is a member of Visa Asia Pacific Client and Risk Councils, American Express Partner Advisory Council, and UnionPay SEA Regional Council.

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## CORPORATE SECRETARY



### Joseph Jason M. Natividad

Corporate Secretary  
Filipino, 53 years old

Joseph Jason M. Natividad is the Corporate Secretary of BDO Network Bank, Inc. (BDONB) and has held this position since January 4, 2020. He concurrently holds the position of Corporate Secretary of Dominion Holdings, Inc. (formerly BDO Leasing and Finance, 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, and Superior Land Holdings, Inc., and serves as a member of the Board of Directors and Corporate Secretary of Gaia South, Inc. and a Director, Treasurer, and Corporate Secretary of Luster and Gray Inc. He is also the Assistant Corporate Secretary of BDO Insurance and Reinsurance Brokers, Inc. He served as Assistant Corporate Secretary of Equitable PCI Bank from September 2006 to June 2007, prior to its merger with BDO Unibank, Inc., BDO Rental, Inc., and BDO Securities Corporation. He is also the Board Secretary of the Private Education Retirement Annuity Association (PERAA), a retirement fund administrator of private schools. Atty. Natividad is currently a partner at the Factoran and 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  
Filipino, 60 years old

Ma. Cecilia S. Santos is the Assistant Corporate Secretary of BDO Network Bank, Inc. (BDONB) and has held this position since September 26, 2015. She is concurrently the First Vice President and Alternate Corporate Information Officer of BDO Unibank, Inc. She is the Corporate Secretary of BDO Finance Corporation, BDO Foundation, Inc., BDO Strategic Holdings, Inc., Ivory Homes, Inc., Averon Holdings Corporation, BDO Rental, Inc., Equimark-NFC Development Corporation, and Nashville Holdings, Inc. Further, she is also the Assistant Corporate Secretary of BDO Private Bank, Inc., and the Assistant Corporate Secretary as well as Alternate Corporate Information Officer of Dominion Holdings, Inc. (formerly BDO Leasing and Finance, Inc.). She was formerly the Corporate Secretary of BDO Nomura Securities, Inc., Armstrong 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 (local and foreign). 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).

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## ADVISORS TO THE BOARD



**Dioscoro I. Ramos**

Advisor to the Board

Dioscoro (Roy) I. Ramos was elected as Advisor to the Board of Directors of BDO Network Bank, Inc. (BDONB) on April 25, 2025. Mr. Ramos was also elected to the Board of Directors of BDO Unibank, Inc. on January 9, 2016 and was appointed Lead Independent Director on April 23, 2021 until April 25, 2025. He is also an Advisor to the Board of BDO Private Bank, Inc. Mr. Ramos concurrently serves as chair of BDO's board level Trust Committee and as chair of BDO Unibank's group-wide Investment Committee. He also serves on BDO Unibank's IT Steering Committee, Risk Management Committee, and the Related Party Transactions Committee.

Mr. Ramos has been the Chief Executive Officer and Chief Investment Officer of RY&S Investments Ltd., Hong Kong since September 28, 2012. He was Independent Director of BDO Private Bank and BDO Securities Corporation from 2022 to 2025. Mr. Ramos was Head of Asia Financials Investment Research of Goldman Sachs Asia, LLC, Hong Kong from 1994 to 2011, and was appointed as Managing Director in 1998 and Partner Managing Director in 2006. Prior to that, he was with Mellon Bank, N.A. with postings in Pittsburgh, Philadelphia, New York, and Hong Kong. Mr. Ramos is a Certified Public Accountant. He holds a Bachelor of Science degree in Business Administration and Accountancy, cum laude, from the University of the Philippines; and a master's degree in Business from Wharton School, University of Pennsylvania.



**Teresita T. Sy**

Advisor to the Board

Teresita T. Sy was elected as Advisor to the Board of Directors of BDO Network Bank, Inc. (BDONB) on August 18, 2015. She is the Chairperson of BDO Unibank, Inc., and serves as Chairperson and/or Director of several BDO subsidiaries and affiliates, including BDO Private Bank, Inc., BDO Capital & Investment Corporation, BDO Finance Corporation, and BDO Life Assurance Company, Inc. Ms. Sy also serves as Trustee and Chairperson / Vice Chairperson of BDO Foundation, Inc. and SM Foundation, Inc., respectively.

Ms. Sy is also the Vice Chairperson of SM Investments Corporation, Advisor to the Board of SM Prime Holdings, Inc., and serves as Chairperson and President of SM Retail, Inc. and Sybase Equity Investment Corporation, and Chairperson of Ashdale Holdings, Inc. and Sysmart Corporation and President of Bellevue Properties, Inc. A graduate of Assumption College with a degree in Bachelor of Arts and Science in Commerce major in Management, she brings to the board her diverse experience in banking and finance, retail merchandising, mall and real estate development.

## 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 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

#### FUNCTIONS:

- Exercises the power of the Board in the management and direction of the affairs of the Bank.
- Acts as the main approving body for loans, credits, advances or commitments, and property-related proposals.
- Reviews and recommends for Board approval credit and investment proposals beyond its authority; major credit policies and amendments, including delegation of credit approval limits; establishment of branch/extension offices and domestic/foreign subsidiaries; and amendments to the Bank's Articles of Incorporation and/or By-Laws.
- Exercises oversight over the Bank's sustainability program.

Throughout the year, the Committee exercised its Board-delegated authority to approve significant actions, including:

- Approval of the Product Oversight and Governance Framework.
- Approval of the Memorandum of Understanding with the Armed Forces of the Philippines.
- Amendments to the approving authorities for loans, developer accreditation, and project selection.

#### Chairperson:

Nestor V. Tan

#### Members:

Jesus Antonio S. Itchon  
Rolando C. Tanchanco

#### Advisor:

Maria Corazon A. Mallillin

Executive Committee	No. of Meetings Attended	Total No. of Meetings
Jesus Antonio S. Itchon	5	5
Nestor V. Tan	5	5
Rolando C. Tanchanco	5	5

# Board Audit Committee

## 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, the Board Audit Committee (BAC) discharged its oversight functions independently in accordance with its Terms of Reference, which are annually reviewed and updated, when necessary.

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 public companies, and ensures that a review of the effectiveness of financial controls is conducted annually.
- On internal control and risk management, it monitors and evaluates the adequacy, soundness and effectiveness of the Bank's established internal control and risk management systems, policies and procedures including their implementation across all units of the Bank to provide reasonable assurance against fraud or other irregularities and material misstatement or loss, and conducts discussions with management regarding the effectiveness of the internal control system.
- On internal and external audits, 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, noncompliance with policies, laws, and regulations. Annually, it evaluates the performance of the Chief Audit Executive and the internal and external audit functions and oversees the Internal Audit Charter and its implementation as part of its responsibility for the Internal Audit Division.
- 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 Regulatory Compliance Unit and Anti-Money Laundering Office including their budget 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.

