

REMUNERATION AND RELATED PARTY TRANSACTION COMMITTEE CHARTER

The Remuneration and Related Party Transaction Committee shall be composed of at least three (3) members of the Board of Trustees, one of which is an independent board. The committee shall be primarily responsible for the following:

Remuneration Function:

- a. Provide assistance to the Board of Trustees to oversee the design and operation of the association's remuneration system making sure it is compliant with the labor code of the government of the Philippines;
- b. Shall delegate responsibilities for setting up remunerations for all KGI MBA personnel, including pension rights or any compensation payments;

Related Party Transaction Function:

- a. Set materiality threshold for each type of transactions related to parties such as investment, financial assistance, contract agreements and others.
- b. Oversee the implementation of the system for identifying, monitoring, measuring, controlling, and reporting RPTs, including the periodic review of RPT policies and procedures.
- c. Evaluate all material RPTs to ensure that these are conducted in the normal course of business; not undertaken on more favorable economic terms to such related parties than similar transactions with non-related parties under similar circumstances, and that no resources of the Organization are misappropriated or misapplied; and to determine any potential reputational risk issues that may arise as a result of or in connection with the transactions
- d. Perform other tasks that the Board may designate from time to time.