

**SECURITIES AND EXCHANGE COMMISSION**

**SEC FORM - I-ACGR (FOR PC/RI)**

**ANNUAL CORPORATE GOVERNANCE REPORT FOR PUBLIC COMPANIES  
AND REGISTERED ISSUERS**

1. For the fiscal year ended: **31 December 2021**
2. SEC Identification Number: **A1997-5628**
3. BIR Tax Identification No.: **004-595-560**
4. Exact name of issuer as specified in its charter: **CAMP JOHN HAY GOLF CLUB, INC.**
5. Province, Country or other jurisdiction of incorporation or organization: **Baguio City, Philippines**
6. Address of principal office: **The Clubhouse, Golf Club Drive,  
Camp John Hay, Loakan Road,  
Baguio City**
7. Postal Code: **2600**
8. Issuer's telephone number including area code: **(074) 4243493**
9. Former name, former address, and former fiscal year, if changed since last report: **N/A**
10. Industry Classification Code (For SEC's use only)

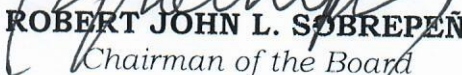
**SIGNATURES**

Pursuant to Section 2 of Securities and Exchange Commission ("SEC") Memorandum Circular No. 13, Series of 2021, the Issuer has caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CAMP JOHN HAY GOLF CLUB, INC.**

*Issuer*

By:

  
**ROBERT JOHN L. SOBREPÑA**  
*Chairman of the Board*

  
**FERDINAND T. SANTOS**  
*President*

  
**RAYMUND MARTIN C. RODRIGUEZ**  
Compliance Officer

  
**GILBERT RAYMUND T. REYES**  
Corporate Secretary


  
**MAURICIO G. DOMOGAN**  
Lead Independent Governor

  
**MARIO V. BENITEZ, JR.**  
Independent Governor

  
**RAMON LUIS F. GARCIA**  
Independent Governor

SUBSCRIBED AND SWORN TO before me this JUN 30 2022, in Makati City, affiants, exhibiting their government-issued IDs as competent evidence of their respective identities, follows:

Affiant	Competent Evidence of Identity	Valid Until
Robert John L. Sobrepeña	Phil. Passport No. PO864573B	02/28/2029
Ferdinand T. Santos	Phil. Passport No. PI560471B	05/01/2029
Gilbert Raymund T. Reyes	Phil. Passport No. P8069137A	07/23/2028
Raymund Martin C. Rodriguez	Driver's License No. N04-89-102562	04/29/2023
Mauricio G. Domogan	Driver's License No. A01-20-1047015	10/10/2025
Mario V. Benitez, Jr.	Phil. Passport No. P2731706B	08/06/2029
Ramon Luis F. Garcia	Unified Multi-Purpose ID	

  
**ALIMAR MOHAMMAD MALABAD**  
Notary Public for Makati City  
Until 31 December 2022  
Appointment No. M-299

PTR No. 8855427/Jan. 06/2022/Makati City  
IBP No. 172181/Jan 05/2022/Cagayan  
Roll of Attorneys No. 74841  
MCLE Compliance No. VII-0005103/Sept. 22, 2021  
5/Fir. SEDCCO 1 Bldg., 120 Rada cor. Legaspi Sts.  
Legaspi Village, Makati City

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# ANNUAL CORPORATE GOVERNANCE REPORT FOR PUBLIC COMPANIES AND REGISTERED ISSUERS

RECOMMENDATION	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
THE BOARD'S GOVERNANCE RESPONSIBILITIES			
<b>Principle 1. ESTABLISHING A COMPETENT BOARD</b>			
The company should be headed by a competent, working Board to foster the long-term success of the corporation, and to sustain its competitiveness and growth in a manner consistent with its corporate objectives and the long-term best interests of its shareholders/members and other stakeholders.			
<b>Recommendation 1.1</b>			
1 The Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.	COMPLIANT	<p>The Issuer's Board of Governors (the "Board") is composed of members who have the relevant qualifications, experience, and expertise, in the development, operation, maintenance, and management of golf courses.</p> <p>The Board is comprised of governors with significant backgrounds and experience in various professions and industries, including finance, real estate development (including other golf courses in the Philippines), sales and marketing, hospitality, transportation, engineering, electric power, food and beverages, etc.</p>	
2 The Board has an appropriate mix of competence and expertise.	COMPLIANT		
3 Directors remain qualified for their positions individually and collectively to enable them to fulfill their roles and responsibilities and respond to the needs of the organization.	COMPLIANT	<p>The profiles of the governors are included in the Issuer's Annual Report for the period ended 31 December 2021 (SEC Form 17-A or the "Annual Report", Item 9, pp. 9 to 11), 2021 Definitive Information Statement (or the "DIS"; SEC Form 20-IS, pp. 6 to 8), and the Management Report attached to the 2021 DIS (pp. 10 to 12).</p> <p>A copy of the Annual Report which is on file with the SEC may be accessed at <a href="https://www.cjhgolfclub.com/download/SEC%20Form%2017-A%20Annual%20Report%202021.pdf">https://www.cjhgolfclub.com/download/SEC%20Form%2017-A%20Annual%20Report%202021.pdf</a>.</p> <p>Copies of the 2021 DIS and the Management Report may be downloaded from the following links:</p> <p><a href="https://www.cjhgolfclub.com/download/Definitive%20Information%20Statement%202021.pdf">https://www.cjhgolfclub.com/download/Definitive%20Information%20Statement%202021.pdf</a>; and</p>	



			<a href="https://www.cjhgolfclub.com/download/Management%20Report%20Dec%2031%202020.pdf">https://www.cjhgolfclub.com/download/Management%20Report%20Dec%2031%202020.pdf</a> .  To facilitate the selection of potential nominees or candidates and to serve as benchmark for the evaluation of the performance of the governors, Article VIII, Section 8.3 of the Issuer's Amended By-Laws and Section 2.2.2.1 of the Issuer's New Manual on Corporate Governance (the "NMCG") prescribe the qualification standards as well as the disqualifications for governors.  The Issuer's NMCG and Amended By-Laws which are on file with the SEC may be downloaded from the following links:  <a href="https://www.cjhgolfclub.com/download/MANUAL%20ON%20CORPORATE%20GOVERNANCE%202020.pdf">https://www.cjhgolfclub.com/download/MANUAL%20ON%20CORPORATE%20GOVERNANCE%202020.pdf</a> ; and  <a href="https://www.cjhgolfclub.com/download/Annex%20E%20-Bylaws-amended-2011-CTC.pdf">https://www.cjhgolfclub.com/download/Annex%20E%20-Bylaws-amended-2011-CTC.pdf</a> .	
<b>Recommendation 1.2</b>				
1	The Board is headed by a competent and qualified Chairperson.	COMPLIANT	The Board is headed by a competent and qualified Chairperson, i.e., Mr. Robert John L. Sobrepeña. His profile is in the 2021 DIS, Annual Report, and the Issuer's 2021 Management Report.	
<b>Recommendation 1.3</b>				
1	The company provides a policy on training of directors.	COMPLIANT	Section 2.2.1.2 of the NMCG prescribes the training process for governors and orientation program for first-time governors.	
2	The company has an orientation program for first-time directors.	COMPLIANT	The Issuer has a policy to organize an orientation program for first-time governors (see Section 2.2.1.2 of the NMCG). However, no first-time governor was elected in 2021.	
3	The company has relevant annual continuing training for all directors.	NON-COMPLIANT		Some of the Issuer's governors have not been able to attend relevant annual continuing training.

				<p>However, some of the governors, namely, Mr. Robert John L. Sobrepeña, Atty. Ferdinand T. Santos, Mr. Rafael Perez de Tagle, Jr. Mr. Francisco C. Gonzalez, and Mr. Jaime M. Cacho attended corporate governance trainings in their personal capacities.</p> <p>The foregoing attended a webinar on Corporate Governance on 19 November 2020 organized by Risks, Opportunities, Assessment and Management (ROAM), Inc. Mr. de Tagle and Mr. Gonzalez likewise attended the Corporate Governance webinar organized by ROAM, Inc. for the following year, on 26 November 2021. On the other hand, Mr. Sobrepeña attended the 2021 Megaworld Group Corporate Governance Seminar with the theme “Embracing Good Corporate Governance for Effective and Efficient Management” on 2 December 2021, organized by the Center for Training and Development Inc., while Atty. Santos attended the webinar on Risk Management in the Age of Covid-19 on 14 May 2021 by the Institute of Corporate Directors.</p>
Recommendation 1.4				

1	The Board has a policy on board diversity.	COMPLIANT	<p>The Issuer's Board diversity policy is contained in Section 2.2.1.2 of the NMCG.</p> <p>The Board is composed of governors with a diverse mix of expertise, qualifications, and academic backgrounds. All incumbent Board members are male.</p>	
<b>Recommendation 1.5</b>				
1	The Board is assisted by a Corporate Secretary.	COMPLIANT	The company's Corporate Secretary is Atty. Gilbert Raymund T. Reyes. He is among the founding partners of Poblador Bautista & Reyes Law Offices. His profile may be accessed at:	
2	The Corporate Secretary is a separate individual from the Compliance Officer.	COMPLIANT	<a href="https://pbrlaw.com.ph/lawyer/lawyer/view_lawyer/41">https://pbrlaw.com.ph/lawyer/lawyer/view_lawyer/41</a> .	
3	The Corporate Secretary is not a member of the Board of Directors.	COMPLIANT	As declared in the Issuer's 2021 GIS, Atty. Reyes is not a member of the Board of Directors. On the other hand, the Issuer's Compliance Officer is Atty. Raymund Martin C. Rodriguez.	
4	The Corporate Secretary attends annual training/s on corporate governance.	COMPLIANT	The Corporate Secretary attended the Corporate Governance Compliance Program of the University of the Philippines Law Center at EDSA Shangri-La, Mandaluyong City on 24 November 2017. He also attended the online Mandatory Continuing Legal Education lecture of Atty. Teresita J. Herbosa entitled "Corporations Vested with Public Interests Under the Revised Corporation Code of the Philippines" in 2022 provided by ACCESS, Inc.	
<b>Recommendation 1.6</b>				
1	The Board is assisted by a Compliance Officer.	COMPLIANT	The Issuer's Compliance Officer is Atty. Raymund Martin C. Rodriguez. He is among the senior partners of Poblador Bautista & Reyes Law Offices. His profile may be accessed at:	
2	The Compliance Officer has a rank of Senior Vice-President or an equivalent position with adequate stature and authority in the corporation.	COMPLIANT	<a href="https://pbrlaw.com.ph/lawyer/lawyer/view_lawyer/42">https://pbrlaw.com.ph/lawyer/lawyer/view_lawyer/42</a> .	
3	The Compliance Officer is not a member of the board.	COMPLIANT	Pursuant to Section 2.1.1 of the NMCG, the Compliance Officer has a rank of Senior Vice President. He performs the duties enumerated in Section 2.1.2 of the NMCG.	
			As shown in the Issuer's 2021 GIS, Atty. Rodriguez is not a member of the Board.	

