

ANNUAL CORPORATE GOVERNANCE REPORT FOR PUBLIC COMPANIES AND REGISTERED ISSUERS			
RECOMMENDATION	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
THE BOARD'S GOVERNANCE RESPONSIBILITIES			
Principle 1. ESTABLISHING A COMPETENT BOARD			
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.			
Recommendation 1.1			
1 The Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.	COMPLIANT	Provide information or link/reference to a document containing information on the following: 1. Academic qualifications, industry knowledge, professional experience, expertise and relevant trainings of directors.	Not applicable
2 The Board has an appropriate mix of competence and expertise.	COMPLIANT		Not applicable
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	2. Qualification standards for directors to facilitate the selection of potential nominees and to serve as benchmark for the evaluation of its performance. The Board is composed of Directors with an appropriate mix of competence, knowledge and expertise in the business of finance, business, and risk management, Kindly see attached resumes of the Directors and Officers in the attached Annex. References: Annex "A" – Resumes of Directors and Officers of MBG ERFI BoD Manual of Corporate Governance Article III, Sec 1 and Sec 4 (Pages 2 and 4) Moreover, the Board is requested to annually undergo relevant trainings to ensure that they remain qualified for their position. Kindly see the Training Certificates of Directors and Officers in Annex B	Not applicable

			Certificate of Training relating to relevant annual continuing training.
Recommendation 1.2			
1	The Board is headed by a competent and qualified Chairperson.	COMPLIANT	Provide information or reference to a document containing information of the Chairperson, including his/her name, qualifications and expertise. References: Annex "A" – Resumes of Directors and Officers and Annex "C" - Amended GIS 2024 Manual of Corporate Governance Article III, Sec 1 and 4 (Pages 2 and 4) The Chairman of the Board, Mrs. Evelyn Singon, serves to represent the interests of all shareholders. She provides leadership to assist the Directors in carrying out their responsibilities to enhance the effectiveness of the Board. Kindly see attached Annex A which contains the information and qualifications of Director Singon contained in her resume.
Recommendation 1.3			
1	The company provides a policy on training of directors.	COMPLIANT	Provide link or reference to the company's Board Charter and Manual on Corporate Governance relating to its policy on training of directors. The Manual on Corporate Governance, Article III Section 6, C. Orientation and Training for Directors provides that all newly-elected Directors attend an orientation program, that should include SEC-mandated topics on corporate governance, and should include an introduction to the Company's business, Articles of Incorporation, By-laws and the Code of Business Conduct and Ethics. If a newly elected Director has already attended such training, the same shall serve

			as compliance with this requirement. Directors also undergo annual continuing training covering topics relevant to their duties and responsibilities in the Board and updates in new business developments, changes in the regulatory environments, etc. Reference: Manual of Corporate Governance Article III, Sec. 6 Responsibilities, Duties and Functions of the Board, Item C (page 8)		
2	The company has an orientation program for first-time directors.	COMPLIANT	Annex B - Certificate of Training relating to relevant annual continuing training. Provide information or link/reference to a document containing information of the orientation program and trainings of directors for the covered year, including the number of hours attended and topics covered.	Not applicable	
3	The company has relevant annual continuing training for all directors.	COMPLIANT	The Company has an orientation program for every new director to ensure their understanding of the business and operations of the Company and continuing training for directors. Kindly see the Manual on Corporate Governance, Section 6, C, Orientation and Training for Directors. (p.8) Kindly see the Training Certificates of Directors and Officers in Annex B - Certificate of Training for the relevant annual continuing training The company enrolled all its directors in relevant continuing training in 2024. 1. Joseph Alvin C. Tan - • AVLA Compliance in the Age of the Digital World • Risks and Resilience in the World of AI • AML/CTF Fundamentals • AMLC Registration and Reporting Guidelines • TFS Targeted Financial	Not applicable	

			- Sanctions) - The Deep Dive in GSS Bonds Issuance Process 2. Evelyn R. Singson - AML/A Compliance in the Age of the Digital World - AML/CTF Fundamentals - AML/C Registration and Reporting Guidelines - TFS (Targeted Financial Sanctions) 3. Jose Ramon Garcia - Finance for Directors - TFS (Targeted Financial Sanctions) - AML/CTF Training 4. Paul Patrick Carague - AML/CTF Fundamentals - AML/C Registration and Reporting Guidelines - TFS (Targeted Financial Sanctions)			
Recommendation 1.4						
1	The Board has a policy on board diversity.	COMPLIANT	<i>Provide information or link/reference to a document containing the company's board diversity policy.</i> <i>Indicate gender, age and competence composition of the board.</i> The Board welcomes nominations for directorship from individuals of all ages, ethnicities, cultures, genders, skills, competencies, and areas of expertise. In recognition that a diverse Board enhances decision-making and promotes sound governance. The Company upholds its commitment to Board diversity. As reflected in the 2024 General Information Sheet (GIS), the Board is composed of three (3) male Directors and one (1) female Director, representing a	Not applicable		

		range of age groups and possessing diverse skillsets. This composition ensures a well-balanced mix of expertise, experience, and independence, fostering constructive dialogue and enabling balanced decisions aligned with the Company's strategic goals and commitment to sustainable development. Gender: Male - 3 Female - 1 Age ranges: 30-40-year old: 1 directors 50-70-year-old: 2 directors 70-90 years old: 1 directors Skills/Sectors: Business Economics Finance References: Annex "A" -- Resumes of Directors and Officers Manual of Corporate Governance Article III, Sec. 1 (Page 2 and 3) Annex "C" - Amended GIS 2024		
Recommendation 1.5				
1	The Board is assisted by a Corporate Secretary.	COMPLIANT	Provide information or link/reference to a document containing information of the Corporate Secretary, including his/her name, qualifications, duties and functions	Not applicable
2	The Corporate Secretary is a separate individual from the Compliance Officer.	COMPLIANT		Not applicable
3	The Corporate Secretary is not a member of the Board of Directors.	COMPLIANT	The Company's Corporate Secretary, Atty Gerardo Francisco, is responsible for assisting the Board in the performance of their responsibilities and obligations. The Corporate Secretary is not a member of the Board of Directors and is a separate individual from the Compliance Officer, who is Mr. Joven Balderama.	Not applicable