## Chairperson:

Ma. Leonora V. De Jesus  
(Independent Director)

## Member:

Evelyn Cristina A. Cam  
(Independent Director)  
Anabelle L. Chua  
(Independent Director)

Board Audit Committee	No. of Meetings Attended	Total No. of Meetings
Evelyn Cristina A. Cam	11	12
Anabelle L. Chua	12	12
Ma. Leonora V. De Jesus	11	12

In this context, the BAC accomplished the following in 2025:

### ■ Financial Reporting

The Board Audit Committee (BAC) reviewed the Bank's quarterly unaudited and annual audited financial statements, ensuring compliance with accounting standards and tax regulations. On February 18, 2025, the BAC endorsed for Board approval the 2024 Audited Financial Statements, after assuring that appropriate internal controls related to the financial reporting process and compliance with accounting standards were observed. Based on its assessment, the BAC believes that the financial statements are fairly presented in conformity with the relevant financial reporting standards in all material aspects. The Board approved the Bank's audited financial statement on February 21, 2025, based on the BAC endorsement.

### ■ Internal Audit Function

The Board Audit Committee (BAC) reviewed and approved the 2025 Internal Audit Charter which was aligned with the latest BDO Internal (IA) Charter. The changes made were pursuant to the BSP Manual of Regulations for Banks (MORB) that required BDONB to comply with sound internal auditing standards such as those issued by The Institute of Internal Auditors (IIA). As such, the alignment also considered the new Global Internal Audit Standards (GIAS), which became effective on January 9, 2025.

The Committee also assessed and approved the IA risk-based audit plans after a thorough review of the scope and audit methodology, as well as changes to the plan during the year. It reviewed audit reports focusing on high and moderate risk findings relating to operational, financial, and compliance risks including systems and processes with impact to financial, reputation, and information security.

The BAC regularly tracked the timely resolution of audit findings and assessed the appropriateness and adequacy of Management's action plans to address key issues. It ensured the Internal Audit function's independence and unfettered access to all records, properties, and information.

Further, the Committee assessed the performance of the Chief Audit Executive and the internal audit function and concluded that both carried out their mandates effectively as provided in the Internal Audit Charter and that the internal audit function possesses adequate resources to perform its duties effectively.

### ■ External Audit

On October 8, 2025, the BAC approved and endorsed to the Board for approval, the renewal of the appointment of the external auditor, Punongbayan & Araullo (P&A), Grant Thornton. Among the key deliverables of P&A are the Audit Report, audited financial statements, and a report on supplementary information as required by both the Securities and Exchange Commission (SEC) and the Bangko Sentral ng Pilipinas (BSP).

The BAC comprehensively reviewed and discussed the external audit reports, focusing on internal controls, risk management, governance, and financial impact, particularly changes in accounting and reporting standards. The Committee also reviewed thoroughly Management's responses to the external auditor's findings and recommendations.

## ■ Compliance Function

The BAC reviewed and approved updates to the Compliance and Anti-Money Laundering (AML) Unit's manuals, institutional risk assessment, annual compliance plans, and independent compliance testing roadmaps. It closely monitored the progress on the annual compliance plans, results of independent compliance and AML testing, Bank's compliance with regulatory limits/ratios, regulatory report submissions, and continuous improvement of compliance and AML methodologies and systems.

The BAC thoroughly discussed the results of regulatory examinations on BDO Network Bank, Inc. and vetted on Management's responses to the findings and recommendations. In 2025, the BAC reviewed the reports for regulatory examinations and ensured that the appropriate corrective actions were identified, planned and/or implemented. The Committee likewise devoted time to understanding the emerging money laundering risks and reviewed high-profile cases and other cases monitored by AMLU, ensuring that appropriate controls are in place and/or instituted to prevent the Bank from being a channel for money laundering or illegal activities. The BAC also continued to monitor the performance of the new version of the AML System which was implemented in 2025 to ensure that they continue to meet the objective of enhancing compliance and AML risk management on AML alerts review and disposition. Throughout 2025, the BAC reviewed the adequacy of the manpower complement of Compliance Department and ensured that the department continues to have the capacity to handle its continually expanding regulatory obligations.

The BAC assessed the performance of the Chief Compliance Officer and the compliance function, confirming that they effectively carried out their plans and programs and met their mandate as provided in their Charter.

## ■ Cases Involving Internal and External Fraud Cases, Whistle Blower Accounts and Non-Loan Accounts

The BAC reviewed reports on fraud and operational cases, whistleblower accounts, and non-loan related cases impacting financial, internal controls, information systems, and reputation. The Committee ensured that Management put adequate internal controls with focus on risk mitigation, legal handling, and fraud prevention to prevent recurrence.

The BAC, throughout the year, received reports on significant internal and external fraud cases, non-fraud operational incidents and high value loss events, and monitored Management's actions and accountability measures.

## ■ Assessment of BAC Performance

As part of its unwavering commitment to uphold the highest standards of corporate governance, the BAC conducted a comprehensive self-assessment of its performance for the year 2024. This assessment was meticulously carried out in accordance with its Terms of Reference, ensuring that all aspects of its mandate were evaluated.

The BAC's assessment of the Bank's internal controls, financial reporting process, and risk management systems considered several critical inputs:

- External Auditor's Report and Unqualified Opinion: An essential component that provided independent assurance of the Bank's financial health.
- Regulatory Report of Examinations: An essential component that provided independent assurance of the robustness of the Bank's risk management, capital adequacy, asset quality, earnings and liquidity.

- Chief Audit Executive’s Overall Assurance: Offering an internal perspective on the efficiency and effectiveness of the Bank’s operations.
- Senior Management’s Reports and Additional Information: Ensuring comprehensive oversight and informed decision-making.

The BAC assessment indicated that the Bank’s internal controls, financial reporting processes and systems are generally adequate and effective.

## Corporate Governance Committee

### FUNCTIONS:

- Primarily tasked to assist the Board in formulating the governance policies and overseeing the implementation of the governance practices of the Bank.
- 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 Bank’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.
- Recommends a suitable induction and orientation process for new directors.
- Oversees the governance on sustainability initiatives of the Bank, particularly on key processes, standards, and strategies designed to manage environmental and social impact, including culture-building, stakeholder communication, progress reporting on programs, metrics and targets, and sustainability reporting.
- 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 Bank’s directions to fill the gaps. It then makes appropriate recommendations to the Board.

### Chairperson:

Anabelle L. Chua  
(Independent Director)

### Members:

Ma. Leonora V. De Jesus  
(Independent Director)  
Geneva T. Gloria

### Advisor:

Rolando C. Tanchanco

Corporate Governance Committee	No. of Meetings Attended	Total No. of Meetings
Anabelle L. Chua*	5	5
Ma. Leonora V. De Jesus	6	6
Geneva T. Gloria	6	6

\* Assumed Committee positions on January 24, 2025, which was after the first meetings of CGC and RPTC held on January 14, 2025.

- 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.