4	The Compliance Officer attends annual training/s on corporate governance.	COMPLIANT	The Compliance Officer attended the Corporate Governance Compliance Program of the University of the Philippines Law Center at EDSA Shangri-La, Mandaluyong City on 24 November 2017. He also attended the online Mandatory Continuing Legal Education lecture of Atty. Teresita J. Herbosa entitled "Corporations Vested with Public Interests Under the Revised Corporation Code of the Philippines" in January 2022 provided by ACCESS, Inc.	
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## Principle 2. ESTABLISHING CLEAR ROLES AND RESPONSIBILITIES OF THE BOARD

The fiduciary roles, responsibilities, and accountabilities of the Board, as provided under the law, the company's articles of incorporation and bylaws, and other legal pronouncements and guidelines should be clearly made known to all directors as well as to shareholders/members and other stakeholders.

### Recommendation 2.1

1	The Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company, shareholders and stakeholders.	COMPLIANT	<p>The Chairman of the Board, Compliance Officer, and Corporate Secretary attest and certify that:</p> <ul style="list-style-type: none"> <li>(a) Governors actively attend regular board and committee meetings;</li> <li>(b) In 2021, the Board held four (4) regular and one (1) organizational meetings, all of which garnered complete attendance, except for one (1) meeting where only one (1) governor was absent;</li> <li>(c) To ensure that governors are able to act on a fully informed basis, they receive copies of the Notice, Agenda and relevant materials ahead of the meeting.</li> </ul>	
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### Recommendation 2.2

1	The Board oversees the development and approval of the company's business objectives and strategy.	COMPLIANT	<p>The Chairman of the Board, Compliance Officer and Corporate Secretary attest that:</p> <ul style="list-style-type: none"> <li>(a) The Board reviews and approves the annual budget of the Issuer (or any revision thereto as the circumstances may warrant) which includes the approval of the Issuer's objectives and strategy for the upcoming year, which approval is made on an annual basis;</li> <li>(b) The Management and the Chairman of the Finance Committee report to the Board every Board meeting on the implementation of the Issuer's business objectives and strategy;</li> <li>(c) The Board approves the financial report and financial position of the Issuer, as embodied in the Issuer's Audited Financial Statements filed with the SEC.</li> </ul>	
2	The Board oversees and monitors the implementation of the company's business objectives and strategy.	COMPLIANT		

Recommendation 2.2 is embodied in Section 2.2.1.2 of the NMCG.

### Recommendation 2.3

1	The Board ensures and adopts an effective succession planning program for directors, key officers and management.	COMPLIANT	The Board's policy on succession planning and on retirement of governors is included in Section 8.1, Article VIII of its By-Laws and Section 2.2.1.2 of the NMCG.  The Compliance Officer attests that:	
2	The Board adopts a policy for the retirement of directors and key officers.	COMPLIANT	(a) The Board has oversight responsibilities in the selection and appointment of the Corporate Secretary, Compliance Officer, and the Treasurer who possess the ability, integrity and expertise necessary for the position; (b) The Board likewise evaluates the proposed senior management appointments of the Issuer such as the General Manager or the Assistant General Manager and selects qualified and competent managerial/supervisory and employees.	

### Recommendation 2.4

1	The Board aligns the remuneration of key officers and board members with the long-term interests of the company.	COMPLIANT	Article VIII, Section 8.1 of the Issuer's Amended By-Laws, which is on file with the SEC, provides that governors shall receive no salaries or other form of compensation. Consistent therewith, Section 2.2.1 of the NMCG provides that governors shall serve without remuneration.	
2	The Board adopts a policy specifying the relationship between remuneration and performance.	COMPLIANT	Section 2.2.1.2 further provides for the Issuer's policy on the relationship between remuneration and performance. Pursuant to the same provision, no governor should participate in the determination of his or her own per diem or compensation.	
3	The Directors do not participate in discussions or deliberations involving his/her own remuneration.	COMPLIANT	As disclosed in Item 10 of the Annual Report and Item 6 of the 2021 DIS, the governors are however entitled to: (a) exemption from the payment of monthly dues and locker rentals; (b) 40 rounds of free green fees per year; (c) reserved parking; and (d) monthly consumable allowance of P3,000 pesos for food and beverage, golf cart rentals, and other golf-related charges within the Club. In order to avail themselves of the foregoing, they must, however, attend the monthly meetings of the Board of Governors. Besides the foregoing, no further action is to be taken with regard to any bonus,	



profit-sharing or other compensation plan, contract or arrangement, any pension/retirement plan, granting of extension of any option, warrant or right to purchase any securities in respect of the election of governors.

## Recommendation 2.5

1	The Board has a formal and transparent board nomination and election policy.	COMPLIANT	<p>The nomination and election process of the Issuer is set out in Article VII, Sections 8.4 to 8.6 of the Issuer's By-Laws and Section 2.2.2.1 of the NMCG.</p> <p>The voting procedures are also disclosed in Item 19 of the Issuer's 2021 DIS.</p>	
2	The Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	COMPLIANT		
3	The Board nomination and election policy includes how the company accepted nominations from shareholders/members.	COMPLIANT		
4	The Board nomination and election policy includes how the board reviews the qualifications of nominated candidates.	COMPLIANT		
5	The Board nomination and election policy includes an assessment of the effectiveness of the Board's processes in the nomination, election or replacement/removal of a director.	NON-COMPLIANT		The nomination and election process does not prescribe an assessment of the effectiveness of said process. Nevertheless, the process is subject to the Board's evaluation and review at its discretion.
6	The Board has a process for identifying the quality of directors/trustees that is aligned with the strategic direction of the company.	COMPLIANT		

Recommendation 2.6				
1	The Board has overall responsibility in ensuring that there is a policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions.	COMPLIANT	The Board's Audit Committee is primarily in charge of implementing the policy on related party transactions, which is set out in Section 2.2.2.2.2 of the NMCG. Pursuant thereto, the Audit Committee evaluates all related party transactions to ensure that these are not undertaken on more favorable economic terms than similar transactions with non-related parties under similar circumstances, and that no corporate or business resources of the company are misappropriated or misapplied.	
2	The RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.	COMPLIANT		
Recommendation 2.7				
1	The Board is primarily responsible for approving the selection of Management, led by the Chief Executive Officer (CEO) or his/her equivalent, and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive, as may be applicable).	COMPLIANT	<p>Pursuant to Article XI, Sections 11.1 and 11.2 of the Issuer's By-Laws, the Board has the power to appoint a General Manager (or Assistant General Manager) who acts as the Chief Operating Officer of the Issuer. The Board may also appoint such other employees and agents as may be proper, and may authorize any officer to appoint and remove such employees and agents.</p> <p>The following are considered by the Issuer as its management team, all of whom were duly appointed by the Board:</p> <p>(a) Judson D. Eustaquio: Assistant General Manager and Chief Operating Officer; and</p> <p>(b) Simplicio L. Langbayan, Jr.: Financial Controller</p>	
2	The Board is primarily responsible for assessing the performance of Management, led by the CEO or his/her equivalent and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and	COMPLIANT	Section 2.2.1.2 of the NMCG identifies selection and assessment of management performance as among the general responsibilities of the Board.	

	Chief Audit Executive, as may be applicable).			
Recommendation 2.8				
1	The Board establishes an effective performance evaluation framework that includes a standard or criteria for assessment and ensures that Management's performance is on par with the standards set by the Board and Senior Management.	COMPLIANT	Under Section 2.2.1.2 of the NMCG, which is on file with the SEC, the Board is responsible for establishing an effective performance evaluation framework, which includes the standard or criteria for assessment that will ensure that management performance is at par with the standards set by the Board and Management,  All salary adjustments of senior management and other personnel are principally merit-based. Good performance is recognized and appropriately rewarded.	
2	The Board establishes an effective performance evaluation framework that includes a standard or criteria for assessment and ensures that personnel's performance is on par with the standards set by the Board and Senior Management.	COMPLIANT		
Recommendation 2.9				
1	The Board ensures that an appropriate internal control system is in place.	COMPLIANT	The internal control responsibilities of the Board are set out in Section 2.2.1.2 of the NMCG.  Pursuant to Section 4.1 of the NMCG, the Issuer's Management, under the supervision of the Audit Committee, shall formulate rules and procedures on financial reporting and internal control, which will:	
2	The internal control system includes a mechanism for monitoring and managing potential/actual conflicts of interest of the board members/trustees,	COMPLIANT		

	management and shareholders/members.		<ul style="list-style-type: none"> <li>• “Clearly delineate and explain the extent of responsibility of the management, the Club’s internal auditor, and the Club’s external auditor in the preparation of the Club’s financial statements.”</li> <li>• “Institute an effective internal control system which will ensure the integrity of the financial reports and the protection of the Club’s assets for the benefit of all Members and stakeholders.”</li> <li>• “Ensure the Club’s compliance with the financial reporting requirements of all pertinent government regulatory agencies.”</li> <li>• “Include the evaluation of the adequacy and effectiveness of the Club’s control mechanisms that cover the Corporation’s governance, operations, and information systems, including the reliability of the financial and operational information, effectiveness and efficiency of operations, protection of assets, as well as compliance with contracts, laws, rules, and regulations.”</li> </ul>	
3	The Board adopts an Internal Audit Charter.	NON-COMPLIANT		The Audit Committee is yet to adopt an Internal Audit Charter, as prescribed in Section 2.2.2.2.2 of the NMCG. Considering that the Issuer’s business does not involve multifarious operations, the Issuer deems an Internal Audit Charter to be inessential at this time. In any event, the Audit Committee has internal audit policies in place.
<b>Recommendation 2.10</b>				
1	The Board ensures that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess	NON-COMPLIANT		The Audit Committee performs the functions of the Board Risk Oversight Committee in the absence thereof pursuant to Section 2.2.2.2.2 of the NMCG. A formal Enterprise Risk