			References: Annex "A" – Resumes of Directors and Officers, and Annex "C" - Amended GIS 2024 Manual of Corporate Governance Article III, Sec. 12 (Pages 14 and 15)		
4	The Corporate Secretary attends annual training/s on corporate governance.	COMPLIANT	<i>Provide information or link/reference to a document containing information of the corporate governance training/s attended, including the date of training, number of hours and topics covered.</i> The Company's Corporate Secretary attended a continuing education seminar on Corporate Governance. Kindly see the training certificate for the two (2) hour training attended by the Corporate Secretary by the SEC-accredited Center for Global Best Practices. Annex B - Certificate of Training for the relevant annual continuing training	Not applicable	
Recommendation 1.6					
1	The Board is assisted by a Compliance Officer.	COMPLIANT	<i>Provide information or link/reference to a document containing information of the Compliance Officer, including his/her name, position, qualifications, duties and functions.</i> The Board is assisted by the company Compliance Officer, Mr. Jovan N. Balderama. Mr. Balderama, has unrestricted access to the President, Board of Directors, and any Committee of the Board of Directors. The Compliance Officer is not a member of the Board of Directors.	Not applicable	The organization is not multilayered with officer ranks. It is a flat organization, and the Compliance Officer has a direct reporting line to the board of directors and operates with sufficient independence and authority, similar to a Senior Vice President.
2	The Compliance Officer has a rank of Senior Vice-President or an equivalent position with adequate stature and authority in the corporation.	NON-COMPLIANT			
3	The Compliance Officer is not a member of the board.	COMPLIANT			

4	The Compliance Officer attends annual training/s on corporate governance.	Manual of Corporate Governance Article III, Sec. 13 (Page 15) <i>Provide information or link/reference to a document containing information of the corporate governance training/s attended, including the date of the training, number of hours and topics covered.</i> The Company's Compliance Officer attended continuing education seminars on corporate governance. Kindly see the training certificate for the training received in Annex B. The Compliance Officer attended a two (2) hour training held by the Center for Global Best Practices on the topic "Roles, Responsibilities and Liabilities of Board of Directors." COMPLIANT	Manual of Corporate Governance Article III, Sec. 13 (Page 15) <i>Provide information or link/reference to a document containing information of the corporate governance training/s attended, including the date of the training, number of hours and topics covered.</i> The Company's Compliance Officer attended continuing education seminars on corporate governance. Kindly see the training certificate for the training received in Annex B. The Compliance Officer attended a two (2) hour training held by the Center for Global Best Practices on the topic "Roles, Responsibilities and Liabilities of Board of Directors."
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.			
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.	Recommendation 2.1 COMPLIANT	<i>Provide information or reference to a document containing information on how the directors performed their duties (this can include board resolutions and minutes of meetings).</i> The Corporate Secretary and Compliance Officer ensure that the Board of Directors receives complete and timely meeting materials prior to every meeting, enabling directors to thoroughly review and assess the matters at hand. This process supports informed, diligent, and well-considered decision-making. Directors attend these meetings regularly to remain fully apprised of the company's activities, strategic direction, and governance matters. The record of attendance serves as evidence of each director's commitment to act in good faith, with due diligence and care, and in the best interest of the company, its shareholders, and other stakeholders.
			Not applicable

			References: Manual of Corporate Governance Article III, Sec. 6 and Sec. 7 (Pages 6-8) Annex "C" - Board Meeting Record of Attendance	
Recommendation 2.2				
1	The Board oversees the development and approval of the company's business objectives and strategy.	COMPLIANT	Provide information or link/reference to a document containing information on how the directors performed this function (this can include board resolutions and minutes of meetings). Indicate frequency of development of business objectives and strategy. The Board of Directors is responsible for identifying and overseeing the Company's strategic direction. During Board Meetings, the BOD reviews the implementation of the objectives of the Company.	Not applicable
2	The Board oversees and monitors the implementation of the company's business objectives and strategy.	COMPLIANT	Reference: Annex "C" - Board Meeting Record of Attendance	Not applicable
Recommendation 2.3				
1	The Board ensures and adopts an effective succession planning program for directors, key officers and management.	COMPLIANT	Disclose and provide information or link/reference to a document containing the company's succession planning policies and programs and its implementation. The Board and its Corporate Governance Committee are responsible for the succession plan for the Board members and officers, including adopting a retirement policy. Kindly see the policy on succession planning and retirement in the Manual of Corporate Governance.	Not applicable
2	The Board adopts a policy for the retirement of directors and key officers.	COMPLIANT		Not applicable

			Reference: Manual of Corporate Governance Article III, Sec. 6 (Page 7) and MBG EIFI Succession Planning Program	
Recommendation 2.4				
1	The Board aligns the remuneration of key officers and board members with the long-term interests of the company.	COMPLIANT	Provide information or link/reference to a document containing the company's remuneration policy and its implementation, including the relationship between remuneration and performance.	Not applicable
2	The Board adopts a policy specifying the relationship between remuneration and performance.	COMPLIANT		Not applicable
3	The Directors do not participate in discussions or deliberations involving his/her own remuneration.		The Board determines the relationship between remuneration and performance of key officers and Board members which should be aligned with the long-term interests of the Company. A portion of the remuneration of executive directors shall be structured or be based on corporate and individual performance. No director shall participate in deciding on his/her remuneration.	
Recommendation 2.5				
		COMPLIANT	Reference: Manual of Corporate Governance Article III, Sec. 10 (Page 11-12)	Not applicable
Recommendation 2.5				
1	The Board has a formal and transparent board nomination and election policy.	COMPLIANT	Provide information or reference to a document containing information on the company's nomination and election policy and process and its implementation, including the criteria used in selecting new directors, how the candidates are shortlisted and how it encourages nominations from shareholders.	Not applicable
2	The Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	COMPLIANT		Not applicable
3	The Board nomination and election policy includes how the company accepted nominations from shareholders/members.	COMPLIANT		Not applicable
4	The Board nomination and election policy includes how the board reviews the qualifications of nominated candidates.	COMPLIANT	Provide proof if minority shareholders have a right to nominate candidates to the board.	Not applicable
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.	COMPLIANT	Provide information if there was an assessment of the effectiveness of the Board's processes in the nomination, election or replacement of a director.	Not applicable
6	The Board has a process for identifying the quality of directors/trustees that is aligned with the strategic direction of the company.	COMPLIANT	The Corporate Governance Committee sets forth the selection of Directors. Shareholders have the right to elect, remove, replace Directors and vote on corporate acts in	Not applicable

			accordance with the Revised Corporation Code and the Company's by-laws. Minority shareholders have a right to nominate candidates to the Board. Only stockholders of record are entitled to vote at the meeting shall be entitled to nominate candidates for the Board of Directors, including the independent directors. Moreover, the MBG EFII Nomination and Election Policy covers the policy and process for nomination of the BOD Reference: Manual of Corporate Governance Article III, Sec. 4, Sec. 5, and Sec. 11 b.1 (Pages 4 and 14) MBG EFII Nomination and Election Policy		Not applicable
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		Provide information or reference to a document containing the company's policy on related party transaction, including policy on review and approval of significant RPTs. Identify transactions that were approved pursuant to the policy. The Board is in charge of ensuring there is a policy and system governing related party transactions and other unusual transactions. Policy will also include appropriate review as well approval process of material RPTs to guarantee fairness and transparency of these transactions. In 2024 there were no material related party transactions. Reference: Manual of Corporate Governance Article III, Sec. 6 b.16 and Sec. 11 a. 14. (Pages 7 and 13)	Not applicable
2	The RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.	COMPLIANT			Not applicable