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

a. Annual Continuing Education of Directors

The Corporate Governance Committee played a pivotal role in ensuring that directors adhered to the regulatory requirement for an annual corporate governance seminar, integral to their ongoing education. It ensured that all incumbent Board members successfully met the SEC's mandatory 4-hour requirement for the 2025 Annual Corporate Governance Seminar. Furthermore, the seminar was well-attended by the respective directors and key officers of BDONB, reflecting the bank's commitment to inclusive and comprehensive governance education across its entire corporate structure. Topics discussed were sustainable business practices and the impact of artificial intelligence to the Bank. Presenters highlighted collective governance for efficient and effective risk mitigation.

b. Adherence to Corporate Governance Standards

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

c. Revision of Key Governance Documents

The Corporate Governance Committee approved and endorsed several revisions to key governance documents. This included amendments to the:

■ **Interlocking Positions Policy**

The interlocking policy was fully referenced to the BSP's Manual of Regulations for Banks (MORB), which added the definition of the 'conflict of interest' in the policy. Minor revisions were also added to the sections covering the guidelines on the interlocking positions of the directors and the criteria of the performance evaluation of the Committee.

These updates ensure that BDONB's policies are consistent with regulatory standards, enhancing transparency and accountability in managing interlocking positions. It further helps mitigate risks associated with conflicts of interest and ensures that performance evaluations are uniformly applied.

■ **Corporate Governance Manual**

The 2025 Corporate Governance Manual reiterates a more diversified board composition, rigorous director training programs, highlights the Related Party Transaction (RPT) policies, as well as emphasizes BDONB's sustainability principles. These changes aim to improve decision-making, transparency, accountability, and long-term sustainability. It also reflects BDONB's commitment to continuous improvement in corporate governance.

#### d. Board Effectiveness Evaluation

The Committee also spearheaded the annual Board evaluation self-assessment by Board members and advisor covering the performance in 2024 of the Board of Directors, Board Committees, senior management, each director, and board advisor.

Preliminary results of the 2024 BEE were discussed during the Committee meeting on June 10, 2025, highlighting areas of strength and opportunities for improvement. The Board's performance was evaluated in ten (10) areas, namely: (i) Board responsibilities, (ii) Board composition, (iii) Board Committees evaluation, (iv) Board conduct, (v) Board interaction and communication, (vi) Chairperson, (vii) President, (viii) Board administration and process, (ix) Strategic Board meeting session, and (x) Board oversight of risks.

## Risk Management Committee

### FUNCTIONS:

- Responsible for the oversight of the enterprise risk management program of the Bank.
- Responsible for approving risk appetite levels, policies, and risk tolerance limits related to credit portfolio risk, market risk, liquidity risk, interest rate risk, operational risk (including business continuity risk, IT risk, information security risk, data privacy risk and social media risk), consumer protection risk, and environmental & social risk management, to ensure that current and emerging risk exposures are consistent with the Bank's strategic direction and overall risk appetite.
- 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 BDONB.
- 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.
- 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.
- Responsible for conducting regular discussions with management on current and emerging risk exposures, based on regular management reports, and directing concerned units on how to reduce these risks.

### Chairperson:

Evelyn Cristina A. Cam  
(Independent Director)

### Members:

Rolando C. Tanchanco  
Anabelle L. Chua  
(Independent Director)

### Advisor:

Geneva T. Gloria

Risk Management Committee	No. of Meetings Attended	Total No. of Meetings
Evelyn Cristina A. Cam	5	5
Anabelle L. Chua	5	5
Rolando C. Tanchanco	4	5

- Responsible for the appointment/selection, remuneration, approval, and assessment of interlocking positions held, performance evaluation, and dismissal of the Chief Risk Officer, and shall ensure that the risk management function has adequate resources and effectively oversees the risk-taking activities of the Bank.

In accordance with its mandate, the Committee conducted regular discussions on the Bank's exposures to various risks, i.e., credit portfolio risk, liquidity risk, market risk, interest rate risk in the banking book, operational risk (including business continuity risk, IT risk, information security risk, data privacy risk, and social media risk), as well as consumer protection risk and environmental & social risks, including mitigation strategies, where necessary and applicable.

Regular discussions of the Committee covered large exposures and credit risk concentrations, asset quality, results of credit stress tests and its impact on capital adequacy, results of the BSP-mandated stress tests (i.e. BSP Uniform Stress Test); updates on compliance to BSP Circulars 1159 and 1174 on the implementing rules and regulations and prudential reports relative to the mandatory Agriculture, Fisheries & Rural Development (AFRD) Financing Enhancement Act of 2022; liquidity gaps and results of liquidity stress tests; regulatory reports on Liquidity Coverage Ratio (LCR) and Net Stable Funding Ratio (NSFR); asset & liability management (ALM) exposures, Earnings-at-Risk (EAR), results of market risk and interest rate risk stress tests and impact on capital adequacy; results of performance monitoring of all implemented risk management models; operational risk profile of the Bank, significant operational risk incidents, operational losses and impact on capital adequacy, results of Business Continuity Plan (BCP) testing, any information on security breaches, cybersecurity updates, and any data privacy incidents in relation to Republic Act No. 10173, otherwise known as the Data Privacy Act (DPA); general profile of client inquiries/requests/complaints and resolutions/actions taken in compliance with BSP Circular 857 on Consumer Protection; and social media risk report in compliance with BSP Circular 949 on the Guidelines on Social Media Risk Management.

In 2025, the Committee approved: the revision of the Consumer Assistance Management System (CAMS), the amendment of the Guidelines on Outsourcing of Services; the update of the Social Media Risk Management Policy; the revisions to the Risk & Control Self-Assessment Guidelines; the amendments to the Bank's KRI Data Collection and Review; the revisions to the Market and Liquidity Risk Management Policy Manual; the amendment of the Loss Data Collection and Reporting Guidelines; and the approval of the Bank's Liquidity Contingency Plan.

The Committee also tackled in detail the establishment of the Single Transaction Limits for Trading of the Bank's Treasury personnel. The proposed limits were put in place to manage the Bank's trading risk exposure and is based on historical trading patterns, highest trades over the last four years, and any prospective transactions. Additionally, the Committee also approved the Bank's Recovery Plan, which covers the recovery planning process, governance structure, and oversight responsibilities pursuant to BSP Circular 1158, Section 156, and Appendix 150 of the Manual of the Manual of Regulations for Banks (MORB).

## Related Party Transactions Committee

### FUNCTIONS:

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

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 also reviewed all non-material related party transactions annually before Board confirmation, ensuring that even minor transactions met the necessary governance standards.

In addition to transaction approvals, the RPTC closely monitored the bank's outstanding loan exposures to related parties, providing a comprehensive oversight of the bank's engagements with related parties. Quarterly reviews of the conglomerate structure were conducted to ensure alignment with regulatory requirements and to maintain a robust governance framework. The Committee also assessed the results of independent compliance testing, ensuring adherence to related party transaction regulations and identifying areas for improvement.