	and manage key business risks.			Management plan is not warranted at this time.
2	The risk management framework guides the Board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies.	NON-COMPLIANT		Please see explanation above.
Recommendation 2.11				
1	The Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary duties.	NON-COMPLIANT		The Board is yet to formulate and adopt a Board Charter.
2	The Board Charter serves as a guide to the directors/trustees in the performance of their functions.	NON-COMPLIANT		Please see explanation above.
3	The Board Charter is publicly available.	NON-COMPLIANT		Please see explanation above.
Principle 3. ESTABLISHING BOARD COMMITTEES				
The board committees should be set up to the extent possible to support the effective performance of the Board’s functions, particularly with respect to audit, risk management, compliance and other key corporate governance concerns, such as nomination and remuneration. The composition, functions and responsibilities of all the board committees should be contained in their respective board committee charters.				
Recommendation 3.1				
1	The Board establishes board committees that focus on specific board functions to aid in the optimal performance of	COMPLIANT	The following are the standing committees of the Issuer as reported in its 17-C Report dated 18 May 2021, which is on file with the SEC, and a copy of which may be accessed at <a href="https://www.cjhgolfclub.com/download/SEC%20Form%2017-A%20Annual%20Report%202021.pdf">https://www.cjhgolfclub.com/download/SEC%20Form%2017-A%20Annual%20Report%202021.pdf</a> :	



	its roles and responsibilities.		<ul style="list-style-type: none"> <li>(i) Membership Committee;</li> <li>(ii) House Committee;</li> <li>(iii) Sports and Games Committee</li> <li>(iv) Construction and Maintenance Committee;</li> <li>(v) Finance Committee;</li> <li>(vi) Legal and Legislative Committee</li> <li>(vii) Nomination and Election Committee</li> <li>(viii) Audit Committee;</li> <li>(ix) Compensation and Remuneration Committee;</li> <li>(x) Fil-Am Committee;</li> <li>(xi) Health and Safety Committee; and</li> <li>(xii) Handicap Committee</li> </ul> <p>The functions of each of the standing committees are all indicated in Section 12.3 of the Issuer's By-Laws complemented by the NMCG (except for the last three in the enumeration which are created by the Board pursuant to Section 12.4 of the Issuer's By-Laws given that these committees are reasonable and necessary to the golf operations of the Club and considering the onset of the pandemic).</p>	
<b>Recommendation 3.2</b>				
1	The Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.	COMPLIANT	The composition, duties and responsibilities of the Audit Committee are set out in Section 2.2.2.2.2 of the NMCG. Among these duties and responsibilities is to perform oversight functions over the over the Issuer's Internal and External Auditors and ensure their independence and unrestricted access to all records, properties, and personnel to enable them to perform their respective audit functions taking into consideration relevant Philippine professional and regulatory requirements	
2	The Audit Committee is composed of at least three (3) qualified non-executive directors, the	COMPLIANT	<p>The Audit Committee of the Issuer in 2021 is composed of:</p> <ol style="list-style-type: none"> <li>1. Ramon Luis F. Garcia Chairman</li> </ol>	

	majority of whom, including the Chairperson, are independent directors.		<p>2. Rafael Perez de Tagle, Jr. Member</p> <p>3. Jaime M. Cacho Member</p> <p>4. Ramon D. Escaño III Member</p> <p>All members are non-executive governors except for Mr. de Tagle. The Chairman of the Audit Committee is an independent governor.</p>	
3	All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.	COMPLIANT	The Chairman of the Board and Compliance Officer attest that all members of the Audit Committee have the relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance, thereby allowing them to perform their functions effectively.	
4	The Chairperson of the Audit Committee is not the Chairperson of the Board or of any other committee.	COMPLIANT	The Chairman of the Audit Committee, Mr. Ramon Luis F. Garcia is not the Chairman of any other committee of the Issuer.	
<b>Recommendation 3.3</b>				
1	The Board establishes a Corporate Governance Committee tasked to assist the Board in the performance of its corporate governance responsibilities, including the functions that were formerly assigned to a Nomination and Remuneration Committee.	NON-COMPLIANT		The Board is yet to create a Corporate Governance Committee that would subsume the functions of the Nomination and Election Committee. The Company's Nomination and Election Committee continues to be functional.
2	The Corporate Governance Committee is composed of at least three (3) members, majority of whom, including the	NON-COMPLIANT		Please see explanation above. In addition, to preserve the impartiality and independence of the Nomination and Election

	Chairperson, should be independent directors.			Committee, governors are not allowed to sit as members.
<b>Recommendation 3.4</b>				
1	The Board establishes a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a company's Enterprise Risk Management system to ensure its functionality and effectiveness.	NON-COMPLIANT		The establishment of a separate Board Risk Oversight Committee is not warranted by the size, risk profile and complexity of the operations of the Issuer at this time.
2	The BROC is composed of at least three (3) members, the majority of whom should be independent directors, including the Chairperson.	NON-COMPLIANT		Please see explanation above.
3	At least one member of the BROC has relevant thorough knowledge and experience on risk and risk management.	NON-COMPLIANT		Please see explanation above.
<b>Recommendation 3.5</b>				
1	All established committees have a Committee Charter stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.	NON-COMPLIANT		The established committees are yet to formulate and adopt their respective committee charters.

2	The Committee Charters provide standards for evaluating the performance of a committee and its members.	NON-COMPLIANT		Please see explanation above.
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#### Principle 4. FOSTERING COMMITMENT

To show full commitment to the company, the directors should devote the time and attention necessary to properly and effectively perform their duties and responsibilities, including sufficient time to be familiar with the corporation's business.

##### Recommendation 4.1

1	The Directors attend and actively participate in all meetings of the Board, Committees and shareholders/members in person or through tele-/videoconferencing conducted in accordance with the rules and regulations of the Commission.	COMPLIANT	<p>Principle 4 and this recommendation are embodied in Sections 2.2.1.4 and 2.2.1.6 of the NMCG, respectively.</p> <p>The Chairman of the Board, Compliance Officer and Corporate Secretary attest that the governors actively attend and participate in board and members' meetings, in person or through tele-/videoconferencing conducted in accordance with the rules and regulations of the SEC.</p>	
2	The Directors review meeting materials for all Board and Committee meetings.	COMPLIANT	The Chairman of the Board, Compliance Officer, and Corporate Secretary attest that meeting materials are distributed ahead of all board and committee meetings as to enable the governors and/or committee members to act on a fully informed basis.	
3	The Directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.	COMPLIANT	The Chairman of the Board of Directors, Compliance Officer and Corporate Secretary attest that in all Board and Committee meetings, governors engage in fruitful discussions by propounding questions and requesting explanations.	

##### Recommendation 4.2

1	Non-executive directors concurrently serve in not more than ten (10) public companies and/or registered issuers. If concurrently sitting in at least three (3) publicly listed companies, the maximum concurrent directorships shall be five (5) public companies and/or registered issuers.	COMPLIANT	None of the non-executive governors concurrently serve in more than five publicly-listed companies, as shown in Item 5 paragraph 5 of the Issuer's 2021 DIS.	
<b>Recommendation 4.3</b>				
1	The Directors notify the company's board before accepting a directorship in another company.	COMPLIANT	Under Section 2.2.1.8 of the NMCG, a governor should notify the Board before accepting a directorship in another company.  The Corporate Secretary hereby attests that, where applicable, the governors have notified the Board before accepting a directorship in other companies.	
<b>Principle 5. REINFORCING BOARD INDEPENDENCE</b>				
The Board should endeavor to exercise an objective and independent judgment on all corporate affairs.				
<b>Recommendation 5.1</b>				
1	The Board is composed of a majority of non-executive directors who possess the necessary qualifications.	COMPLIANT	The Board is composed of ten (10) members. The President and Treasurer are the only executives-governors, whereas the other members, including the three (3) independent governors, are non-executive governors who are not involved in the day-to-day management of the Issuer's business.  The governors and types of their governorships are declared in the Issuer's 2021 General Information Sheet (or the "GIS"), which is on file with the SEC, a copy of which is attached hereto as <b>Annex "A"</b> .	
<b>Recommendation 5.2</b>				
1	The Board has at least two (2) independent directors or such number as to constitute one-third (1/3)	COMPLIANT	The Board has three independent governors.	



	of the board, whichever is higher.			
<b>Recommendation 5.3</b>				
1	The independent directors possess all the qualifications and none of the disqualifications to hold the position.	COMPLIANT	The qualifications of an independent governor are laid down in Section 2.2.1.5 of the NMCG. The Board's independent governors, Atty. Mauricio G. Domogan, Mr. Ramon Luis F. Garcia, and Mr. Mario V. Benitez, Jr., are all qualified and certified under oath by them and as declared in the DIS of the Issuer. Copies of their Certifications which were attached to the DIS, are attached hereto as <b>Annex "B"</b> .	
<b>Recommendation 5.4</b>				
1	The company perpetually bars an independent director from serving in such capacity after the term limit of nine (9) years.	COMPLIANT	None of the Board's independent governors have served for a cumulative term of nine (9) years as shown in Item 5 of the 2021 DIS.	
2	In the instance that the company retains an independent director in the same capacity after nine (9) years, the Board provides meritorious justification and seeks shareholders'/members' approval during the annual regular meeting.	COMPLIANT	Section 2.2.1.5 of the NMCG provides that the Board's independent directors shall serve for a maximum cumulative term of nine years, after which he/she shall be perpetually barred for reelection as such. However, he/she may continue to qualify as a non-independent governor.	
<b>Recommendation 5.5</b>				
1	The positions of Chairperson of the Board and Chief Executive Officer (or its equivalent) are held by separate individuals.	COMPLIANT	As shown in the Issuer's 2021 GIS, Mr. Robert John L. Sobrepeña is the Chairman of the Board; whereas Atty. Ferdinand T. Santos is the President/Chief Executive Officer.	