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).	Provide information or reference to a document containing the Board's policy on approving the selection of management. Identify the Management team appointed. The BOD is primarily responsible for the approval and the selection of management and officers during the Organizational Meeting of the Board of Directors. The following are the Board appointed officers of the Company: <table><tr><th>Officer</th><th>Position</th></tr><tr><td>Joseph Alvin C. Tan</td><td>President</td></tr><tr><td>Jose Ramon Garcia</td><td>Treasurer</td></tr><tr><td>Gerardo Maximo</td><td>Corporate Secretary</td></tr><tr><td>Francisco Joven N. Balderama</td><td>Compliance Officer</td></tr></table> Reference: Manual of Corporate Governance Roles, Duties and Functions (Page 6)	Officer	Position	Joseph Alvin C. Tan	President	Jose Ramon Garcia	Treasurer	Gerardo Maximo	Corporate Secretary	Francisco Joven N. Balderama	Compliance Officer	Not applicable
Officer	Position												
Joseph Alvin C. Tan	President												
Jose Ramon Garcia	Treasurer												
Gerardo Maximo	Corporate Secretary												
Francisco Joven N. Balderama	Compliance Officer												
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 Chief Audit Executive, as may be applicable).	Provide information or reference to a document containing the Board's policy on assessing the performance of management. Provide information on the assessment process and indicate frequency of assessment of performance. The Board is primarily responsible for assessing the performance of management. Kindly see the Manual of Corporate Governance Article VII: Governance Self Rating (Page 19)	Not applicable										
Recommendation 2.8													
1	The Board establishes an effective performance evaluation framework that includes a standard or	COMPLIANT	Not applicable										

	criteria for assessment and ensures that Management's performance is on par with the standards set by the Board and Senior Management.		management and personnel. The Fund's operations are carried out by the Investment Manager, whose performance is subject to regular review by the Board. The Board evaluates the Investment Manager's performance on an ongoing basis through periodic submissions such as monthly newsletters, portfolio updates, and formal investment manager reports, which cover fund performance, strategy implementation, market commentary, and compliance with investment objectives. The operations of the fund are managed by the Fund Manager, who maintains the necessary performance evaluation framework to assess the performance of its personnel. Reference: Manual of Corporate Governance Article VI (Pages 18-19)	Not applicable
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	Provide information or link/reference to a document showing the Board's responsibility in ensuring that an appropriate internal control system is in place, and what comprises the internal control system.	Not applicable
2	The internal control system includes a mechanism for monitoring and managing potential/actual conflicts of interest of the board members/trustees, management and shareholders/members.	COMPLIANT	Internal Control System Oversight The Board ensures that an effective internal control system is established and maintained to safeguard company assets, support accurate financial reporting, ensure compliance with applicable laws, and help achieve strategic objectives. Oversight of the system is carried out through Board-level review and the Audit and Risk Oversight Committee, which evaluates the design and implementation of key controls. Moreover, the Company adopts a Three Lines of Defense model.	Not applicable

			1. First line: Operational management, which manages risks and implements internal controls on a daily basis; 2. Second line: Oversight functions such as risk management and compliance, which monitor adherence to policies and procedures; 3. Third line: While the Company has not yet established an internal audit function, independent assurance is provided through the engagement of an external auditor, who conducts an annual audit of the Company's financial statements and assesses the adequacy of financial reporting controls in accordance with relevant auditing standards.	Reference: Manual of Corporate Governance Article III Sec. 8 (Page 10) <i>Provide reference or link to the company's Internal Audit Charter.</i>	The Internal Audit Charter is set to be formalized in 2025. In 2024, the Fund began engaging with internal audit service providers in preparation for this, with formal approval by the Board of Directors targeted during the 2025 Organizational Meeting.
3	The Board adopts an Internal Audit Charter.	NON-COMPLIANT			
Recommendation 2.10					
1	The Board ensures that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business risks.	COMPLIANT		<i>Provide information or link/reference to a document showing the Board's oversight responsibility on the establishment of a sound enterprise risk management framework and how the board was guided by the framework.</i>	Not applicable
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.	COMPLIANT		<i>Provide proof of effectiveness of risk management strategies, if any.</i> The Fund is managed by Fund Manager which adopts the Risk Management Manual to guide the Board to effectively identify, monitor, assess and manage key business	Not applicable

			risks. References: MBG IMI Risk Management Manual	
Recommendation 2.1.1				
1	The Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary duties.	COMPLIANT	Provide link to the company's website where the Board Charter is disclosed and/or other proof that it is publicly available.	
2	The Board Charter serves as a guide to the directors/trustees in the performance of their functions.	COMPLIANT	The Board Charter is embedded in the Manual of Corporate Governance (see <i>Manual of Corporate Governance Article III Sec. 1-7, Pages 2 to 9</i>).	Not applicable
3	The Board Charter is publicly available.	COMPLIANT	The Board Charter, contained in the Manual of Corporate Governance, is available on the company website: https://mbgfunds.com/our-funds/mbg-equity-investment-fund/	Not applicable
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 its roles and responsibilities.	COMPLIANT	Provide information or link/reference to a document containing information of all board committees established by the company. While the Manual contemplates the formation of separate committees for Audit, Nomination, and Remuneration, the Board, considering its five-member composition and the availability of only two (2) independent directors, has resolved to consolidate these functions under the Audit Committee. This arrangement is consistent with good governance principles and is subject to periodic review to ensure effectiveness and efficiency.	Not applicable

		Reference: Manual of Corporate Governance Article III Sec. 11 (Pages 12-14) Accordingly, the Audit Committee also assumes the responsibilities typically assigned to the following committees: Nomination Committee: Reviews and evaluates the qualifications of candidates for election to the Board, ensuring appropriate skills, experience, and diversity aligned with the Company's strategic direction. Remuneration Committee: Oversees the development of a formal and transparent procedure for determining the compensation of directors and key officers, ensuring alignment with the Company's goals and stakeholder interests. Related Party Transactions (RPT) Committee: Reviews and monitors RPTs to ensure compliance with legal standards and Company policies. Corporate Governance Committee: Monitors compliance with governance policies, oversees Board performance evaluations, and ensures that the Company upholds principles of good corporate governance. This integrated committee structure enables the Company to fulfill its governance obligations effectively within the context of its current Board composition.	
Recommendation 3.2			
1	The Board establishes an Audit Committee to enhance its oversight capability over the company's financial	COMPLIANT	Not applicable
		Provide information or link/reference to a document containing information of the Audit Committee, including its functions.	

reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.											
2 The Audit Committee is composed of at least three (3) qualified non-executive directors, the majority of whom, including the Chairperson, are independent directors.	NON-COMPLIANT										
Indicate if it is the Audit Committee's responsibility to recommend the appointment and removal of the company's external auditor. The Audit Committee is composed of three (3) Directors, majority of whom are Independent Directors, including the Committee Chair, and who are appointed by the Board on an annual basis following each annual meeting. <table border="1"> <thead> <tr> <th>Director</th> <th>Position</th> </tr> </thead> <tbody> <tr> <td>Paul Patrick Carague</td> <td>Chairman of Audit Committee</td> </tr> <tr> <td></td> <td>Non-Executive Independent Director</td> </tr> <tr> <td>Evelyn R. Singson</td> <td>Non-Executive Director</td> </tr> <tr> <td>Vacant*</td> <td>Non-Executive Independent Director</td> </tr> </tbody> </table> *Atty Edison Byron Sy served as an Independent Director and member of the Fund's audit committee until his resignation in August 2024. The position of second Independent Director was filled in 2025. Reference: Manual of Corporate Governance Article III Sec. 11a (Page 12-14)	Director	Position	Paul Patrick Carague	Chairman of Audit Committee		Non-Executive Independent Director	Evelyn R. Singson	Non-Executive Director	Vacant*	Non-Executive Independent Director	The Audit Committee was composed of three (3) non-executive members, the majority of which were Independent until the resignation of one of the Independent directors in August 2024. The position was later filled in 2025. Provide information or link/reference to a document containing information of the members of the Audit Committee, including their qualifications and type of directorship. The Audit Committee is composed of qualified non-executive directors: Paul Patrick M. Carague – Chairman Evelyn R. Singson – Member
Director	Position										
Paul Patrick Carague	Chairman of Audit Committee										
	Non-Executive Independent Director										
Evelyn R. Singson	Non-Executive Director										
Vacant*	Non-Executive Independent Director										

			Vacant* – Member *Atty Edson Byron Sy served as a member of the Audit Committee until his resignation in August 2024 Reference: Annex "A" – Resumes of Directors and Officers and Annex "B" – Amended GIS 2024		
3	All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.			Provide information or link/reference to a document containing information on the background, knowledge, skills, and/or experience of the members of the Audit Committee. References: Annex "A" – Resumes of Directors and Officers of MBG EHF BoD	Not applicable
4	The Chairperson of the Audit Committee is not the Chairperson of the Board or of any other committee.	COMPLIANT		Provide information or link/reference to a document containing information of the Chairperson of the Audit Committee. Reference: Annex "B" – Amended GIS 2024 The Chairperson of the Audit Committee and the Chairperson of the Board of Directors is separate. Chairman of the Board – Evelyn R. Singson Chairman of Audit Committee – Paul Patrick Carague	Not applicable
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.	COMPLIANT	Recommendation 3.3	The Fund has not established a separate Corporate Governance Committee. Instead, the Audit Committee serves this function, assisting the Board in the effective discharge of its corporate governance responsibilities. This consolidated approach is consistent with the Fund's structure, which features a	

			five-member Board, including two (2) independent directors. The Audit Committee supports the Board in areas such as board oversight, evaluation of governance policies and practices, and ensuring compliance with regulatory standards. Since the Fund does not have direct employees—its operations being fully outsourced to an external investment manager—it does not nominate officers or implement a remuneration policy. Consequently, the functions traditionally assigned to a Nomination or Remuneration Committee are not applicable in the Fund's current structure. However, the Board, continues to evaluate its own composition and director qualifications, with a focus on maintaining the appropriate mix of skills, Independence, and strategic alignment. Reference: Manual of Corporate Governance Article III Sec. 11 Board Committees (Page 14)		
2	The Corporate Governance Committee is composed of at least three (3) members, majority of whom, including the Chairperson, should be independent directors.	COMPLIANT	<i>Provide information or link/reference to a document containing information of the members of the Corporate Governance Committee, including their qualifications and type of directorship.</i> The Fund has not established a separate Corporate Governance Committee. Given its five-member Board, including two (2) independent directors, the Audit Committee performs the functions of the Corporate Governance Committee. The qualifications and type of directorship of the Audit Committee members—who fulfill this role—are disclosed in the Fund's 2024 General Information Sheet (GIS)		

Recommendation 3.4

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.	COMPLIANT	<i>Provide information or link/reference to a document containing information of the Board Risk Oversight Committee (BROC), including its functions</i> The Fund does not have a separate Board Risk Oversight Committee (BROC) as the Audit Committee assumes this responsibility. While the Fund's Board is composed of five directors—two of whom are required to be independent—the Audit Committee, which acts as the BROC, is comprised of three members, with a majority being independent, including the Chairperson. Risk oversight is integrated into the Audit Committee's mandate to ensure effective governance within the current board structure	
2	The BROC is composed of at least three (3) members, the majority of whom should be independent directors, including the Chairperson.			
3	At least one member of the BROC has relevant thorough knowledge and experience on risk and risk management.	COMPLIANT	<i>Provide information or link/reference to a document containing information on the background, skills, and/or experience of the members of the BROC.</i> The Audit Committee, acting as the Board Risk Oversight Committee, collectively possesses the experience and expertise necessary to fulfill its risk oversight mandate. Each member of the Committee is financially literate and has experience in accounting or finance, or demonstrates a sound understanding of the Fund's financial and risk management systems and regulatory environment. The Committee also brings substantial experience in risk oversight. Notably, Patrick Carague, the Fund's Independent Director, previously served as the Chief Risk Officer of a universal bank.	Not applicable

