

## RELATED PARTY TRANSACTIONS (RPT) COMMITTEE CHARTER

### Purpose and Objective

The Committee shall have the overall responsibility in ensuring that transactions with related parties are handled in a sound and prudent manner, with integrity, and in compliance with applicable laws and regulations to protect the interest of depositors, creditors and other Stakeholders.

### Membership

The RPT Committee shall be composed of at least three (3) members of the Board of Directors, two (2) of whom shall be independent directors, including the chairperson. The committee shall at all times be entirely composed of independent directors and non-executive directors, with independent directors comprising majority of the members. The Compliance Officer is the committee secretariat. The Internal Auditor may sit as a resource person.

### Duties and Responsibilities

The RPT Committee shall:

- *Evaluate on an ongoing basis existing relations between and among businesses and counterparties to ensure that all related parties are continuously identified, RPTs are monitored, and subsequent changes in relationships with counterparties (from non-related to related and vice versa) are captured.*
- *Evaluate all material RPTs to ensure that these are not undertaken on more favorable economic terms (e.g., price, commissions, interest rates, fees, tenor, collateral requirement) to such related parties than similar transactions with nonrelated parties under similar circumstances and that no corporate or business resources of the Bank 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.*
- *Ensure that appropriate disclosure is made, and/or information is provided to regulating and supervising authorities relating to the Bank's RPT exposures, and policies on conflicts of interest or potential conflicts of interest.*
- *Report to the board of directors on a regular basis, the status and aggregate exposures to each related party as well as the total amount of exposures to all related parties.*
- *Ensure that transactions with related parties, including write-off of exposures, are subject to periodic independent review or audit process.*
- *Oversee the implementation of the system for identifying, monitoring, measuring, controlling, and reporting RPTs, including the periodic review of RPT policies and procedures.*

### Meeting

The Committee shall meet quarterly or whenever necessary.

The Committee Secretary will develop the agenda for each meeting and notice/materials will be sent out at least three days before the meeting date. Minutes of Committee meetings will be kept and distributed to all members. Committee reports and recommendations will be prepared and appropriately distributed as ongoing Committee activities dictate and make other regular reports to the Board.

Annually, it shall review and assess the adequacy of its Charter and its overall performance then recommend changes for the approval of the Board when and where necessary.