2	The Chairperson of the Board and Chief Executive Officer (or its equivalent) have clearly defined responsibilities.	COMPLIANT	The duties and responsibilities of the Chairman of the Board and President/Chief Executive Officer are defined in Sections 9.2 and 9.3 of the Issuer's By-Laws and Section 2.2.2.1.2 of the NMCG, respectively.	
<b>Recommendation 5.6</b>				
1	The Board designates a lead director among the independent directors if the Chairperson of the Board is not an independent director.	COMPLIANT	The Corporate Secretary hereby attests that Atty. Mauricio Domogan was designated by the Board as lead independent governor.	
<b>Recommendation 5.7</b>				
1	The Directors/Trustees with material interest in a transaction affecting the corporation fully disclose his/her adverse interest, abstain from taking part in the deliberations for the same, and recuse from voting on the approval of transaction.	COMPLIANT	<p>Section 2.2.1.4 of the NMCG mandates that if an actual or potential conflict of interest may arise on the part of a governor, he/she should fully and immediately disclose it and should not participate in the decision-making process.</p> <p>The Corporate Secretary hereby attests that governors with a material interest in transactions affecting the Issuer have abstained from taking part in the deliberations for the same during the Board meetings.</p>	
<b>Recommendation 5.8</b>				
1	The non-executive directors (NEDs) have separate periodic meetings with the external auditor and heads of the internal audit, compliance, and risk functions, without any executive directors present.	NON-COMPLIANT		Pursuant to Section 2.2.1.5, the non-executive governors are empowered to have separate periodic meetings with the external auditor and heads of the internal audit, compliance and risk functions, without any executive governors present and such meetings should be chaired by the lead independent governor.

				However, the non-executive governors determined that there was no need for such meeting in 2021.
2	The meetings are chaired by the lead independent director, if applicable.	NON-COMPLIANT		Please see explanation above.

## Principle 6. ASSESSING BOARD PERFORMANCE

The best measure of the Board's effectiveness is through an assessment process. The Board should regularly carry out evaluations to appraise its performance as a body, and assess whether it possesses the right mix of backgrounds and competencies.

### Recommendation 6.1

1	The Board conducts an annual self-assessment of its performance as a whole.	NON-COMPLIANT		The Board is yet to conduct a formal self-assessment of its performance as a whole. It will do so once a self-assessment system and procedure has been set up.
2	The Chairperson conducts an annual self-assessment of his performance.	NON-COMPLIANT		The Chairman is yet to conduct a formal self-assessment of his performance. He will do so once a self-assessment system and procedure has been set up.
3	The individual members conduct a self-assessment of their performance.	NON-COMPLIANT		The governors are yet to conduct formal self-assessments of their performance. They will do so once a self-assessment system and procedure has been set up.
4	Each committee conducts a self-assessment of its performance.	NON-COMPLIANT		The Committees are yet to conduct formal self-assessments of their respective performances. They will do so once a self-assessment system and procedure has been set up.

Recommendation 6.2				
1	The Board has in place a system that provides, at the minimum, criteria and process to determine the performance of the Board, individual directors/trustees and committees.	NON-COMPLIANT		The Board is yet to formally set up a system that provides criteria and process to determine the performance of the Board, individual governors and committees. It will do so at the soonest practicable time.
2	The system allows for a feedback mechanism from the shareholders/members.	NON-COMPLIANT		Please see explanation above.
Principle 7. STRENGTHENING BOARD ETHICS				
The Board directors are duty-bound to apply high ethical standards, taking into account the interests of all stakeholders.				
Recommendation 7.1				
1	The Board adopts a Code of Business Conduct and Ethics, which provide standards for professional and ethical behavior, as well as articulate acceptable and unacceptable conduct and practices in internal and external dealings of board members.	NON-COMPLIANT		The Board is yet to adopt a Code of Business Conduct and Ethics. Business is currently being conducted in accordance with accepted standards for professional and ethical behavior as well as policies passed by the Board.
2	The Code is properly disseminated to the members of Board.	NON-COMPLIANT		Please see explanation above.
3	The Code is disclosed and made available to the public through the company website.	NON-COMPLIANT		Please see explanation above.
Recommendation 7.2				

1	The Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.	NON-COMPLIANT		Please see explanation under Recommendation 7.1 above.
<b>DISCLOSURE AND TRANSPARENCY</b>				
<b>Principle 8. ENHANCING COMPANY DISCLOSURE POLICIES AND PROCEDURES</b>				
The Board should establish corporate disclosure policies and procedures that are practical and in accordance with generally accepted best practices and regulatory expectations.				
<b>Recommendation 8.1</b>				
1	The Board establishes corporate disclosure policies and procedures to ensure a comprehensive, accurate, reliable and timely report to shareholders/members and other stakeholders that gives a fair and complete picture of a company's financial condition, results and business operations.	COMPLIANT	The Board recognizes that it is primarily accountable to the members. A comprehensive report on the Issuer's performance, position and prospects are disseminated to the members on an annual basis, through the DIS and Management Report.	
<b>Recommendation 8.2</b>				
1	The company has a policy requiring all directors to disclose/report to the company any dealings in the company's shares within five (5) business days.	COMPLIANT	Section 7.4 of the NMCG requires such disclosures to be made within five business days.  The number of memberships held by governors are updated annually through the declarations in the DIS.	
2	The company has a policy requiring all officers to disclose/report to the company any dealings in the company's shares	NON-COMPLIANT		The Issuer has no policy requiring officers to disclose/report to the company any dealings in the Issuer's memberships. In any case, the number of memberships held



	within five (5) business days.			by the officers are updated annually through the declarations in the DIS.
Recommendation 8.3				
1	The company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	COMPLIANT	The Issuer's corporate governance policies, programs and procedures are set out in its NMCG, which is on file with the SEC.	
2	The company's MCG is submitted to the SEC.	COMPLIANT	The Issuer's NMCG was submitted to the SEC, as shown by the stamp "Received" on the copy appended thereto which may be downloaded from the following link: <a href="https://www.cjhgolfclub.com/download/MANUAL%20ON%20CORPORATE%20GOVERNANCE%202020.pdf">https://www.cjhgolfclub.com/download/MANUAL%20ON%20CORPORATE%20GOVERNANCE%202020.pdf</a> .	
3	The company's MCG is posted on the company website.	COMPLIANT		
Recommendation 8.4				
1	The company's corporate governance policies and practices and all relevant information are disclosed in its Annual Corporate Governance Report (ACGR).	COMPLIANT	This report contains the Issuer's corporate governance policies and practices and all relevant information.  On the other hand, the Issuer's Annual Report is on file with the SEC, a copy of which may be downloaded from the following link: <a href="https://www.cjhgolfclub.com/download/Annual%20Report%20Dec%2031%202021%20-%20DIS%20Compilation.pdf">https://www.cjhgolfclub.com/download/Annual%20Report%20Dec%2031%202021%20-%20DIS%20Compilation.pdf</a> . The relevant disclosures are on the following pages:	
2	The company's ACGR is submitted to the SEC.	COMPLIANT		
3	The company's ACGR is posted on the company website.	FOR COMPLIANCE	(a) Corporate objectives: p.1 (b) Financial performance indicators: pp. 7-8 (c) Non-financial performance indicators: See Prospects for the Future on pp. 8-9. (d) Dividend policy: p. 12 (e) Biographical details of all governors: pp. 9 to 11 (f) Remuneration of members of the board of governors: p. 11	The Issuer's ACGR will be uploaded to the Issuer's website upon finalization.

**Principle 9. STRENGTHENING EXTERNAL AUDITOR'S INDEPENDENCE AND IMPROVING AUDIT QUALITY**

The company should establish standards for the appropriate selection of an external auditor, and exercise effective oversight of the same to strengthen the external auditor's independence and enhance audit quality.

**Recommendation 9.1**

1	The Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of external auditors.	COMPLIANT	Pursuant to Section 2.2.2.2.2 of the NMCG, the Audit Committee recommends, and the Board approves, the appointment, reappointment, and removal of the External Auditor; the Audit Committee discusses with the external auditor the nature and scope of the audit before the audit commences, evaluates and determines any non-audit work performed by the External Auditor, and periodically reviews the fees paid to the External Auditor.	
2	The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit Committee, approved by the Board and the shareholders/members.	COMPLIANT	The Corporate Secretary attests that the reappointment of Isla Lipana & Co. as external auditor and the fees paid to it were recommended by the Audit Committee, approved by the Board and disclosed to the members, in accordance with Section 2.3.4 of the NMCG.	
3	For the removal of external auditor, the reasons for such removal or change are disclosed to the SEC, the shareholders/members, and the public through the company website and required disclosures.	COMPLIANT	This is not applicable because the Issuer did not remove or change its external auditor in the preceding year.	

**Recommendation 9.2**

1	The Audit Committee Charter includes the Audit Committee's responsibility on: i. assessing the integrity and independence of external auditors; ii. exercising effective oversight to review and monitor the external auditor's independence and objectivity; and iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements.	NON-COMPLIANT		The Audit Committee is yet to adopt an Audit Committee Charter.
2	The Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability and effectiveness on an annual basis.	NON-COMPLIANT		Please see explanation above.
<b>Recommendation 9.3</b>				
1	The company discloses the nature of non-audit services performed by its external auditor in the Annual Report to manage potential conflict of interest cases.	COMPLIANT	This is not applicable because the Issuer's external auditor did not perform any non-audit services in the preceding year.	

2	The Audit Committee stays alert for any potential conflict of interest situations, given the guidelines or policies on non-audit services, which could be viewed as impairing the external auditor's objectivity.	COMPLIANT	Although not contained in an Audit Committee Charter, the Audit Committee stays alert for non-audit work which may conflict with the functions of the external auditor, thus effectuating Section 2.2.2.2.2 of the NMCG.	
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#### Principle 10. INCREASING FOCUS ON NON-FINANCIAL AND SUSTAINABILITY REPORTING

The Board should ensure that the company discloses material and reportable non-financial and sustainability issues.

##### Recommendation 10.1

1	The Board has a clear and focused strategy on the disclosure of non-financial information.	COMPLIANT	Section 7.9 of the NMCG provides that the Issuer shall disclose to all members and other stakeholders its strategic (long-term goals) and operational objectives (short-term goals) as well as impacts of a wide range of sustainability issues, with emphasis on the management of environmental, economic, social and governance (EESG) issues of its business which underpin sustainability which the Issuer did in its Annual Report and Management Report.	
2	The company discloses to all shareholders/members and other stakeholders the company's strategic and operational objectives with emphasis on the management of environmental, economic, social and governance (EESG) issues of its business which underpin sustainability.	COMPLIANT		

#### Principle 11. PROMOTING A COMPREHENSIVE AND COST-EFFICIENT ACCESS TO RELEVANT INFORMATION

The company should maintain a comprehensive and cost-efficient communication channel for disseminating relevant information. This channel is crucial for an informed decision-making by investors, stakeholders and other interested users.