		Reference: Annex "A" – Resumes of Directors and Officers.	
Recommendation 3.5			
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.		The Audit Committee, which also performs the functions of the Corporate Governance, Nomination, Remuneration, and Risk Oversight Committees, has a defined Charter that outlines its purpose, composition, structure, duties, and responsibilities. Other Board committees have not been separately constituted due to the Fund's lean Board composition. The Fund will create separate charters in line with the recommendation.
			Reference: Manual of Corporate Governance Article III Sec. 11 (Page 12)
2	The Committee Charters provide standards for evaluating the performance of a committee and its members.	NON-COMPLIANT	The Board conducts an annual self-assessment, which includes evaluation of the Board's overall performance as well as that of its committees. This process ensures ongoing governance effectiveness and alignment with the Fund's strategic objectives.
		COMPLIANT	
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.		Provide information or link/reference to a document containing the attendance and participation of directors to Board, Committee and shareholders' meetings.
2	The Directors review meeting materials for all Board and Committee meetings.	COMPLIANT	Reference: Annex "C" - Board Meeting Record of Attendance
3	The Directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.	COMPLIANT	The Directors attend and actively participate in all meetings of the Board, Committees, and shareholders/members, either in person or via tele-/videoconferencing in accordance with SEC regulations. They review all
		COMPLIANT	Not applicable
		COMPLIANT	Not applicable
		COMPLIANT	Not applicable

			meeting materials in advance and engage constructively during discussions, asking relevant questions and seeking clarifications to support well-informed decision-making.
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	<i>Disclose if the company has a policy setting the limit of board seats that a non-executive director can hold simultaneously.</i> <i>Provide information or reference to a document containing information on the directorships of the company's directors in listed companies, registered issuers and public companies.</i> All Board of directors are compliant on the limitation on the board seats on public companies, registered issuers and publicly listed companies. Reference: Manual of Corporate Governance Article III Section 2 (Page 3) Annex "A" – Resumes of Directors and Officers. Not applicable
Recommendation 4.3			
1	The Directors notify the company's board before accepting a directorship in another company.	COMPLIANT	<i>Provide copy of reference to the written notification to the board or minutes of board meeting wherein the matter was discussed.</i> In 2024, there were no directors accepting directorship in another company. The Directors notify the company's board before accepting a directorship in another company. Reference: Manual of Corporate Governance Article III Section 2 (Page 3) Not applicable
Principle 5. REINFORCING BOARD INDEPENDENCE			
The Board should endeavor to exercise an objective and independent judgment on all corporate affairs.			
Recommendation 5.1			

1	The Board is composed of a majority of non-executive directors who possess the necessary qualifications.	Identify or provide link/reference to a document identifying the directors, the type of their directorships and their qualifications. The Board is composed of a majority of non-executive directors who possess the necessary qualifications, with only one executive director, Mr. Joseph Alvin Tan. Reference: Manual of Corporate Governance Article III Section 1 (Page 2) Annex "B" - Amended GIS 2024	COMPLIANT	Not applicable
Recommendation 5.2				
1	The Board has at least two (2) independent directors or such number as to constitute one-third (1/3) of the board, whichever is higher.	Provide information or link/reference to a document containing the number of independent directors in the board. Reference: Manual of Corporate Governance Article III Section 1 (Page 2) Annex "B" - Amended GIS 2024	NON-COMPLIANT	It is the Fund's policy to maintain at least two (2) independent Directors or such number as to constitute one-third (1/3) of the Board, whichever is higher, in accordance with regulatory requirements. This policy was observed from January to August 2024. However, due to a vacancy, the second Independent Director seat was temporarily unfilled for a portion of the year and was reconstituted in 2025. While the Fund remains committed to full compliance, the interim vacancy renders the Fund partially compliant for the 2024 reporting period.
Recommendation 5.3				
1	The independent directors possess all the qualifications and none of the disqualifications to hold the position.	Provide information or link/reference to a document containing the qualifications of independent directors. All Independent Directors of the Fund possess the qualifications and none of the disqualifications prescribed under applicable laws, rules, and the Fund's Manual of Corporate Governance. Their appointments are reviewed to ensure compliance with regulatory standards and best practices in corporate governance. Reference:	COMPLIANT	Not applicable

		Manual of Corporate Governance Article III Section 4 and 5 (Page 4) Annex "A" – Resumes of Directors and Officers	
Recommendation 5.4			
1	The company perpetually bars an independent director from serving in such capacity after the term limit of nine (9) years.	COMPLIANT	Provide information or link/reference to a document containing the company's policy on term limits for its independent director. The Board's Independent Directors should serve a maximum cumulative term of nine (9) years. Reference: Manual of Corporate Governance Article III Section 7d (Page 9) Not applicable
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	Provide reference to the meritorious justification and proof of shareholders'/members' approval during the annual regular meeting. As of the reporting period, no Independent Director has served for nine (9) cumulative years. Accordingly, there is no meritorious justification or record of shareholders'/members' approval required or submitted during the most recent annual meeting. Not applicable
Recommendation 5.5			
1	The positions of Chairperson of the Board and Chief Executive Officer (or its equivalent) are held by separate individuals.	COMPLIANT	Identify the company's Chairperson of the Board and Chief Executive Officer (or its equivalent). Reference: Annex "B" - Amended GIS 2024 Not applicable
2	The Chairperson of the Board and Chief Executive Officer (or its equivalent) have clearly defined responsibilities.	COMPLIANT	Provide information or link/reference to a document containing the roles and responsibilities of the Chairperson of the Board and Chief Executive Officer (or its equivalent). Identify the relationship of the Chairperson Not applicable

			and CEO. The Chairperson of the Board is a non-executive director and serves as the lead director. Manual of Corporate Governance Article III Board of Governance 3. The Chair and Chief Executive Officer (Page 3)	
Recommendation 5.6				
1	The Board designates a lead director among the independent directors if the Chairperson of the Board is not an independent director.		Provide information or link/reference to a document containing information on a lead independent director and his roles and responsibilities, if any. <i>Indicate if Chairperson is an independent director.</i> The Chairperson of the Board is a non-executive but not an independent director. While a separate Lead Independent Director has not been formally designated, an Independent Director chairs the Audit Committee, which also performs the functions of the Corporate Governance, Nomination, Remuneration, and Risk Oversight Committees. Annex "g" - Amended GIS 2024	Not applicable
Recommendation 5.7				
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	Provide proof of full disclosure and abstention, if any, of the interested director/trustee. In 2024, there was no instance involving a director with a material interest in a transaction affecting the Company.	Not applicable
Recommendation 5.8				
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	Provide proof and details of said meeting, if any. <i>Provide information on the frequency and attendees of meetings.</i> The NEDs meet periodically with the external	The NEDs will begin meeting with the outsourced heads of the internal audit in 2025.