As part of its ongoing commitment to effective governance, the Committee approved the revised RPT internal limits, which now align with both regulatory requirements and the needs of business lines. This balanced approach ensures that the bank's operations remain compliant while also addressing the practical needs of its business units. These actions reflect the Committee's proactive approach to risk management and its dedication to upholding high standards of corporate governance within BDONB.

### Chairperson:

Anabelle L. Chua  
(Independent Director)

### Members:

Ma. Leonora V. De Jesus  
(Independent Director)  
Evelyn Cristina A. Cam  
(Independent Director)

### Advisor:

Maria Corazon A. Mallillin

Related Party Transactions Committee	No. of Meetings Attended	Total No. of Meetings
Evelyn Cristina A. Cam	8	8
Anabelle L. Chua*	7	7
Ma. Leonora V. De Jesus	7	8

\* Assumed Committee positions on January 24, 2025, which was after the first meetings of CGC and RPTC held on January 14, 2025.

# Information Technology Steering Committee

## FUNCTIONS:

- Provides oversight and governance over the Bank’s IT functions, including approvals of information technology-related policies and practices of the Bank and applicable guidelines.
- Informs the Board of both internal and external IT-related developments and activities, potential challenges and risks, and progress versus strategic objectives.
- Approves and endorses IT-related best practices, strategic plans, policies and procedures to the Board.
- Is responsible for understanding, managing, and mitigating technology risks that confront the Bank, ensuring that the risks are properly managed and mitigated, and monitoring of IT performance including status of major IT projects and issues.

In 2025, the Information Technology Steering Committee (ITSC) made several key decisions to enhance the bank’s IT infrastructure, security measures, and overall operational stability. The ITSC undertook revisions of the Terms of Reference which reflected the inclusion of the Head of Business Technology and the Head of Operations and Technology Group. This provided a clearer framework for advisor contributions. The ITSC also monitored the IT Programs and key IT Security projects, ensuring continuous improvements.

The ITSC focused on the BDONB Technology Roadmap which showed the current major BDONB and enterprise-wide BDO Unibank projects. The Committee discussed the timeline of implementation of the various projects and the method of implementation on how the listed projects will fit the needs and purpose of BDONB.

Overall, these decisions improved IT governance, infrastructure, and security at BDONB, reflecting the ITSC’s commitment to maintaining high standards of operational stability and reliability.

## Chairperson:

Geneva T. Gloria

## Members:

Jesus Antonio S. Itchon  
 Jovasky Wei Shen Pang  
 Ramil G. Tigley  
 (Business Technology Head)  
 Hiyas Lea C. Pagaduan  
 (Operations and Technology Head)

## Advisors:

Ma. Leonora V. De Jesus  
 (Independent Director)  
 Evelyn Cristina A. Cam  
 (Independent Director)

Information Technology Steering Committee	No. of Meetings Attended	Total No. of Meetings
Jesus Antonio S. Itchon	3	4
Geneva T. Gloria	4	4
Jovasky Wei Shen Pang	3	4

# Independent Control Functions

## Compliance

BDONB’s Compliance Office, led by the Chief Compliance Officer (CCO), oversees the design and implementation of the Bank’s compliance system and framework through a comprehensive compliance program and promotes its effective implementation. Reporting directly to the Board, the Compliance Office ensures the Bank adheres to all relevant laws, rules, and regulations, as mandated by the BSP and other regulatory bodies. This includes managing compliance risk, fulfilling prudential reporting obligations, and providing compliance training.

The compliance system integrates processes, people, and policies to ensure that the Bank's operations align with industry standards and regulatory and legal requirements. This commitment to compliance safeguards the Bank and its stakeholders. As outlined in its Charter, the Compliance Office conducts independent compliance tests and reports on any significant issues or breaches to the Board Audit Committee.

The Anti-Money Laundering Unit (AMLU) under the Compliance Office, together with the Anti-Money Laundering Committee (AMLCom), is responsible for enforcing the Bank's Anti-Money Laundering (AML), Counter-Terrorist Financing (CTF), and Combating Proliferation Financing (CPF) program, in accordance with the Anti-Money Laundering Act (as amended), the Terrorism Financing Prevention and Suppression Act, and Anti-Terrorism Act (ATA) and their respective Implementing Rules and Regulations (IRRs). The AMLU also ensures adherence to relevant BSP and Anti-Money Laundering Council (AMLC) rules, regulations, and directives. The Bank's AML/CTF/CPF framework is articulated in its Board-approved Money Laundering, Terrorist Financing, and Proliferation Financing Prevention Program (MTPP) Manual, which adopts a risk-based approach and outlines requirements across the five (5) pillars of compliance, (i) customer onboarding and risk assessment, (ii) customer/transaction monitoring, (iii) regulatory reporting, (iv) record-keeping, and (v) training.

The AMLU implements the requirements of the MTPP through ongoing customer and transaction risk assessments, proactive monitoring and analytics, sanctions and name-screening activities, and the timely submission of accurate regulatory reports such as Covered Transaction Reports (CTRs) and Suspicious Transaction Reports (STRs). It issues and updates AML/CTF/CPF policies and procedures, develops e-learning modules, conducts training to reinforce accountability across business units, and provides advisory support on complex AML matters to strengthen frontline compliance with regulatory and internal standards.

The AMLU submits monthly reports to the Board Audit Committee (BAC) to provide visibility into material AML/CTF/CPF issues, monitoring results, regulatory concerns, and the status of remediation activities. This reporting process ensures that the Board is informed of significant financial crime risks and can exercise the appropriate level of oversight over the Bank's adherence to AML/CTF/CPF laws and regulations.

At the management level, the Anti-Money Laundering Committee (AMLCom) supports the AMLU by reviewing significant AML/CTF/CPF matters, validating risk assessments, and ensuring consistent implementation of controls across business units. AMLCom serves as a cross-functional forum for coordinating management action, facilitating timely resolution of issues requiring collaboration among different operating groups, and supporting the effective implementation of the Bank's AML/CTF/CPF program.

The Compliance Department, through its comprehensive compliance program, strives to protect the Bank's franchise and manage compliance risks. Simultaneously, it supports the Bank's business goals and growth by offering valuable compliance insights and regulatory guidance. This dual focus ensures safeguarding of the Bank and its stakeholders, fostering a secure and compliant operational environment.

## Internal Audit

The Internal Audit Group reports functionally to the BAC of BDONB. It provides independent, risk-based, and objective assurance, advice, insight and foresight, over the effectiveness of governance, risk management, and control processes of BDONB. It operates under the 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 audits 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 to standards such as the International Standards for the Professional Practice of Internal Auditing (ISPPA) and the Code of Ethics, as confirmed by the results of its External Quality Assessment Review (EQAR) in 2022. In the IA Charter approved by the BAC in 2025, Internal Audit again committed to adhere to the new Global Internal Audit Standards. Internal Audit also adheres to the principles under the COSO Internal Control Integrated Framework, COBIT (Control Objectives for Information and Related Technologies), 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, conclusions, and other information through a clear reporting line.