##### Recommendation 11.1

1	The company has a website to ensure a comprehensive, cost-	COMPLIANT	The Company's website is accessible through the following link: <a href="https://www.cjhgolfclub.com/">https://www.cjhgolfclub.com/</a> .	
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efficient, transparent and timely manner of disseminating relevant information to the public.			
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#### INTERNAL CONTROL AND RISK MANAGEMENT FRAMEWORKS

##### Principle 12. STRENGTHENING INTERNAL CONTROL AND RISK MANAGEMENT SYSTEMS

To ensure the integrity, transparency and proper governance in the conduct of its affairs, the company should have a strong and effective internal control system and enterprise risk management system.

##### Recommendation 12.1

1	The company has an adequate and effective internal control system in the conduct of its business.	COMPLIANT	At the Board level, the Audit Committee ensures that internal audit functions and internal control systems are in place and working effectively. Pursuant to Section 3.5.1 of the NMCG, the Internal Auditor is responsible in ensuring the Issuer's key organizational and procedural controls are responsive, effective, appropriate, and are regularly complied with.	
2	The company has an adequate and effective enterprise risk management framework in the conduct of its business.	COMPLIANT	Pursuant to Section 2.2.2.2.3 of the NMCG, the Internal Audit Department/Internal Auditor shall provide an independent risk-based assurance service to the Board, Audit Committee and Management, focusing on reviewing the effectiveness of the governance and control processes in (1) promoting the right values and ethics, (2) ensuring effective performance management and accounting in the organization, (3) communicating risk and control information, (4) coordinating the activities and information among the Board, external and internal auditors, and Management; and perform regular and special audit as contained in the annual audit plan and/or based on the Issuer's risk assessment.	

##### Recommendation 12.2

1	The company has in place an independent internal audit function that provides an independent and objective assurance, and consulting services designed to add value and improve the company's operations.	COMPLIANT	The Company's internal audit is an in-house function performed by Mr. Rodeen Corpuz, the Issuer's Internal Auditor. The Internal Auditor's added value to the company is in terms of independent and objective assurance and consulting services proceeds from his duties, as outlined in Section 2.3.5 of the NMCG.	
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#### CULTIVATING A SYNERGIC RELATIONSHIP WITH SHAREHOLDERS/MEMBERS



<b>Principle 13. PROMOTING SHAREHOLDER/MEMBER RIGHTS</b>				
The company should treat all shareholders/members fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.				
<b>Recommendation 13.1</b>				
1	The Board ensures that basic shareholder/member rights are disclosed in the Manual on Corporate Governance.	COMPLIANT	The rights of the Issuer's members are set out in Section 8.1 of the NMCG.	
<b>Recommendation 13.2</b>				
1	The Board encourages active shareholder participation by sending the Notice of Annual and Special Shareholders'/Members' Meeting with sufficient and relevant information at least twenty-one (21) days before the meeting.	COMPLIANT	The Corporate Secretary hereby attests that Notice of Annual Meeting was sent out at least 21 days before the meeting, as prescribed by Section 8.1.2.1 of the NMCG.	
<b>Recommendation 13.3</b>				
1	The Board encourages active shareholder/member participation by making the result of the votes taken during the most recent Annual or Special Shareholders'/Members' Meeting publicly available the next working day.	COMPLIANT	<p>Votes taken during the Annual Members' Meeting are announced on the same day. Copies of the Results of the Election and Results of the Matters Taken during the most recent (2022) Annual Members' Meeting may be accessed through the following links:</p> <p><a href="https://www.cjhgolfclub.com/download/Results%20of%20the%20Election%20-%202022%20AMM.pdf">https://www.cjhgolfclub.com/download/Results%20of%20the%20Election%20-%202022%20AMM.pdf</a></p> <p><a href="https://www.cjhgolfclub.com/download/Results%20of%20the%20Matters%20Taken%20in%20the%202022%20AMM.pdf">https://www.cjhgolfclub.com/download/Results%20of%20the%20Matters%20Taken%20in%20the%202022%20AMM.pdf</a>.</p> <p>The Results of the Election and results of the matters taken in the 2021 Annual Members' Meeting are discussed in the minutes of the said meeting and a copy of which may be accessed through the following link: <a href="https://www.cjhgolfclub.com/download/Signed%20Minutes%202021%20AMM.pdf">https://www.cjhgolfclub.com/download/Signed%20Minutes%202021%20AMM.pdf</a>.</p>	

2	The minutes of the Annual and Special Shareholders'/Members' Meetings were made available on the company website within five (5) business days from the date of the meeting.	COMPLIANT	A copy of the minutes of the 2021 Annual Members' Meeting may be accessed through the following link: <a href="https://www.cjhgolfclub.com/download/Signed%20Minutes%202021%20AMM.pdf">https://www.cjhgolfclub.com/download/Signed%20Minutes%202021%20AMM.pdf</a> .	
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#### Recommendation 13.4

1	The Board makes available, at the option of a shareholder/member, an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner.	COMPLIANT	The Issuer's policy on alternative dispute mechanism is set out in Section 2.2.1.2 of the NMCG.	
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#### Recommendation 13.5

1	The Board establishes an Investor Relations Office (IRO) or Customer Relations Office (CRO) or its equivalent to ensure constant engagement with its shareholders/members.	COMPLIANT	Given the purpose of its business, i.e., to promote the social, recreational, and athletic activities on a non-profit basis among its members, the main objective and undertaking of which will be the construction and maintenance of a golf course and other indoor and outdoor related sports and recreational facilities, the Issuer has no Investor Relations Office. Rather, the Issuer has a Membership Committee which manages regular engagement and communication with the members. The Membership Department/Office may be reached at the Clubhouse, through <a href="mailto:membership@cjhgolfclub.com">membership@cjhgolfclub.com</a> or at (074) 444-2133.	
2	The IRO or CRO or its equivalent is present at every shareholders'/members' meeting.	COMPLIANT	The Corporate Secretary attests that members of the Membership Committee and Membership Department/Office attended the most recent Annual Members' Meeting.	

#### DUTIES TO STAKEHOLDERS

#### Principle 14. RESPECTING RIGHTS OF STAKEHOLDERS AND EFFECTIVE REDRESS FOR VIOLATION OF STAKEHOLDER'S RIGHTS

The rights of stakeholders established by law, by contractual relations and through voluntary commitments must be respected. Where stakeholders' rights and/or interests are at stake, stakeholders should have the opportunity to obtain prompt effective redress for the violation of their rights.

#### Recommendation 14.1

1	The Board identifies the company's various stakeholders and promotes cooperation between them and the company in creating wealth, growth and sustainability.	COMPLIANT	The Company identifies the following to be its stakeholders: - any individual, organization or society at large who can either affect and/or be affected by the Issuer's strategies, policies, business decisions and operations, in general. This includes, among others, non-proprietary certificate holders, customers, creditors, employees, suppliers, investors, as well as the government and the community in which the Issuer operates. (Section 1, NMCG) The Issuer's objective is to promote a mutually beneficial relationship with its members, their guests, and stakeholders.	
<b>Recommendation 14.2</b>				
1	The Board establishes clear policies and programs to provide a mechanism on the fair treatment, protection and enforcement of the rights of stakeholders.	NON-COMPLIANT		The Board is yet to formally establish programs and policies for the fair treatment and protection of the Issuer's stakeholders.
<b>Principle 15. ENCOURAGING EMPLOYEES' PARTICIPATION</b>				
A mechanism for employee participation should be developed to create a symbiotic working environment consistent with the realization of the company's objectives and good corporate governance goals.				
<b>Recommendation 15.1</b>				
1	The Board establishes policies, programs and procedures that encourage employees to actively participate in the realization of the company's goals and in its governance.	COMPLIANT	The Board has a good and harmonious relationship with the employees, which inspires reliable performance.	
<b>Recommendation 15.2</b>				
1	The Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program in its Code of	NON-COMPLIANT		The Board is yet to formally adopt a Code of Conduct. However, right precepts of morality, including anti-corruption, customarily guides the Company in all its dealings and transactions.

	Business Conduct and Ethics.			
2	The Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.	NON-COMPLIANT		Please see explanation above.
<b>Recommendation 15.3</b>				
1	The Board establishes a suitable framework for whistleblowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation.	NON-COMPLIANT		The Board is yet to formally adopt a Code of Conduct. However, right precepts of morality, including anti-corruption, customarily guides the Company in all its dealings and transactions.
2	The Board establishes a suitable framework for whistleblowing that allows employees to have direct access to an independent member of the Board or a unit created to handle whistleblowing concerns.	NON-COMPLIANT		The Board is yet to establish a suitable framework for whistleblowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation. Even without a formal whistleblowing policy, the Board and officers of the Issuer are generally receptive to employee concerns and suggestions.
3	The Board supervises and ensures the enforcement of the whistleblowing framework.	NON-COMPLIANT		Please see explanation above.
<b>Principle 16. ENCOURAGING SUSTAINABILITY AND SOCIAL RESPONSIBILITY</b>				

The company should be socially responsible in all its dealings with the communities in which it operates. It should ensure that its interactions serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development.