			auditor and compliance and risk functions prior to the start of the audit without any executive directors present. <i>Provide proof and details of said meeting, if any. Provide information on the frequency and attendees of meetings.</i>	
2	The meetings are chaired by the lead independent director, if applicable.	COMPLIANT	The Chairperson of the Audit Committee is an independent director.	Not applicable
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.	COMPLIANT	<i>Provide proof of self-assessments conducted by the whole board, the individual members, the Chairperson and the Committees.</i>	
2	The Chairperson conducts an annual self-assessment of his performance.	COMPLIANT	Reference: Manual of Corporate Governance Article III Section 6 b17 and Article VII (Page 7 and 19) Annex "E" - 2024 Annual Performance Self-Assessment Annex "C" - Board Meeting Record of Attendance	Not applicable
3	The individual members conduct a self-assessment of their performance.	COMPLIANT		
4	Each committee conducts a self-assessment of its performance.	COMPLIANT		
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.	COMPLIANT	<i>Provide information or link/reference to a document containing information on the system of the company to evaluate the performance of the board, individual directors and committees, including a feedback mechanism from shareholders/members.</i>	Not applicable
2	The system allows for a feedback mechanism from the shareholders/members.	COMPLIANT	The Company has a Board Performance Assessment in place. The Directors accomplish an Assessment Questionnaire to evaluate the effectiveness of the Board, its individual members, and its Committee in fulfilling their duties and responsibilities. The process is facilitated by the Audit	Not applicable

		Committee, with administrative support from the Compliance Officer. Key criteria include: • Attendance and participation in meetings • Compliance with fiduciary duties • Contribution to strategy, oversight, and governance • Committee engagement and effectiveness Shareholders may provide feedback through the following channels: • Via email to the Compliance Officer, Corporate Secretary, or the designated company email, info@mbgfunds.com • During Annual and Special Stockholders' Meetings, where open forums are held to address shareholder questions and concerns Reference: Record of Attendance Manual of Corporate Governance Article III Section 6 b17 and Article VII (Page 7 and 19)	
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	COMPLIANT	<i>Provide information or link/reference to the company's Code of Business Conduct and Ethics.</i> The Board has adopted a Code of Business Conduct and Ethics.	Not applicable
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.			

			Reference: Manual of Corporate Governance Article III Section 6, b18 (Page 8) MBG Code of Ethical Standards <i>Provide information or discuss how the company disseminated the Code to the members of the Board.</i> The Code of Business Conduct and Ethics is provided to all members of the Board following their election, ensuring that they are fully informed of the standards of ethical behavior expected of them at the outset of their service Reference: Manual of Corporate Governance Article III Section 6, b18 (Page 8) MBG Code of Ethical Standards <i>Provide a link to the company's website where the Code of Business Conduct and Ethics is posted/ disclosed.</i> Reference: Manual of Corporate Governance Article III Section 6, b18 (Page 8) MBG Code of Ethical standards available on company website: https://mbgfunds.com/our-funds/mbg-equity-investment-fund/			Not applicable
2	The Code is properly disseminated to the members of Board.		COMPLIANT			
3	The Code is disclosed and made available to the public through the company website.		COMPLIANT			Not applicable
Recommendation 7.2						
1	The Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.		COMPLIANT	Provide proof of implementation and monitoring of compliance with the Code of Business Conduct and Ethics. Indicate who are required to comply with the Code of Business Conduct and Ethics and any findings on non-compliance. The Board ensures the proper implementation and monitoring of compliance with the Fund's Code of Business		Not applicable

		Conduct and Ethics. The Code applies to all members of the Board, and officers and employees. The Board, through the Audit Committee, oversees adherence to the Code and addresses any concerns or violations that may arise. For the reporting period, there were no reported findings of non-compliance with the Code. Reference: Manual of Corporate Governance Article III Section 6, b18 (Page 8) MBG Code of Ethical Standards	
DISCLOSURE AND TRANSPARENCY			
Principle 8. ENHANCING COMPANY DISCLOSURE POLICIES AND PROCEDURES The Board should establish corporate disclosure policies and procedures that are practical and in accordance with generally accepted best practices and regulatory expectations.			
Recommendation 8.1			
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 Fund discloses Audited financial statements and regulatory filings in compliance with SEC requirements. Monthly newsletters to shareholders that provide updates on portfolio performance, market outlook, and material developments, Notices of Annual Shareholders' Meetings (ASMs) sent in advance to ensure shareholder participation and transparency in corporate actions. These disclosures aim to give a fair and complete picture of the Fund's financial condition, results, and operations.	Not applicable Provide information or link/reference to the company's disclosure policies and procedures including reports distributed/made available to shareholders/members and other stockholders.

			Reference: Manual of Corporate Governance Article IX	
Recommendation 8.2				
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	Provide information or link/reference to the company's policy requiring directors and officers to disclose their dealings in the company's shares.	Not applicable
2	The company has a policy requiring all officers to disclose/report to the company any dealings in the company's shares within five (5) business days.		Indicate actual dealings of directors involving the corporation's shares including their nature, number/percentage and date of transaction. The Manual of Corporate Governance states that the Board shall establish policies requiring all directors and officers to disclose/report to the company, any dealings in the company within five (5) business days. The MBG EIFI Code of Ethical Standards (Section 4.12: Trading In Securities) sets forth a pre-trade authorization requirement for all securities transactions by employees and directors—including those serving on the board-level Investment Committee. In 2024, there are no actual dealings of directors involving the corporation's shares. Reference: MBG EIFI Manual of Corporate Governance p.8	Not applicable
Recommendation 8.3				
1	The company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	COMPLIANT	Provide link to the company's website where the Manual on Corporate Governance is posted.	Not applicable
2	The company's MCG is submitted to the SEC.	COMPLIANT	The Corporate Governance Manual is available upon request of any shareholders.	Not applicable
3	The company's MCG is posted on the company website.	COMPLIANT	The fund's Manual of Corporate Governance is also available on the company website and has been submitted to the SEC. Website: https://mbgfunds.com/our-funds/mbg-equity-investment-fund/	Not applicable

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	Provide link to the company's website where the Annual Corporate Governance Report is posted.
2 The company's ACGR is submitted to the SEC.		COMPLIANT	The ACGR can be found on the company website and is submitted yearly to the SEC.
3 The company's ACGR is posted on the company website.		COMPLIANT	https://mgfunds.com/our-funds/mbg-equity-investment-fund/
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.			Provide information or link/reference to a document containing the process for approving and recommending the appointment, reappointment, removal and fees of the company's external auditor.
		COMPLIANT	The Audit Committee (AC) meets with the external auditor prior to the audit to discuss the audit plan and scope.
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	Indicate the percentage of shareholders that ratified the appointment, reappointment, removal and fees of the external auditor.
			The appointment, reappointment, removal, and fees of the external auditor are recommended by the Board and approved by the Board and shareholders.
			The appointment, and removal, of the external auditor are ratified by a 2/3 majority of shareholders during the annual meeting, in accordance with corporate and regulatory requirements, no auditor appointment proceeds without majority shareholder approval.

