

Committee Name Executive Committee

Short Name EXCOM

Nature Board Level Committee

Responsibility Statement The EXCOM shall act by majority vote of all its voting members as defined below. The EXCOM shall primarily review and approve credit proposals and credit policies within its authority and limits as well as provide recommendations or conditions to lending. The EXCOM may also act on other matters as delegated by the stockholders, and the Board of Directors within its competence and in accordance with the By-Laws of the Bank.

Membership

Committee Membership	Designation	Appointed Members
Adviser	Adviser	Mary V. Ty
Chairman	Chairman	Arthur V. Ty
Vice Chairman	Vice Chairman	Francisco C. Sebastian
Regular Members	Director/President	Fabian S. Dee
	Director/Head, Enterprise Services Sector	Vicente R. Cuna, Jr.
	Head, Institutional Banking Sector	Mary Mylene A. Caparas
	Chief Credit Officer/Head, Credit Group	Charlotte T. Bilongilot
Secretary	Head, Credit Operations & Administration Division	Patrick D. Mendoza
	Head, Credit Operations, Strategy & Support	Christopher Ryan P. Aquino (alternate)

Duties and Responsibilities

- Execute the resolutions adopted during the stockholders' meetings and board of directors' meetings, unless otherwise directed to the President or other board committees.
- Evaluate and approve loan and investment proposals and risk exposures in excess of the authority delegated to the Senior Credit Committee.
- Endorse credit-related policies and other policies to the board of directors for approval.
- Oversight over domestic subsidiaries.
- Sets the direction and does oversight for the Bank's Sustainability framework and strategy, and the adoption of Circular 1085 and 1128. The Excom mandates the President, who executes the framework and strategy through the Sustainability Office.
- Any other matters as delegated by the Board

Proposals approved by EXCOM may already be implemented prior to Board confirmation except for proposals classified as Related Party Transactions (RPT) or transactions with Directors, Officers, Stockholders and Related Interests which require further approval from the Board prior to implementation.

Composition

At least four (4) directors with authority granted to EXCOM to appoint qualified members from lending and credit units.

The Board of Directors may also appoint other persons to serve as EXCOM advisers.

The Committee members, including the Chairman, shall have a maximum cumulative term of nine (9) years, subject to extension required by exigencies.

Definition of Majority

Consensus vote by simple majority of voting members, but should include either the Chairman or the Vice Chairman of the EXCOM or the President of Metrobank.

Meetings

The EXCOM shall meet at least once every two (2) weeks.

Facilitator and Secretariat

The designated Officer of Credit Group shall act as the Secretariat and will be in charge of:

- Sending out notices/presentation materials to the committee members
- Preparing the Agenda of the meeting
- Facilitating the meeting.
- Preparing the minutes
- Disseminating the approvals and maintaining a database of these approvals as reference materials.

Performance Review

The EXCOM shall assess its performance at least annually and the results shall be submitted to the Corporate Governance and Compensation Committee.

Charter Review

The EXCOM charter shall be reviewed at least regularly by the EXCOM Secretariat to ensure the charter's continuing effectiveness. The proposed changes, if any, shall be subject to review of the EXCOM and finally, the Board of Directors for approval.

Metropolitan Bank & Trust Company
EXECUTIVE COMMITTEE (EXCOM)
Rating Sheet for the Year _____

Name of Member: _____

In compliance with the Manual of Corporate Governance, the Excom rating sheet has to be completed independently by each member of the Committee following the rating scale described below. For each of the statement listed in the form, please encircle the number that best reflects the member's own evaluation.

Self-Assessment Questionnaire:

This rating instrument includes questions on the following:

- Performance of individual Excom Members (25%)
- Fulfillment of the Excom's Key Responsibilities (50%)
- Effectiveness of Excom Processes and Meetings (25%)

Please read each statement and rank your response on a 5-point scale:

Rating	Description
5	Strong - exceeds what is considered necessary given the size, risk profile and complexity of operations of the Bank. Deficiencies/weaknesses are considered to be minor and insignificant.
4	Satisfactory - meets what is considered necessary given the size, risk profile and complexity of operations of the Bank. Deficiencies/weaknesses are considered to be minor and insignificant.
3	Less than Satisfactory - does not meet what is considered necessary given the size, risk profile and complexity of operations of the Bank. However, the Board is committed (with ability and willingness) to correct the situation in a timely manner.
2	Deficient - deficient, in a material way, to meet what is considered necessary given the size, risk profile and complexity of operations of the Bank. Moreover, the ability of the Board to correct the situation in a timely manner is doubtful.
1	Critically Deficient - critically deficient to meet what is considered necessary given the size, risk profile and complexity of operations of the Bank. The deficiencies/weaknesses pose an imminent threat of the safety and soundness of the Bank.

Please be as frank and as candid as possible in your ratings and comments. Rest assured that confidentiality will be maintained at all times.

A. Performance of Individual Members (25%)

	Rating
I actively participate in Excom meetings.	1 2 3 4 5
I think and act independently in all my decisions as a member of the Excom.	1 2 3 4 5
I speak up on critical matters requiring objective opinion even if my views differ from the norm.	1 2 3 4 5
I am always punctual for Excom meetings.	1 2 3 4 5
Average:	

B. Fulfillment of Excom's Key Responsibilities (50%)

	Rating
The committee executes the resolutions adopted during the stockholders' meetings and board of directors' meetings, except resolutions which have been directed to the President or other board committees.	1 2 3 4 5
The committee decides on loan and investment proposals in excess of the authority delegated to the Senior Credit Committee, and approves risk exposures for the following types of entities aligned with the Bank's direction, risk appetite and compliant to all governing regulations:	
(a) Commercial Exposures to Sovereigns, Corporations, and Individual Businesses	1 2 3 4 5
(b) Consumer / Retail Exposures	1 2 3 4 5
(c) Bank and Non-Bank Financial Institutions	1 2 3 4 5
(d) Country Risk Limits	1 2 3 4 5
The committee acts/decides on credit policies, processes and other matters as delegated by the stockholders, and the Board of Directors within its competence and in accordance with the By-Laws of the Bank, the Bank's direction, risk appetite and all governing regulations.	1 2 3 4 5
The committee acts/decides with prudence and sound judgement on matters within its competence and in accordance with the By-Laws of the Bank, the Bank's direction, risk appetite and all governing regulations.	1 2 3 4 5
Average:	

C. Effectiveness of Excom Processes and Meetings (25%)

	Rating
The Chair engages the participation of all members, particularly getting them to contribute to deliberations.	1 2 3 4 5
The Excom environment allows its members to freely express his/her opinion or decision.	1 2 3 4 5
The Excom environment allows presenters to freely discuss and defend their proposals to the Excom members.	1 2 3 4 5
Average:	

D. Qualitative Questionnaire

What are the strengths of the Committee?
What was the Committee's greatest contribution during the period?
What are the Committee's areas for improvement?
If you could change anything with the Committee what would you change and why?

Composite Rating: _____

Name of Member: _____

Signature: _____

Date accomplished: _____