**Recommendation 16.1**

1	The company recognizes and places importance on the interdependence between business and society, and promotes a mutually beneficial relationship that allows the company to grow its business, while contributing to the advancement of the society where it operates.	COMPLIANT	Principle 16 and Recommendation 16.1 are embodied in Section 2.2.1.2 of the NMCG.	
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**GENERAL INFORMATION SHEET (GIS)**  
**NON-STOCK CORPORATION**  
**FOR THE YEAR 2021**

JUN 14 2021

**GENERAL INSTRUCTIONS:**

1. FOR USER CORPORATION: THIS GIS SHALL BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF THE ANNUAL MEMBERS' MEETING AS STATED IN THE BY-LAWS. **DO NOT LEAVE ANY ITEM BLANK.** WRITE "N.A." IF THE INFORMATION REQUIRED IS NOT APPLICABLE TO THE CORPORATION OR "NONE" IF THE INFORMATION IS NON-EXISTENT. IF THE ANNUAL MEMBERS' MEETING IS HELD ON A DATE OTHER THAN THAT STATED IN THE BY-LAWS, THE GIS SHALL BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS AFTER THE ELECTION OF THE DIRECTORS, TRUSTEES AND OFFICERS OF THE CORPORATION AT THE ANNUAL MEMBERS' MEETING.
2. IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GIS NOT LATER THAN JANUARY 30 OF THE FOLLOWING YEAR. HOWEVER, SHOULD AN ANNUAL MEMBERS' MEETING BE HELD THEREAFTER, A NEW GIS SHALL BE SUBMITTED/FILED.
3. THIS GIS SHALL BE ACCOMPLISHED IN ENGLISH AND CERTIFIED AND SWORN TO BY THE **CORPORATE SECRETARY** OF THE CORPORATION.
4. ALL CHANGES ARISING BETWEEN ANNUAL MEETINGS AND AFFECTING THE INFORMATION STATED IN THE GIS, SUCH AS THE DEATH, RESIGNATION OR CESSATION OF HOLDING OF OFFICE OF A DIRECTOR, TRUSTEE, OR OFFICER, SHALL BE REFLECTED IN AN AMENDED GIS LABELED AS SUCH AND THE CHANGES CLEARLY HIGHLIGHTED. THE AMENDED GIS SHALL BE SUBMITTED WITHIN SEVEN (7) DAYS AFTER SUCH CHANGES OCCURRED OR BECAME EFFECTIVE.
5. SUBMIT FOUR (4) COPIES OF THE GIS TO THE RECEIVING SECTION AT THE SEC MAIN OFFICE, OR TO SEC SATELLITE OFFICES OR EXTENSION OFFICES. ALL COPIES SHALL UNIFORMLY BE ON A4 OR LETTER-SIZED PAPER. THE PAGES OF ALL COPIES SHALL USE ONLY ONE SIDE.
6. **ONLY THE GIS ACCOMPLISHED IN ACCORDANCE WITH THESE INSTRUCTIONS SHALL BE CONSIDERED AS COMPLIANT WITH EXISTING RULES AND REGULATIONS.**
7. THIS GIS MAY BE USED AS EVIDENCE AGAINST THE CORPORATION AND ITS RESPONSIBLE DIRECTORS/TRUSTEES/OFFICERS FOR ANY VIOLATION OF EXISTING LAWS, RULES AND REGULATIONS

===== PLEASE PRINT LEGIBLY =====

<b>CORPORATE NAME:</b>	<b>CAMP JOHN HAY GOLF CLUB, INC.</b>	<b>DATE REGISTERED:</b>	<b>4/3/1997</b>
<b>BUSINESS/ TRADE NAME</b>	<b>CAMP JOHN HAY GOLF CLUB, INC.</b>	<b>FISCAL YEAR END:</b>	<b>12/31/2021</b>
<b>SEC REGISTRATION NUMBER:</b>	<b>A1997-5628</b>	<b>CORPORATE TAX IDENTIFICATION NUMBER (TIN):</b>	<b>004-595-560</b>
<b>DATE OF ANNUAL MEETING PER BY-LAWS:</b>	<b>SECOND FRIDAY OF MAY</b>	<b>WEBSITE/URL ADDRESS:</b>	<b><a href="http://www.cjhgolfclub.com">http://www.cjhgolfclub.com</a></b>
<b>DATE OF ACTUAL MEETING:</b>	<b>14-May-21</b>	<b>EMAIL ADDRESS:</b>	<b><a href="mailto:admin@cjhgolfclub.com">admin@cjhgolfclub.com</a></b>
<b>COMPLETE PRINCIPAL OFFICE ADDRESS:</b>	<b>THE CLUBHOUSE, GOLF CLUB DRIVE, CAMP JOHN HAY, LOAKAN ROAD, BAGUIO CITY</b>	<b>TELEPHONE NUMBER(S):</b>	<b>(074) 4243493</b>
<b>COMPLETE BUSINESS ADDRESS:</b>	<b>THE CLUBHOUSE, GOLF CLUB DRIVE, CAMP JOHN HAY, LOAKAN ROAD, BAGUIO CITY</b>	<b>FAX NUMBER(S):</b>	<b>(074) 4442133</b>
<b>OFFICIAL E-MAIL ADDRESS</b>	<b>ALTERNATE E-MAIL ADDRESS</b>	<b>OFFICIAL MOBILE NUMBER</b>	<b>ALTERNATE MOBILE NUMBER</b>
<b><a href="mailto:admin@cjhgolfclub.com">admin@cjhgolfclub.com</a>/ <a href="mailto:foretaz@aol.com">foretaz@aol.com</a></b>	<b><a href="mailto:SEC.Correspondence@pbriaw.com.ph">SEC.Correspondence@pbriaw.com.ph</a></b>	<b>+639209633946/ +639175733946</b>	<b>+639173277619</b>
<b>PRIMARY PURPOSE ENGAGED IN:</b>	<b>TO PROMOTE THE SOCIAL, RECREATIONAL, AND ATHLETIC ACTIVITIES ON A NON-PROFIT BASIS AMONG ITS MEMBERS, THE MAIN OBJECTIVE AND UNDERTAKING OF WHICH WILL BE THE CONSTRUCTION AND MAINTENANCE OF A GOLF COURSE AND OTHER INDOOR AND OUTDOOR RELATED SPORTS AND RECREATIONAL FACILITIES</b>		
<b>NAME OF EXTERNAL AUDITOR &amp; SIGNING PARTNER:</b>	<b>ISLA LIPANA &amp; CO./JAN MICHAEL L. REYES</b>	<b>SEC ACCREDITATION NUMBER:</b>	<b>TELEPHONE NUMBER(S):</b>
		<b>0009-FR-5</b>	<b>63(2)88452728</b>
<b>IF ENGAGED IN MICROFINANCE BUSINESS, CHECK SERVICES</b>		<b>TO BE FILLED UP BY SEC PERSONNEL:</b>	
<input type="checkbox"/> Deposits	<input type="checkbox"/> Insurance Products	<b>INDUSTRY</b>	<b>NATIONAL GEOGRAPHICAL</b>
<input type="checkbox"/> Loans	<input type="checkbox"/> Payment Services	<b>CLASSIFICATION CODE:</b>	<b>CODE (NGC):</b>
<input type="checkbox"/> Money Transfer	<input type="checkbox"/> Others		

# GENERAL INFORMATION SHEET

NON-STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

Corporate Name: **CAMP JOHN HAY GOLF CLUB, INC.**

A. Is the Corporation a covered person under the Anti Money Laundering Act (AMLA), as amended? (Rep. Acts. 9160/9164/10167/10365) ☐ Yes ☒ No

Please check the appropriate box:

<p>1.</p> <p><input type="checkbox"/> a. Banks</p> <p><input type="checkbox"/> b. Offshore Banking Units</p> <p><input type="checkbox"/> c. Quasi-Banks</p> <p><input type="checkbox"/> d. Trust Entities</p> <p><input type="checkbox"/> e. Non-Stock Savings and Loan Associations</p> <p><input type="checkbox"/> f. Pawnshops</p> <p><input type="checkbox"/> g. Foreign Exchange Dealers</p> <p><input type="checkbox"/> h. Money Changers</p> <p><input type="checkbox"/> i. Remittance Agents</p> <p><input type="checkbox"/> j. Electronic Money Issuers</p> <p><input type="checkbox"/> k. Financial Institutions which Under Special Laws are subject to Bangko Sentral ng Pilipinas' (BSP) supervision and/or regulation, including their subsidiaries and affiliates.</p>	<p>4. <input type="checkbox"/> Jewelry dealers in precious metals, who, as a business, trade in precious metals</p>
<p>2.</p> <p><input type="checkbox"/> a. Insurance Companies</p> <p><input type="checkbox"/> b. Insurance Agents</p> <p><input type="checkbox"/> c. Insurance Brokers</p> <p><input type="checkbox"/> d. Professional Reinsurers</p> <p><input type="checkbox"/> e. Reinsurance Brokers</p> <p><input type="checkbox"/> f. Holding Companies</p> <p><input type="checkbox"/> g. Holding Company Systems</p> <p><input type="checkbox"/> h. Pre-need Companies</p> <p><input type="checkbox"/> i. Mutual Benefit Association</p> <p><input type="checkbox"/> j. All Other Persons and entities supervised and/or regulated by the Insurance Commission (IC)</p>	<p>5. <input type="checkbox"/> Jewelry dealers in precious stones, who, as a business, trade in precious stone</p>
<p>3.</p> <p><input type="checkbox"/> a. Securities Dealers</p> <p><input type="checkbox"/> b. Securities Brokers</p> <p><input type="checkbox"/> c. Securities Salesman</p> <p><input type="checkbox"/> d. Investment Houses</p> <p><input type="checkbox"/> e. Investment Agents and Consultants</p> <p><input type="checkbox"/> f. Trading Advisors</p> <p><input type="checkbox"/> g. Other entities managing Securities or rendering similar services</p> <p><input type="checkbox"/> h. Mutual Funds or Open-end Investment Companies</p> <p><input type="checkbox"/> i. Close-end Investment Companies</p> <p><input type="checkbox"/> j. Common Trust Funds or Issuers and other similar entities</p> <p><input type="checkbox"/> k. Transfer Companies and other similar entities</p> <p><input type="checkbox"/> l. Other entities administering or otherwise dealing in currency, commodities or financial derivatives based there on</p> <p><input type="checkbox"/> m. Entities administering or otherwise dealing in valuable objects</p> <p><input type="checkbox"/> n. Entities administering or otherwise dealing in cash Substitutes and other similar monetary instruments or property supervised and/or regulated by the Securities and Exchange Commission (SEC)</p>	<p>6. Company service providers which, as a business, provide any of the following services to third parties:</p> <p><input type="checkbox"/> a. acting as a formation agent of juridical persons</p> <p><input type="checkbox"/> b. acting as (or arranging for another person to act as) a director or corporate secretary of a company, a partner of a partnership, or a similar position in relation to other juridical persons</p> <p><input type="checkbox"/> c. providing a registered office, business address or accommodation, correspondence or administrative address for a company, a partnership or any other legal person or arrangement</p> <p><input type="checkbox"/> d. acting as (or arranging for another person to act as) a nominee shareholder for another person</p>
<p>B. Has the Corporation complied with the requirements on Customer Due Diligence (CDD) or Know Your Customer (KYC), record-keeping, and submission of reports under the AMLA, as amended, since the last filing of its GIS?</p>	<p>7. Persons who provide any of the following services:</p> <p><input type="checkbox"/> a. managing of client money, securities or other assets</p> <p><input type="checkbox"/> b. management of bank, savings or securities accounts</p> <p><input type="checkbox"/> c. organization of contributions for the creation, operation or management of companies</p> <p><input type="checkbox"/> d. creation, operation or management of juridical persons or arrangements, and buying and selling business entities</p> <p>8. <input type="checkbox"/> None of the above</p> <p>Describe nature of business: <b>TO PROMOTE THE SOCIAL, RECREATIONAL AND ATHLETIC ACTIVITIES ON A NON-PROFIT BASIS AMONG ITS MEMBERS. THE MAIN OBJECTIVE AND UNDERTAKING OF WHICH WILL BE THE</b></p> <p><input type="radio"/> Yes <input checked="" type="radio"/> No</p>