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

## Consumer Protection Practices

BDONB'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 BDONB's operations and considered in the development and implementation of the Bank's products and services.

## Customer Experience Philosophy

At BDONB, we are committed to the belief we can make banking simple for every Filipino so that they can achieve their dreams in life. This forms an integral part of our Customer Experience Philosophy and underscores our dedication to create a banking experience that offers convenient financial solutions that are tailor-fit to the needs of the unserved and underserved communities. We achieve this through a comprehensive understanding of our customers' financial objectives and life circumstances.

## Board and Management Oversight on Customer Concerns

The Board is primarily responsible for maintaining an 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:** 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 support the BOD in overseeing the Bank's adherence to the Consumer Protection policies as well as in ensuring the effectiveness of its application/implementation across all financial product and service offerings.
- **Risk Management Department:** 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.

## Enforcement and Monitoring of Customer Assistance Management System (CAMS)

BDONB enforces and monitors the Customer Assistance Management System (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 are outlined in the CAMS Manual. These policies define how consumer assistance is managed, including complaint resolution procedures, escalation protocols, and customer communication standards.
- **Dedicated Teams:** The Bank has established specialized teams, including customer service, complaint resolution, or service fulfillment teams, tasked with implementing and supervising CAMS. These dedicated teams manage consumer inquiries, requests, and complaints, collaborating to address issues accurately, promptly, and efficiently.
- **Monitoring and Reporting:** A tracking system is established to record and oversee client interactions, complaints, and resolutions. This enables the Bank to identify trends, evaluate service level performance, and address emerging issues. Regular reports provide management with insights to assess the effectiveness of CAMS.
- **Continuous Improvement:** BDONB regularly reviews and enhances the CAMS, incorporating feedback, adapting to regulatory changes, and aligning with industry best practices. This commitment to ongoing improvement ensures that the system remains relevant and effective in addressing customer needs and concerns.

In 2025, BDONB CAMS logged about 161,000 customer cases, of which only 6% were problem-related in nature. Majority of the cases were inquiries (90%) and requests (4%).

## Process for Handling of Customer Concerns

BDONB prioritizes efficient customer concern resolution. Upon receipt of a complaint, the Bank's frontliners acknowledge and record the concern. If the issue can be addressed at point of contact, immediate resolution is provided to the client. Otherwise, the concern is endorsed to the appropriate unit for investigation. Once the root of the problem is identified, the team works to find a suitable resolution which may involve refunds, corrections, and/or explanations. Clear communication and transparency are crucial throughout the process, ensuring customers feel heard and satisfied with the resolution.

## Training for Customer Assistance

BDONB 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

To deliver exceptional banking services, we collect and utilize valuable input from customers, understand their needs, and continuously improve their overall experience. We have a robust and comprehensive engagement and feedback mechanism, employing multiple channels to ensure that the voice of the customer resonates throughout our operations.

- **Multi-faceted Customer Service:** Our dedicated 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 us 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/bdonetworkbank> and go to Contact Us > Email.
- **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.

## BDONB Contact Center

BDONB capped off the year with the successful launch of its 24/7 customer support service, reinforcing its commitment to delivering exceptional service and accessibility. Customers can now connect with BDONB's voice, email, and social media Customer Service Officers from 6:00 AM to 10:00 PM daily for all inquiries and concerns.

To ensure uninterrupted assistance, the Contact Center remains operational from 10:00 PM to 6:00 AM, focusing on urgent matters such as lost or stolen cards, fraud, and unauthorized transactions. This milestone underscores BDONB's dedication to providing reliable, round-the-clock support for its valued clients.

In accordance with BSP Circular 1160, particularly under the Protection of Client Information standard, and in alignment with the Bank's Data Privacy policy, BDONB's Contact Center ensures that all customer-related data are collected, stored, and utilized solely for the purpose of effectively assisting customers with timely responses and appropriate solutions to their inquiries or concerns.

To this end, the Contact Center strictly adheres to the Bank's physical, organizational, and technical controls to maintain the confidentiality, integrity, and availability of personal data. The Contact Center has been closely involved in the Bank's aggressive push for digitalization not only of its systems but processes as well. In doing so, the Contact Center recognizes that the shift to digitalization comes with certain risks, especially with the threat of data leaks or hacks. Close coordination and cooperation among the Contact Center, Cybersecurity, and Fraud Management is constantly strengthened to protect customer information and prevent unauthorized access.

BDONB has included security-related spiels in the Contact Center protocols, so our Customer Service Officers can seamlessly incorporate advice regarding protecting personal details, such as passwords and account information, into their conversations.

Contact Center also takes the opportunity during verification processes to remind clients about the importance of keeping their information secure by briefly explaining the verification steps and advising against sharing of sensitive details to random/unknown/suspicious individuals.

As part of BDONB's ongoing commitment to enhancing customer experience, the Bank has introduced the mobile number hotline to provide customers with a more accessible and cost-effective way to address inquiries, requests, and complaints. This new support channel, combined with enhancements to the Interactive Voice Response (IVR) menu, enables real-time, person-to-person interaction, particularly for complex or account-related issues.

## Whistle Blowing

BDONB firmly believes that long-term sustainability and success are deeply rooted in maintaining a strong reputation and good name in the marketplace. To achieve this, the Bank is dedicated to upholding the highest standards of ethical values, integrity, honesty, accountability, and transparency in all business operations.

The Bank's Policy on Disclosure of Sensitive/Confidential Matters to Management ensures that any incident, situation, circumstance, or problem involving fraud and/or policy violation is promptly reported for further investigation. This policy aims to prevent or mitigate monetary loss and protect the Bank's image.

Reports can be made through various channels, including SMS text, letter, email or phone call directly to the Office of the President (OP) or the appropriate Head of the Unit concerned. If the concern involves the President and the other Executive Directors, the report should be directed to the Board of Directors thru the Office of the Chairperson. For issues on RPTs, the report should be addressed to the Chairman of the 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.