			Reference: Manual of Corporate Governance Article V Section 2 (Page 16)	
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.		Annex F - MBG EIFI Minutes of the Annual Meeting of the Stockholders <i>Provide information or link/reference to a document containing the company's reason for removal or change of external auditor.</i>	
		COMPLIANT	The external auditor has not been removed.	
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.	COMPLIANT	<i>Provide link/reference to the company's Audit Committee Charter.</i> The Manual of Corporate Governance outlines the Audit Committee's responsibilities, including: i) Ensuring the independence of internal and external auditors (Section 11.a.3); ii) Discussing audit scope, nature, and expenses with the external auditor prior to the audit; reviewing financial statements iii) Evaluating non-audit services and fees to preserve auditor independence	Not applicable
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.	COMPLIANT	Reference: Manual of Corporate Governance Article III Section 11 a, Section 8c and Article V (Page 10 and 12)	Not applicable
Recommendation 9.3				
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	<i>Disclose the nature of non-audit services performed by the external auditor, if any.</i> In 2024, The Fund's external auditor did not perform any non-audit services during the reporting period. <i>Provide link or reference to guidelines or policies on non-audit services.</i> The Manual of Corporate Governance provides guidelines on non-audit services. It	Not applicable
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		Not applicable

			authorizes the Audit Committee to evaluate, monitor, and disallow any non-audit engagement that could impair the external auditor's independence or objectivity. Reference: Manual of Corporate Governance Article III Section 11, a11 (Page 13)
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			
	COMPLIANT		<i>Disclose or provide link to the company's policies and practices on the disclosure of non-financial information, including ESG issues.</i>
1	The Board has a clear and focused strategy on the disclosure of non-financial information.		The Board ensures the disclosure of non-financial information through regular shareholder communications, including monthly newsletters, notices of meetings, governance policies and practices, and risk disclosures. Reference: Manual of Corporate Governance Article VIII (Page 19) and Article IX Disclosure and Transparency
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 (ESG) issues of its business which underpin sustainability.	NON-COMPLIANT	The Fund communicates its strategic and operational objectives to shareholders through the Annual Shareholders' Meeting and special stockholders' meetings, where updates on fund performance, market outlook, and governance matters are presented. While environmental considerations are not currently emphasized in these disclosures, the Fund acknowledges the importance of ESG factors and will consider integrating these more explicitly in future updates. Reference: Manual of Corporate Governance Article VIII

(Page 19)			
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-efficient, transparent and timely manner of disseminating relevant information to the public.	COMPLIANT	Provide link to the company's website. Reference: https://www.mbgfunds.com/
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	List quality service programs for the internal audit functions. Indicate frequency of review of the internal control system. The Company adopts a system of internal checks and balances and oversees that an appropriate internal control system is in place, including setting up a mechanism for monitoring and managing potential conflicts of interest of board members, management, and shareholders/members. In 2025, the Fund has hired an internal Auditor to augment this function. Reference: Manual of Corporate Governance Article VIII
2	The company has an adequate and effective enterprise risk management framework in the conduct of its business.	COMPLIANT	Provide information or reference to a document containing information on: 1. Company's risk management procedures and processes. 2. Key risks the company is currently facing. 3. How the company manages the key risks. Reference: Manual of Corporate Governance Article VIII
			Not applicable

		<i>Indicate frequency of review of the enterprise risk management framework.</i> The Fund has adopted the Risk Management Framework of its Fund Manager, which outlines procedures to identify, assess, and address key risks, including market volatility, regulatory compliance, and operational risks related to outsourced functions. While the Fund does not currently reference a specific international framework, it intends to evaluate and align with globally recognized risk management standards moving forward to further strengthen its governance practices. Reference: MBG IMI Risk Management Manual	
Recommendation 1.2.2			
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.	NON-COMPLIANT	The Fund does not perform active operations, as these are fully outsourced to the Fund Manager. As of the 2024 reporting period, the Fund had not yet established an internal audit function. However, in 2025, the Fund and Fund Manager engaged an independent internal auditor to strengthen internal control and assurance functions going forward. <i>Disclose if the internal audit is in-house or outsourced. If outsourced, identify external firm listed.</i>
CULTIVATING A SYNERGIC RELATIONSHIP WITH SHAREHOLDERS/MEMBERS			
Principle 13. PROMOTING SHAREHOLDER/MEMBER RIGHTS			
The company should treat all shareholders/members fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.			
Recommendation 13.1			
1	The Board ensures that basic shareholder/member rights are disclosed in the Manual on Corporate Governance.	COMPLIANT	<i>Provide link or reference to the company's Manual on Corporate Governance where shareholders'/members' rights are disclosed.</i> The Fund's Manual of Corporate Governance explicitly discloses the basic rights of shareholders. These include the right to vote, inspect records, receive information.

			nominate directors, and participate in meetings, in accordance with good corporate governance principles. Reference: Manual of Corporate Governance Article VI (Page 18)	
Recommendation 13.2				
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	Indicate the number of days before the annual or special stockholders'/members' meeting when the notice and agenda were sent out. Provide link to the Agenda included in the company's Information Statement (SEC Form 20-1S). The Notice of Annual and Special Shareholders'/Members' Meeting is sent at least twenty-one (21) days with relevant information before the meeting.	Not applicable
Recommendation 13.3				
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	Provide information or reference to a document containing all relevant questions raised and answers during the ASM and special meeting and the results of the vote taken during the most recent ASM/SSM. In 2024, there were no questions raised by shareholders during the Annual Shareholders' Meeting. The Fund values and encourages active shareholder participation in all meetings. The minutes of the ASM—detailing attendance and the results of votes taken—are publicly available on the company website.	Not applicable
2	The minutes of the Annual and Special	COMPLIANT	Reference: Annex F -MBG EIFI Minutes of the Annual Meeting of the Stockholders	Not applicable