# GENERAL INFORMATION SHEET

NON-STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME: **CAMP JOHN HAY GOLF CLUB, INC.**

## DIRECTORS / OFFICERS

NAME AND CURRENT RESIDENTIAL ADDRESS	NATIONALITY	INCORPORATOR	BOARD	SEX	OFFICER	TAX IDENTIFICATION NUMBER
1. ROBERT JOHN L. SOBREPEÑA 11 TABUENA ST. CORINTHIAN GARDENS, QUEZON CITY	FILIPINO	Y	C	M	CHAIRMAN	106-808-899
2. FERDINAND T. SANTOS SUNRISE HILLS, NEW MANILA, QUEZON CITY	FILIPINO	Y	M	M	PRESIDENT	106-807-161
3. GILBERT RAYMUND T. REYES 36 LOPEZ JAENA ST. AYALA HEIGHT, QUEZON CITY	FILIPINO	N		M	CORP. SEC	106-973-867
4. RAFAEL PEREZ DE TAGLE, JR. 5 ACROPOLIS DRIVE, ACROPOLIS, QC	FILIPINO	N	M	M	TREASURER	106-808-530
5. GULSHAN BEDI COTTAGE 590, SCOUT HILL, CAMP JOHN HAY, BAGUIO CITY	INDIAN	N	M	M	N/A	106-809-034
6. FRANCISCO C. GONZALEZ 225 F.S. FERNANDEZ ST., MANDALUYONG CITY	FILIPINO	N	M	M	N/A	122-930-742
7. ALFREDO M. MENDOZA 122 CHAMPACA ST. ALABANG, MUNTINLUPA CITY	FILIPINO	N	M	M	N/A	119-769-198
8. MARIO V. BENITEZ, JR. 4 OUTLOOK DR., COTTAGE 119, BAGUIO CITY	FILIPINO	N	M	M	N/A	130-751-987
9. RAMON LUIS F. GARCIA 95 GENERAL LUNA ROAD, BAGUIO CITY	FILIPINO	N	M	M	N/A	906-923-645
10. JAIME M. CACHO 14 WESTPORT ST., PARKRIDGE ESTATE, ANTIPOLO, RIZAL	FILIPINO	N	M	M	N/A	104-592-872
11. MAURICIO G. DOMOGAN 31 UPPER BROOKESIDE, BAGUIO CITY	FILIPINO	N	M	M	N/A	113-558-539
12. RAYMUND MARTIN C. RODRIGUEZ 4 DUHAT ST. ANTHONY SUBDIVISION, CAINTA, RIZAL	FILIPINO	N		M	ASST. CORP. SEC./COMP.OFF.	106-973-875
13.						
14.						

### INSTRUCTIONS:

FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE.

FOR INCORPORATOR COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT.

FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER.

FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, SUCH AS:

PRE-PRESIDENT

COO - CHIEF OPERATING OFFICER

AUD - EXTERNAL AUDITOR

CEO - CHIEF EXEC. OFFICER

COS - CORPORATE SECRETARY

GOV - GOVERNMENT REPRESENTATIVE

CFO - TREASURER

LEG - LEGAL COUNSEL

OTR - OTHERS

N - NONE

# GENERAL INFORMATION SHEET

NON-STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME: **CAMP JOHN HAY GOLF CLUB, INC.**

## 1. INTERCOMPANY AFFILIATIONS

PARENT COMPANY	SEC REG. NO.	ADDRESS
NONE	N.A.	N.A.
AFFILIATE	SEC REG. NO.	ADDRESS
NONE	N.A.	N.A.

NOTE: USE ADDITIONAL SHEET IF NECESSARY

2. INVESTMENT OF CORPORATE FUNDS IN ANOTHER CORPORATION	AMOUNT (in PhP)	DATE OF BOARD RESOLUTION
2.1 STOCKS	N.A.	
2.2 BONDS/COMMERCIAL PAPER (issued by private corporations)	N.A.	
2.3 LOANS/ CREDITS/ ADVANCES	N.A.	
2.4 GOVERNMENT TREASURY BILLS	N.A.	
2.5 OTHERS	N.A.	

3. INVESTMENT OF CORPORATE FUNDS IN ACTIVITIES UNDER ITS SECONDARY PURPOSES (PLEASE SPECIFY:)	DATE OF BOARD RESOLUTION	DATE OF MEMBERS' RATIFICATION
3.1 N.A.		
3.2 N.A.		
3.3 N.A.		
3.4 N.A.		
3.5 N.A.		

4. FUND BALANCE (in PhP): **PHP280,889,255.00**

## 5. SECONDARY LICENSE/REGISTRATION/AUTHORITY/ACCREDITATION OTHER GOVERNMENT AGENCY:

5.1 NAME OF AGENCY:	BANGKO SENTRAL NG PILIPINAS	INSURANCE COMMISSION	DEPARTMENT OF EDUCATION	COMMISSION ON HIGHER EDUCATION	TECHNICAL EDUCATION AND SKILLS DEVELOPMENT AUTHORITY	DEPARTMENT OF SOCIAL WELFARE AND DEVELOPMENT
5.2 DATE ISSUED:	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
5.3 DATE STARTED OPERATIONS:	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

6. TOTAL ANNUAL COMPENSATION OF DIRECTORS/TRUSTEES DURING THE PRECEDING FISCAL YEAR (in PhP)	7. TOTAL NO. OF OFFICERS	8. TOTAL NO. OF RANK & FILE EMPLOYEES	9. TOTAL MANPOWER COMPLEMENT
0	5	49	61

NOTE: USE ADDITIONAL SHEET IF NECESSARY


I, **GILBERT RAYMUND T. REYES**, Corporate Secretary of **CAMP JOHN HAY GOLF CLUB, INC.**, declare under penalty of perjury that all matters set forth in this GIS have been made in good faith, duly verified by me and to the best of my knowledge and belief are true and correct.

I hereby attest that all the information in this GIS are being submitted in compliance with the rules and regulations of the Securities and Exchange Commission (SEC) the collection, processing, storage and sharing of said information being necessary to carry out the functions of public authority for the performance of the constitutionally and statutorily mandated functions of the SEC as a regulatory agency.

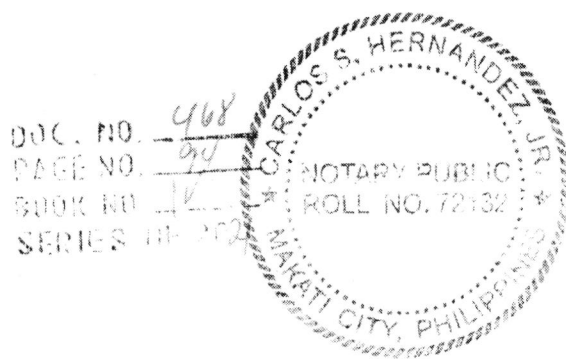
I further attest that I have been authorized by the Board of Governors to file this GIS with the SEC.

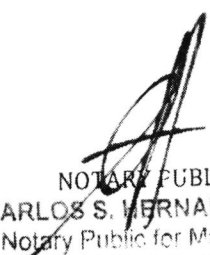
I understand that the Commission may place the corporation under delinquent status for failure to submit the reportorial requirements three (3) times, consecutively or intermittently, within a period of five (5) years (Section 177, RA No. 11232).

Done this JUN 11 2021 day of JUNE, 2021 in MAKATI CITY.

  
**GILBERT RAYMUND T. REYES**  
(Signature over printed name)

SUBSCRIBED AND SWORN TO before me in MAKATI CITY on JUN 11 2021 by affiant who personally appeared before me and exhibited to me his/her competent evidence of identity consisting of \_\_\_\_\_ issued at \_\_\_\_\_ on \_\_\_\_\_.  
SSS NO. 03-768374-4



  
NOTARY PUBLIC  
**CARLOS S. HERNANDEZ, JR.**  
Notary Public for Makati City  
Until 30 June 2021  
Appointment No. M-172  
PTR No. 8544720/Jon. 11, 2021/Makati City  
IBP No. 143705/Feb. 02, 2021/Makati City  
Roll of Attorneys No. 72132  
MCLE Compliance: Jo. VI-0015000/ March 6, 2019  
5<sup>th</sup> Floor, SEDOCO Bldg., 120 Rana Jona St.  
Legaspi St., Legaspi Village, Makati City

**BENEFICIAL OWNERSHIP DECLARATION  
FOR THE YEAR: 2021**

SEC REGISTRATION NUMBER:  
CORPORATE NAME:

A1997-5628  
CAMP JOHN HAY GOLF CLUB, INC.

**Instructions:**

1. Identify the Beneficial Owner(s) of the corporation as described in the Categories of Beneficial Ownership in Items A to I below. List down as many as you can identify. You may use an additional sheet if necessary.
2. Fill in the required information on the beneficial owner in the fields provided for.
3. In the "Category of Beneficial Ownership" column, indicate the letter(s) corresponding thereto. In the event that the person identified as beneficial owner falls under several categories, indicate all the letters corresponding to such categories.
4. If the category is under letter "I", indicate the position held (i.e., Director/Trustee, President, Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, etc.).
5. Do not leave any item blank. Write "N/A" if the information required is not applicable or "NONE" if non-existent.