## Data Privacy

The Data Privacy Management Program (DPMP) serves as the framework for protecting the data privacy rights of the Bank's data subjects and ensuring compliance with Republic Act No. 10173, otherwise known as the Data Privacy Act (DPA) of 2012. This framework is based on the National Privacy Commission's (NPC) Five Pillars of Data Privacy Accountability and Compliance, as follows:

- 1. Appointment of Data Protection Officer (DPO):** The Bank has a Data Protection Officer (DPO) who is registered with the NPC.
- 2. Conduct of Privacy Impact Assessment (PIA):** PIA is conducted for all new and existing programs, projects, or processes that have a privacy impact. All business and support units of the Bank are required to perform and update their PIAs at least on an annual basis.
- 3. Privacy Management Program and Privacy Manual:** The Bank's DPMP is contained in the Bank's Data Privacy Manual, which serves as a reference manual for all units of the Bank in complying with the DPA.
- 4. Implementation of Data Privacy and Protection Measures:** BDONB, in its commitment to data privacy and protection, adheres to the general principles of Transparency, Legitimate Purpose, and Proportionality, in processing personal and sensitive personal information of its customers in all phases of the data life cycle as follows:
  - **Transparency.** The Bank provides its customers clear and concise privacy provisions as incorporated in its bank forms/documents, such as the BDO Group Data Privacy Statement and the BDO Group Data Privacy Consent, to ensure that customers are well-informed of the purposes of data processing, the parties involved, and the rights of individuals.
  - **Legitimate Purpose.** The Bank's data processing activities are aligned with the declared purposes communicated to its customers for services or transactions requested, allowed, or authorized by them.
  - **Proportionality.** The Bank only processes personal data that is relevant, adequate, and commensurate with the declared and specified purposes, consistent with its commitment and dedication to respecting the rights of individuals and limiting data processing to what is only essential.

Each business and support unit has its own Compliance Officer for Privacy (COP), which coordinates with the DPO to ensure the proper implementation of the Bank's DPMP across the BDO Group.

- 5. Data Privacy Breach Reporting Procedures:** The Bank has a data privacy breach reporting procedure in place. The DPO conducts training on a regular basis to enhance the Bank's awareness on data privacy risks, which includes breach reporting procedures, consistent with the regulatory requirements of NPC.

The Risk Management Committee (RMC) has oversight over data privacy risk. The DPO updates the RMC with respect to the Bank's compliance with the DPMP on a regular basis.

## Engagement with Stakeholders

The Bank employs a multi-pronged communications strategy handled by specific units to promote transparency and actively engage with its various stakeholders, as well as increase awareness and visibility about the Bank.

Communication with shareholders, board members, and senior management is handled by the Corporate Secretary's office (CorSec). Also, communications requiring media involvement are done in conjunction with the Bank's Marketing Group.

## Compliance with the SEC Code of Corporate Governance

Public 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. For the year ended December 31, 2025, the Bank confirms that it is aligned with the Code.

## Looking Ahead

The Bank, having obtained approval from the BSP, has transitioned its operations into a thrift bank last May 5, 2025 after receiving the SEC-approved amended Articles of Incorporation, By-Laws, and its certificate of authority to operate as a thrift bank from the BSP. As a thrift bank, BDONB will continue pursuing its mission of serving underserved and unbanked communities to promote financial inclusion and sustainable economic development in the countryside.

On sustainability, the Bank, as a financial institution, recognizes the importance of addressing climate change and supporting the country's transition towards a low-carbon economy. It is aligned with the institutional approach of the BDO Group to transition into a sustainable finance framework through engagement in Technical Working Groups and adoption of applicable policies. The Bank is committed to advancing the sustainability agenda and achieving strategic resilience by consistently incorporating sustainability in the way it conducts business. The Bank 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 Bank's various stakeholders. Consistent with the UN Sustainable Development Goals (SDGs), UN Global Compact, and the government's Sustainable Finance Roadmap, the Bank constantly strives to create lasting, net positive impact through delivery of various banking products and services that are sustainable, inclusive, equitable, environment-friendly, and socially relevant.

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# Corporate Social Responsibility



BDO Network Bank (BDONB) reaches out to serve communities with relevant and financially inclusive products and services, such as low maintaining balance accounts, non-collateralized loans, and affordable microinsurance inclusive of daily hospitalization allowance. Support for communities is holistic, with corporate social responsibility driving its community citizenship to promote health, wellness, and education.

In collaboration with BDO Foundation (BDOF), SM Foundation (SMF), and other private and government partners, BDONB directed school building and scholarship programs, medical and dental missions, relief aid, and rehabilitation of rural health units and churches around the communities it serves.

In support of public education, BDONB continued its annual Brigada Eskwela and Balik Eskwela programs in collaboration with BDO Foundation, the Department of Education, and various Parent-Teacher Associations. Donation drives and classroom rehabilitation programs were organized by BDONB to ensure that the schools are ready for the opening of classes and that learners are equipped with essential school supplies.

Together with SMF, scholarship programs were promoted by BDONB to provide access to education especially for those deserving students living in far-flung areas, empowering these students with the opportunity to finish college and have a brighter future. BDONB also supported classroom building in collaboration with the Department of Education.

More health units were rehabilitated by BDOF and BDONB, with 37 completed rehabilitation projects in 2025, on the road to 400 total health units rehabilitated since the start of the program. To promote better health and wellness of communities throughout the country, BDONB continued to conduct medical and dental missions. In 2025, 11 missions were held by BDONB in partnership with SMF, local government units, and other private partners. Through these missions, thousands in remote areas were able to gain access to free medical and dental check-ups.

BDONB continued on-the-ground community marketing this year, going outside of the branch and bringing banking to the customers. In 2025, BDONB held 11 mini-fiestas in small towns, preparing an attractive and fun program with games and financial literacy activities to help make banking more approachable and accessible.

Expanding to serve more segments in 2025, BDONB held nine financial wellness caravans for over 3,000 armed personnel located within the metro as well as in far-flung regions throughout the country. BDONB shared with them how financial tools such as savings, loans, insurance and investments can help them secure a better future for their families.

2025 brought many calamities upon the country, including earthquakes, typhoons, volcanic eruptions and fire. The *bayanihan* spirit to help others in need was channeled by BDONB, working with BDOF, parishes, and local social welfare offices. Relief packs and hygiene kits were distributed to families and individuals affected by the calamities.

Under the BDONB employee-initiated Sama-Sama sa Pagbangon program, the men and women of BDONB were able to raise funds through pooled employee donations to help hundreds of BDONB personnel affected by calamities to recover and rebuild their homes.

BDONB has reached out to help promote in the communities not only financial and physical wellness, but also spiritual and religious formation. BDONB is working closely with Felicidad T. Sy Foundation in helping parishes improve their facilities, extending support to 10 parish beneficiaries in 2025.

The services provided by BDONB empower small communities throughout the Philippines not just to survive but to thrive. Passionate about uplifting lives, the men and women of BDONB endeavor to serve customers better every day with simple, accessible, and relevant banking solutions and build a brighter future for individuals, families, and communities.

# Financial Statements

## Statement of Management's Responsibility for Financial Statements

The management of **BDO Network Bank, Inc. (the Bank)** is responsible for the preparation and fair presentation of the financial statements, including the schedules attached therein, for the years ended December 31, 2024 and 2023, 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 Bank'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 Bank or to cease operations, or has no realistic alternative to do so.

The Board of Directors is responsible for overseeing the Bank'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 stockholders.

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



**Nestor V. Tan**  
Chairman of the Board



**Jesus Antonio S. Itchon**  
President



**Niezl D. Gilvero**  
Comptrollership Head

Signed this 27<sup>th</sup> day of February 2026.