Shareholders'/Members' Meetings were made available on the company website within five (5) business days from the date of the meeting.	Provide link to minutes of meeting in the company website. Indicate voting results for all agenda items, including the approving, dissenting and abstaining votes. Indicate also if the voting on resolutions was by poll. Include whether there was opportunity to ask question and the answers given, if any. Reference: Annex F – MBG EIFI Minutes of the Annual Meeting of the Stockholders Voting Results: Voting on all resolutions was conducted through proxy forms submitted prior to the meeting. All items in the agenda were approved unanimously, with no dissenting or abstaining votes recorded. The voting results, including attendance, are reflected in the attached minutes. Voting Method: Shareholders voted via proxy, and voting on all agenda items was deemed valid. Shareholder Engagement: There was a Q&A session at the end of the meeting to accommodate any questions from shareholders. No questions were raised during the session. Link to Minutes: https://mbgfunds.com/our-funds/mbg-equity-investment-fund/	Recommendation 13.4 NON-COMPLIANT	1 The Board makes available, at the option of a shareholder/member, an alternative dispute resolution made available to resolve intra-	While the Fund's Manual of Corporate Governance does not include a formal
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	mechanism to resolve intra-corporate disputes in an amicable and effective manner.		corporate disputes. Provide link/reference to where it is found in the Manual on Corporate Governance.	alternative dispute resolution (ADR) process, it does state that the Board "encourages the resolution of collective action problems through appropriate mechanisms." To date, there have been no intra-corporate disputes, but the Fund recognizes the importance of formalizing an ADR framework and will endeavor to include this in future updates to the Manual.
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.		Disclose the contact details of the officer/office responsible for investor relations, such as: 1. Name of the person 2. Telephone number 3. Fax number 4. E-mail address 1. Name of the person: Sabrina Darza 2. Telephone number: +63 2 8838 7822/09188881488 3. Fax number: (632) 7956 7254 4. E-mail address: sdarza@mbgcapital.com Moreover, clients are able to reach MBG EIF through the company website and provided email at info@mbgfunds.com Indicate if the IRO or CRO or its equivalent was present during the ASM. The CRO equivalent was present during the ASM and at every meeting.	Not applicable
2	The IRO or CRO or its equivalent is present at every shareholders'/members' meeting.	COMPLIANT		Not applicable
		COMPLIANT		Not applicable
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.	NON-COMPLIANT	Identify the company's stakeholders and provide information or reference to a document containing the company's policies and programs for its stakeholders.	The Fund acknowledges the importance of formalizing its stakeholder policies and intends to address this in future updates to the Manual of Corporate Governance.
			The following are the Company's	

		stakeholders: shareholders, clients, employees, advisors, suppliers, outsourced service providers, brokers, and the communities in which it operates.	Reference: Manual of Corporate Governance Article III Section 6 b.5, b.18 (Page 10)	
Recommendation 14.2				
1	The Board establishes clear policies and programs to provide a mechanism on the fair treatment, protection and enforcement of the rights of stakeholders.	Identify policies and programs for the protection, fair treatment and enforcement of the rights of the company's stakeholders. Reference: Manual of Corporate Governance Article VI: Stockholder Rights and Protection of Minority Stockholders Interests (p.18) and Article VIII (Page 19)	The Fund's Manual of Corporate Governance includes clear provisions protecting the rights of shareholders, including voting, access to records, participation in meetings, and minority protections. However, there are no formal policies or programs in place for other stakeholder groups (e.g., regulators, service providers, or employees). The Board will expand its stakeholder governance framework in future updates to the manual and policies.	
NON-COMPLIANT				
Principle 15. ENCOURAGING EMPLOYEES' PARTICIPATION				
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.				
Recommendation 15.1				
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.	Provide information or link/reference to company policies, programs and procedures that encourage employee participation. The Fund does not directly employ operational staff, as its activities are outsourced to the Fund Manager. However, the Fund supports employee engagement through its oversight role. The Compliance Officer and employees of the Investment Manager participate in annual training programs, which promote awareness of governance responsibilities and alignment with the Fund's objectives.	Reference: Manual of Corporate Governance Article III Section b.21 (Page 8)	Not applicable
COMPLIANT				
Recommendation 15.2				
1	The Board sets the tone and makes a stand against	Identify or provide link/reference to the company's policies, programs and practices		Not applicable

corrupt practices by adopting an anti-corruption policy and program in its Code of Business Conduct and Ethics.		<i>against corruption.</i> The Fund's Code of Ethical Standards includes anti-corruption provisions that prohibit illegal, unethical, and dishonest conduct. While it does not use the term "anti-corruption policy" explicitly, relevant provisions are embedded in the Code, including: • Section 4.0: Integrity and Accountability, which prohibits employees from using their positions for personal gain. • Section 5.0: Conflict of Interest, which prevents personal or family interests from influencing professional judgment. • Section 7.1: Gifts and Benefits, which restricts the acceptance of gifts or favors that could compromise independence or create a conflict of interest. While a standalone "Anti-Corruption Policy" is not yet in place, the Board recognizes the importance of formally codifying this framework and will consider its development as part of future governance enhancements.	
2 The Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.	COMPLIANT	Reference: Manual of Corporate Governance Article III Section b.22 (Page 8) MBG Code of Ethical Standards <i>Identify how the board disseminated the policy and program to the employees across the organization.</i> The Board ensures that the Fund's policies and programs—such as the Code of Ethical Standards and whistleblowing framework—are communicated to the	Not applicable

			employees of the Fund Manager through regular trainings and compliance orientations. These sessions are conducted or overseen by the Compliance Officer.	
		Recommendation 15.3		
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.	COMPLIANT	Disclose or provide link/reference to the company whistleblowing policy and procedure for employees.	
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.	COMPLIANT	Indicate if the framework includes procedures to protect the employees from retaliation. Provide contact details to report any illegal or unethical behavior. The Fund's Code of Ethical Standards establishes a whistleblowing framework that allows employees to report suspected misconduct or violations. Reports may be submitted in writing to the Compliance Officer, or alternatively to a manager, Human Resources, or any member of the Senior Management Team. The process is supported by a formal Employee Complaint Form (Annex 2) and includes procedures for handling, acknowledging, and acting on complaints. The Code explicitly includes protection against retaliatory action, enabling employees to report unethical or unlawful behavior confidentially and without fear of victimization. While the framework does not currently include direct access to an independent director or dedicated unit, the Board acknowledges the importance of this governance feature and may consider future enhancements. Contact for Reporting: Reports may be submitted in writing to the Compliance Officer at M&G Investment Management, or routed through designated	Not applicable

			managers or HR personnel per internal procedures.	
3	The Board supervises and ensures the enforcement of the whistleblowing framework.		Reference: MBG Code of Ethical Standards Annex 2 (p. 23) Employee Complaint Form <i>Provide information on how the board supervised and ensured enforcement of the whistleblowing framework, including any incident of whistleblowing.</i> The Fund has a whistleblowing policy in its Code of Ethical Standards, with reporting channels directed to the Compliance Officer, senior management, or Human Resources. The Compliance Officer oversees the implementation of this framework, and any whistleblowing incidents are reported to the Board. To date there have been no incidents reported. Reference: MBG Code of Ethical Standards Annex 2 p. 23 Employee Complaint Form	COMPLIANT
Principle 16. ENCOURAGING SUSTAINABILITY AND SOCIAL RESPONSIBILITY				
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.		<i>Provide information or reference to a document containing the company's community involvement and environment-related programs.</i> The Fund considers ESG in its investment policy.	COMPLIANT
				Not applicable