"Beneficial Owner" refers to any natural person(s) who ultimately own(s) or control(s) or exercise(s) ultimate effective control over the corporation. This definition covers the natural person(s) who actually own or control the corporation as distinguished from the legal owners. Such beneficial ownership may be determined on the basis of the following:

Category	Description
A	Natural person(s) owning, directly or indirectly or through a chain of ownership, at least twenty-five percent (25%) of the voting rights, voting shares or capital of the reporting corporation.
B	Natural person(s) who exercise control over the reporting corporation, alone or together with others, through any contract, understanding, relationship, intermediary or tiered entity.
C	Natural person(s) having the ability to elect a majority of the board of directors/trustees, or any similar body, of the corporation.
D	Natural person(s) having the ability to exert a dominant influence over the management or policies of the corporation.
E	Natural person(s) whose directions, instructions, or wishes in conducting the affairs of the corporation are carried out by majority of the members of the board of directors of such corporation who are accustomed or under an obligation to act in accordance with such person's directions, instructions or wishes.
F	Natural person(s) acting as stewards of the properties of corporations, where such properties are under the care or administration of said natural person(s).
G	Natural person(s) who actually own or control the reporting corporation through nominee shareholders or nominee directors acting for or on behalf of such natural persons.
H	Natural person(s) ultimately owning or controlling or exercising ultimate effective control over the corporation through other means not falling under any of the foregoing categories.
I	Natural person(s) exercising control through positions held within a corporation (i.e., responsible for strategic decisions that fundamentally affect the business practices or general direction of the corporation such as the members of the board of directors or trustees or similar body within the corporation; or exercising executive control over the daily or regular affairs of the corporation through a senior management position). This category is only applicable in exceptional cases where no natural person is identifiable who ultimately owns or exerts control over the corporation, the reporting corporation having exhausted all reasonable means of identification and provided there are no grounds for suspicion.

COMPLETE NAME (Surname, Given Name, Middle Name, Name Extension (i.e., Jr., Sr., III))	SPECIFIC RESIDENTIAL ADDRESS	NATIONALITY	DATE OF BIRTH	TAX IDENTIFICATION NO.	% OF OWNERSHIP <sup>1</sup> / % OF VOTING RIGHTS <sup>2</sup>	TYPE OF BENEFICIAL OWNER <sup>3</sup> Direct (D) or Indirect (I)	CATEGORY OF BENEFICIAL OWNERSHIP
SOBREPEÑA, ROBERT JOHN, LAMB	11 TABUENA ST. CORINTHIAN GARDENS, QUEZON CITY	FILIPINO	12/27/1954	104-808-999	0.2%	N/A	C, D, E, I

Note: This page is not for

- <sup>1</sup> For Stock Corporations.  
<sup>2</sup> For Non-Stock Corporations.  
<sup>3</sup> For Stock Corporations.

**CERTIFICATION OF INDEPENDENT GOVERNOR**

I, **MARIO V. BENITEZ, JR.**, of legal age, a resident of No. 4 Outlook Drive, Baguio City, after having been duly sworn in accordance with law, do hereby declare that:

1. I am nominated as an independent governor of **CAMP JOHN HAY GOLF, CLUB, INC.**

2. I am currently affiliated with the following companies or organizations:

<i>Company/Organization</i>	<i>Position/Relationship</i>	<i>Period of Service</i>
John Hay Coffee Services	Managing Director	10 Years
Philippine Highland Coffee Farms	Director	3 Years
Grand Artisan Coffee Corp.	Managing Director	27 months

3. I was previously connected with the following companies or organizations:

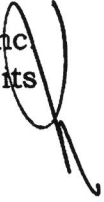

<i>Company/Organization</i>	<i>Position Relationship</i>	<i>Period of Service</i>

4. I possess all the qualifications and none of the disqualifications to serve as an Independent Governor of Camp John Hay Golf Club, Inc. as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

5. If elected, I shall faithfully and diligently comply with the duties and responsibilities of an independent governor under the Securities Regulation Code.

6. I shall inform the Corporate Secretary of Camp John Hay Golf Club, Inc. of any changes in the abovementioned information within five (5) days from its occurrence.


Done this \_\_\_\_ day of April 2021 at \_\_\_\_\_.



  
**MARIO V. BENITEZ, JR.,**

SUBSCRIBED AND SWORN to before me this 15 day of April 2021  
at Baguio City, affiant personally appearing before me and exhibiting his  
PK valid until \_\_\_\_\_ as competent evidence of his identity.

Doc No. 450  
Page No. 99  
Book No. 20  
Series of 2021.

  
**FEDERICO J. MANDAPAT, JR.**  
Notary Public for Baguio City  
Notarial Com. N.A.-NC 101192 / 1-14-19  
Until December 31, 20 21  
No. 245 Camp 7, Baguio City  
PTR No. 4568013, 1-5-21, Baguio City  
IBP Lifetime Member No. 08822; 01/06/10  
Roll No. 32036

### **CERTIFICATION OF INDEPENDENT GOVERNOR**

I, **RAMON LUIS F. GARCIA**, of legal age, a resident of No. 92 General Luna Road, Baguio City, after having been duly sworn in accordance with law, do hereby declare that:

1. I am nominated as an independent governor of **CAMP JOHN HAY GOLF, CLUB, INC.**

2. I am currently affiliated with the following companies or organizations:

<i>Company/Organization</i>	<i>Position/Relationship</i>	<i>Period of Service</i>
RLFG Food Services	Owner	17 years
RLFG Trading	Owner	5 years
A'luk Properties Development Corporation	Director	5 years
Garcia/Fuentes Realty Development Corporation	Director	4 years

3. I was previously connected with the following companies or organizations:

<i>Company/Organization</i>	<i>Position Relationship</i>	<i>Period of Service</i>

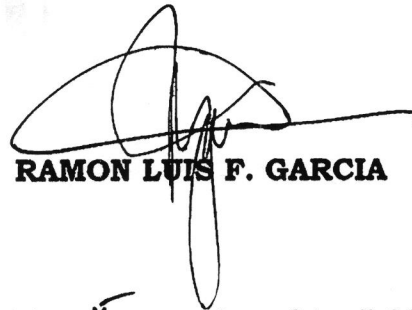
4. I possess all the qualifications and none of the disqualifications to serve as an Independent Governor of Camp John Hay Golf Club, Inc. as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

5. If elected, I shall faithfully and diligently comply with the duties and responsibilities of an independent governor under the Securities Regulation Code.

6. I shall inform the Corporate Secretary of Camp John Hay Golf Club, Inc. of any changes in the abovementioned information within five (5) days from its occurrence.

Done this \_\_\_ day of April 2021 at \_\_\_\_\_.

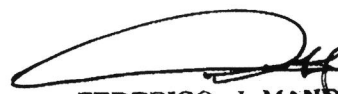




**RAMON LUIS F. GARCIA**

SUBSCRIBED AND SWORN to before me this 15 day of April 2021  
at Baguio City, affiant personally appearing before me and exhibiting his  
PK valid until \_\_\_\_\_ as competent evidence of his identity.

Doc No. 491  
Page No. 100  
Book No. 20  
Series of 2021.



**FEDERICO J. MANDAPAT, JR.**  
Notary Public for Baguio City  
Notarial Com. N.A.-NC 14-192 / 1-14-19  
Until December 31, 20 21  
No. 245 Camp 7, Baguio City  
PTR No. 484013 / 1-5-21, Baguio City  
IBP Lifetime Member No. 08822; 01/06/10  
Roll No. 32036

## CERTIFICATION OF INDEPENDENT GOVERNOR

I, **MAURICIO G. DOMOGAN**, of legal age, a resident of No. 31 Upper Brookside, Baguio City, after having been duly sworn in accordance with law, do hereby declare that:

1. I am nominated as an independent governor of **CAMP JOHN HAY GOLF, CLUB, INC.**

2. I am currently affiliated with the following companies or organizations:

<i>Company/ Organization</i>	<i>Position Relationship</i>	<i>Period of Service</i>
Domogan and Associates Law Office	Senior Partner	November 2019 to present
St. Luke's Medical Center	Board Member	August 1998 to present

3. I was previously connected with the following companies or organizations:

<i>Company/ Organization</i>	<i>Position Relationship</i>	<i>Period of Service</i>
Local Government of Baguio	City Councilor	1988 to 1992
Local Government of Baguio	City Mayor	1992 to 2001 2010 to 2019
House of Representatives	Member	2001 to 2010

4. I possess all the qualifications and none of the disqualifications to serve as an Independent Governor of Camp John Hay Golf Club, Inc. as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

5. If elected, I shall faithfully and diligently comply with the duties and responsibilities of an independent governor under the Securities Regulation Code.

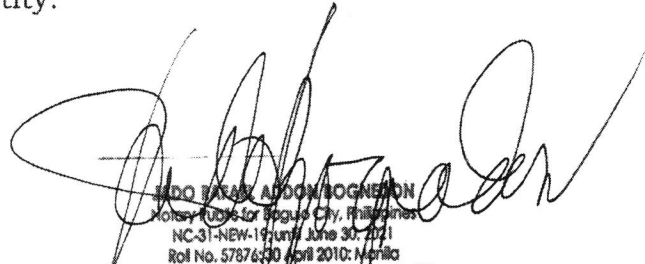
6. I shall inform the Corporate Secretary of Camp John Hay Golf Club, Inc. of any changes in the abovementioned information within five (5) days from its occurrence.

Done this 13<sup>th</sup> day of April 2021 at Baguio city.

  
**MAURICIO G. DOMOGAN**

SUBSCRIBED AND SWORN to before me this 13<sup>th</sup> day of April 2021 at Baguio city, affiant personally appearing before me and exhibiting his Philippine Passport with number P7028844A valid until 02 May 2028 as competent evidence of his identity.

Doc No. 186;  
Page No. 39;  
Book No. 25;  
Series of 2021.

  
J. DO. REYES, ATTORNEY AT LAW  
Notary Public for Baguio City, Philippines  
NC-31-NEW-19, until June 30, 2021  
Rol No. 5787630, April 2010; Manila  
PTR O.R. No. 487422; 11 Jan. 2021; Baguio City  
IBP O.R. No. 006662; 04 Jan. 2021; Baguio-Benguet  
ACLE Compliance No. V/0019048; 19 Mar. 2019; Pasig City  
TIN 288-045-966; 2/00 Baguio City, Philippines  
EDNCP Compound, Magsaysay Ave., Baguio City  
Doc No. \_\_\_\_; Page No. \_\_\_\_; Book No. \_\_\_\_; Series of 2021