MAR 13 2026

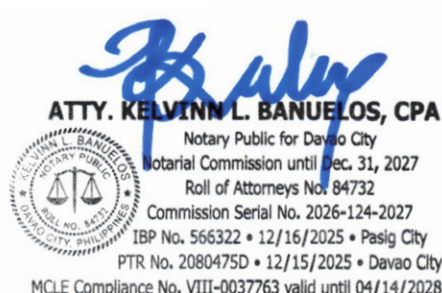
SUBSCRIBED AND SWORN to before me on this \_\_\_\_\_ day of \_\_\_\_\_, 2026 affiants exhibiting to me their Competent Evidence of Identity (CEI), as follows:

Name	CEI Number	Date Issued/Place Issued
1. Nestor V. Tan		
2. Jesus Antonio S. Itchon		
3. Niezl D. Gilvero		

WITNESS BY HAND AND SEAL on the day first above-mentioned at DAVAO CITY

Doc. No. 52  
Page No. 12  
Book No. II  
Series of 2026

08082087



# Statements of Financial Position

## **BDO NETWORK BANK, INC.**

(A Subsidiary of BDO Unibank, Inc.)

DECEMBER 31, 2025 AND 2024

(Amounts in Philippine Pesos)

	<u>Notes</u>	<u>2025</u>	<u>2024</u>
<b><u>RESOURCES</u></b>			
CASH AND OTHER CASH ITEMS	6	<b>P 5,961,887,070</b>	P 3,926,624,168
DUE FROM BANGKO SENTRAL NG PILIPINAS	6, 7	135,497,873	121,928,212
DUE FROM OTHER BANKS	6, 8	6,743,425,384	6,117,232,217
INVESTMENT SECURITIES AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME - Net	9	3,955,469,853	4,887,461,587
INVESTMENT SECURITIES AT AMORTIZED COST - Net	10	7,645,310,259	5,027,004,983
LOANS AND OTHER RECEIVABLES - Net	11	120,067,565,551	99,437,411,953
BANK PREMISES, FURNITURE, FIXTURES AND EQUIPMENT - Net	12	2,315,880,295	2,213,259,547
RIGHT-OF-USE ASSETS - Net	13	893,476,028	733,792,901
INVESTMENT PROPERTIES - Net	14	1,264,598	1,269,493
DEFERRED TAX ASSETS	24	222,405,523	147,419,465
PREPAYMENTS AND OTHER RESOURCES - Net	15	<u>569,454,486</u>	<u>1,439,322,118</u>
<b>TOTAL RESOURCES</b>		<b><u>P 148,511,636,920</u></b>	<b><u>P 124,052,726,644</u></b>
<b><u>LIABILITIES AND EQUITY</u></b>			
DEPOSIT LIABILITIES	17	108,128,946,924	P 93,787,180,624
BILLS PAYABLE	18	16,427,096,352	11,657,100,354
LEASE LIABILITIES	13	978,183,808	805,257,088
ACCRUED EXPENSES AND OTHER LIABILITIES	19	3,726,386,936	2,006,451,528
INCOME TAX PAYABLE		<u>139,380,821</u>	<u>81,566,904</u>
Total Liabilities		129,399,994,841	108,337,556,498
<b>EQUITY</b>	20	<u>19,111,642,079</u>	<u>15,715,170,146</u>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b><u>P 148,511,636,920</u></b>	<b><u>P 124,052,726,644</u></b>

See Notes to Financial Statements.

# Statements of Profit or Loss

## **BDO NETWORK BANK, INC.**

(A Subsidiary of BDO Unibank, Inc.)

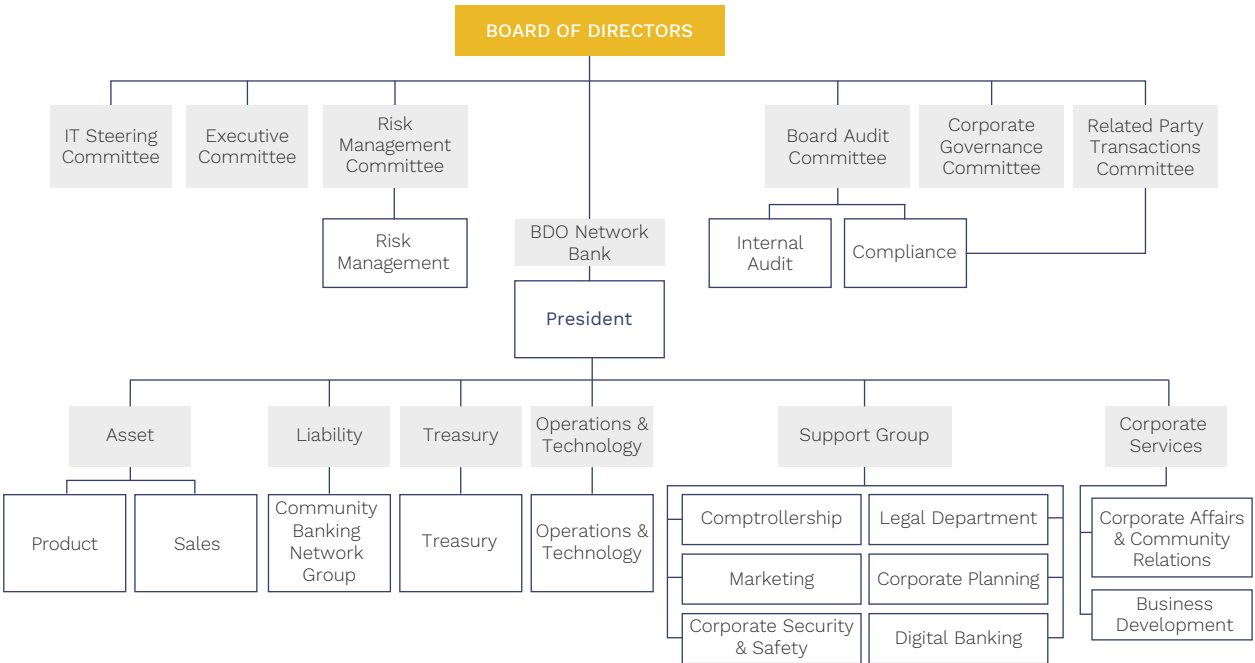
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(Amounts in Philippine Pesos)

	Notes	<u>2025</u>	<u>2024</u>
<b>INTEREST INCOME</b>			
Loans and other receivables	11	<b>P 11,461,535,457</b>	P 9,625,736,398
Investment securities	9, 10	468,280,682	422,672,387
Deposits with other banks	8	214,441,995	184,896,372
Post-employment defined benefit obligation	23	<u>26,579,706</u>	<u>45,979,133</u>
		<u><b>12,170,837,840</b></u>	<u>10,279,284,290</u>
<b>INTEREST EXPENSE</b>			
Deposit liabilities	17	1,811,704,603	1,846,484,734
Bills payable	18	846,005,311	893,290,778
Lease liabilities	13	<u>69,095,473</u>	<u>55,990,856</u>
		<u><b>2,726,805,387</b></u>	<u>2,795,766,368</u>
<b>NET INTEREST INCOME</b>		<b>9,444,032,453</b>	7,483,517,922
<b>IMPAIRMENT LOSSES</b>	16	<u><b>1,115,532,350</b></u>	<u>1,028,391,069</u>
<b>NET INTEREST INCOME AFTER IMPAIRMENT LOSSES</b>		<u><b>8,328,500,103</b></u>	<u>6,455,126,853</u>
<b>OTHER INCOME</b>			
Service charges, fees and commissions	2	5,436,075,468	4,463,628,960
Others	22	<u>86,237,827</u>	<u>94,359,995</u>
		<u><b>5,522,313,295</b></u>	<u>4,557,988,955</u>
<b>OTHER OPERATING EXPENSES</b>			
Compensation and employee benefits	23	5,590,223,898	4,455,545,041
Taxes and licenses		1,427,963,657	1,196,421,717
Occupancy and equipment-related expenses	12, 13, 14, 15	1,235,927,255	1,128,984,237
Fees and commissions		924,184,688	788,571,390
Security, messengerial and janitorial services		543,526,531	440,288,899
Transportation and travel		494,665,264	435,213,680
Insurance		245,152,115	206,763,436
Communications, telephone and telegraph		174,929,506	76,978,900
Stationery and supplies		137,661,475	121,268,371
Advertising and publicities		114,854,237	91,052,520
Representation and entertainment		39,009,028	36,597,411
Management and other professional fees		27,736,111	27,975,860
Banking fees		26,250,766	20,487,069
Fuel and lubricants		8,307,209	8,857,434
Others		<u>80,539,513</u>	<u>40,394,705</u>
		<u><b>11,070,931,253</b></u>	<u>9,075,400,670</u>
<b>PROFIT BEFORE TAX</b>		<b>2,779,882,145</b>	1,937,715,138
<b>TAX EXPENSE</b>	24	<u><b>744,236,639</b></u>	<u>745,473,830</u>
<b>NET PROFIT</b>		<u><b>P 2,035,645,506</b></u>	<u>P 1,192,241,308</u>

See Notes to Financial Statements.

# Organizational Structure



# Board and Management Directory

**BOARD OF DIRECTORS**

**Chairman**

Nestor V. Tan

**Vice Chairman and President**

Jesus Antonio S. Itchon

**Independent Directors**

Evelyn Cristina A. Cam  
Anabelle L. Chua  
Ma. Leonora V. de Jesus

**Non-Executive Directors**

Geneva T. Gloria  
Jaime C. Yu\*  
Maria Corazon A. Mallillin\*\*  
Jovasky Wei Shen Pang  
Rolando C. Tanchanco

**Advisors**

Dioscoro I. Ramos  
Teresita T. Sy

**Corporate Secretary**

Atty. Joseph Jason M. Natividad

**Assistant Corporate Secretary**

Atty. Ma. Cecilia S. Santos

\* Director of the Bank until August 8, 2025  
\*\* Elected on August 8, 2025, at the Annual Stockholders' Meeting, succeeding Mr. Jaime C. Yu

**PRINCIPAL OFFICERS**

**President**

Jesus Antonio S. Itchon

**Senior Vice Presidents**

Karen L. Cua  
Alberto O. Quiogue  
Jaime A. Talingdan

**First Vice Presidents**

Dulce Amor E. Alimbuyuguen  
Norman Vic C. Aycocho  
Emmanuel Lee M. Esguerra  
Hiyas Lea C. Pagaduan  
Ronald James F. Roxas  
Maria Michele B. So  
Florice Mae B. Tan  
Nielex C. Tupas

**Vice Presidents**

Ana Marie R. Acuña  
Sonny Roque M. Agapito  
Adrian G. Baysa  
Kathrina J. Dizon  
Christina M. Navarro  
Rodlyn Joy O. Rizal  
Ramil G. Tigley  
Alberto M. Tuala  
Lilibeth L. Santonia

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# Products and Services

## DEPOSITS

### Peso Savings

- Regular Savings Passbook Account
- ATM Savings Account
  - Zero Initial Deposit
  - Payroll Zero
- ATM Pinoy
- ATM Primo
- Kabayan Savings Account
- Optimum Savings Account
- Young Pera Savers Account

### Peso Checking

- Regular Checking Account
- One Checking Account (Automatic Transfer Account)

### Peso Time Deposit

- Regular
- 2-Year
- 5-Year

## LOANS

- Salary Loan
- Negosyante Loan
- Kabayan Loan
- Pabahay Loan
- Seafarer Loan

## TRANSACTION BANKING SERVICES

### Cash Management Services

- Collection Services
  - Over-the-Counter Real Time Collection
  - Auto Debit Arrangement
  - Deposit Pickup
  - Post-dated Check Warehousing
  - Account Sweeping
  - Collection Services for POS Merchants

### Payment Services

- Payroll Service
- Auto Credit Arrangement
- Interbank Payment Service
- Cash Delivery Service

### Remittance Services

- Outward Remittance Services
  - BDO Send Money
  - Palawan Express Pera Padala Send Money
  - Send Money via Pesonet and Instapay
- Inward Remittance Services
  - BDO Remit Cash Pick-up
  - Palawan Express Pera Padala Cash Pick-up
  - Credit to Account via PESONet and InstaPay

## CHANNELS

- Business Online Banking
- Personal Online Banking

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# Corporate Information

## COMPANY HEADQUARTERS

BDO Network Bank, Inc.  
Km. 9, Sasa, Davao City  
Davao Del Sur, Philippines  
(+63) 82 233-7777  
(+63919) 058-5000  
Website: [www.bdo.com.ph/bdonetworkbank](http://www.bdo.com.ph/bdonetworkbank)  
Facebook Page: BDO Network Bank PH

## BRANCHES AND ATMs

For the complete list of BDO Network Bank Branches and ATM locations, please visit [www.bdo.com.ph/branches/atm-branch-locator](http://www.bdo.com.ph/branches/atm-branch-locator)



The 2025 Annual Report, with Financial Supplements, can be viewed and downloaded online at [www.bdo.com.ph/bdonetworkbank/about-us/annual-reports](http://www.bdo.com.ph/bdonetworkbank/about-us/annual-reports).

BDO Network Bank, Inc. is regulated by the Bangko Sentral ng Pilipinas. <https://www.bsp.gov.ph>

For concerns, please visit any BDONB branch nearest you, contact us through our hotline +63 82 233-7777 or +63 919 058-5000, email us via [customerservice@bdonetworkbank.com.ph](mailto:customerservice@bdonetworkbank.com.ph) or send us a private message at our official Facebook page [www.facebook.com/BDONetworkBankPH](http://www.facebook.com/BDONetworkBankPH). Deposits are insured by PDIC up to ₱1 million\* per depositor.

\* Effective March 15, 2025.

**BDO** Network Bank