



2025 Annual Report

Unlocking the Full Financial Potential of Filipinos

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I. Corporate Policy

Vision

At GoTyme Bank, we exist to unlock the full financial potential of Filipinos. We reimagine banking to create beautiful and empowering experiences that unlock that untapped potential. As we continue to grow, we remain focused on becoming the Philippines' most transformative bank – this requires scale, trust, and superior economics.

Mission

Our mission is clear: to empower all Filipinos to achieve their financial goals by providing simple and high-quality banking services, products, and experience.

For far too long, many Filipinos have faced barriers to high-quality banking – from lengthy account opening processes and high fees to minimal rewards, limited credit access, and inconsistent service experiences. At GoTyme Bank, we are changing that. We are building a simpler, more human approach to banking – one that combines service, empathy, and innovation to deliver meaningful everyday financial experiences that put our customers first.

Bank's brand

GoTyme Bank is built on five core pillars: delivering banking experiences that are delightfully simple, radically transparent, surprisingly human, consistently reliable, and reassuringly secure. We are a trusted, dependable financial partner for Filipinos – one that understands the realities of everyday life and responds with products and services that are simple, relevant, and empowering.

What makes our brand distinctive is the strength of our ecosystem. Through our strategic partnerships and technology-driven platform, we can meet customers where they are and serve them in ways that are both convenient and personal. More importantly, we are building a brand that customers can rely on – a bank that is not only digital-first, but deeply human at its core.

Business model of the Bank

The bank's business model is anchored on a high-tech, high-touch model – combining the speed, convenience, and security of digital banking with the support of bank ambassadors to assist customers effectively.

While customers can seamlessly access banking services through our digital platform, they can also benefit from the support of our bank ambassadors and partner touchpoints across the country. This high-tech, high-touch model allows us to deliver secure, intuitive, and accessible banking experiences at scale, while ensuring that customers feel guided and supported throughout.

Our Partners

GoTyme Bank was built on the strength of two organizations that share a common belief: that banking can be made more accessible, more relevant, and more empowering for every Filipino.

Our partnership brings together the Gokongwei Group, one of the Philippines' most established and trusted conglomerates, and Tyme Group, a global digital banking company with deep expertise in technology, data, and financial innovation across emerging markets.

Through the Gokongwei Group's expansive ecosystem spanning retail, food, aviation, real estate, and digital services, we can engage customers in their everyday lives and make banking more accessible through trusted, high-frequency touchpoints. Complementing this is Tyme Group's proven digital banking platform and operational expertise, which enable us to deliver secure, scalable, and customer-centric financial solutions.

Together, these strengths allow GoTyme Bank to combine local market understanding with world-class digital banking capabilities. More importantly, this partnership enables us to accelerate financial empowerment and create meaningful banking experiences that are simple, rewarding, and built around the needs of Filipinos.

II. A Message from our President & CEO

Dear Stakeholders,

2025 was another year of strong growth for GoTyme Bank. In just our third full year of operations, we continued to scale meaningfully: growing our customer base, expanding our product suite, and strengthening our position as one of the fastest-growing banks in the Philippines. More importantly, we continued to prove that banking can be simple, beautiful, and rewarding for millions of Filipinos.

The opportunity to transform banking in the Philippines remains significant, and in 2025, we responded with strong execution and relentless focus on our customers.

Throughout the year, customer adoption and engagement across our platform continued to accelerate. More Filipinos are increasingly using GoTyme Bank not just for transactions, but as their primary bank. This shift reflects the growing trust customers place on our platform and the relevance of our products and services in their everyday financial lives.

By the end of 2025, GoTyme Bank surpassed 8 million customers and over PHP 43.5 billion in deposits, further cementing our position as one of the fastest-growing banks in the country. The Bank also rose to the Top 4 among all Philippine banks in terms of monthly active app users and ranked among the Top 5 banks for InstaPay send transaction volumes, placing GoTyme Bank alongside some of the country's largest and most established financial institutions within just three years of operations.

This year also marked an important expansion of our reach and accessibility. We rolled out GoTyme Bank kiosks across SM malls nationwide, significantly broadening our physical footprint and enabling us to serve customers in even more locations. Combined with our existing Robinsons Retail network, our differentiated “phygital” model continues to be a key competitive advantage as we scale nationwide.

As we continue building GoTyme Bank, our ambition is increasingly clear. We are not simply aiming to become another scaled digital bank. Our goal is to become the category leader in Philippine retail banking: the bank with the highest customer engagement, the most loved customer experience, and ultimately, a business built on strong and sustainable economics.

CUSTOMER ACQUISITION

Customer growth remained strong throughout 2025, supported by both growing digital acquisition channels and our expanding physical presence.

What continues to be most encouraging is the breadth of customers choosing GoTyme Bank. From first-time account holders entering the formal banking system, to digitally active consumers seeking a simpler and more rewarding banking experience, we are seeing adoption deepen across multiple customer segments.

Financial inclusion remains central to our mission. By removing traditional barriers to banking through fast onboarding, accessible touchpoints, low-cost transactions, and human support, we continue helping more Filipinos gain access to formal financial services and the opportunities that come with it.

TRANSACTIONS, SAVINGS, AND INVESTMENTS

Customer activity across the GoTyme Bank platform continued to grow in 2025. Transaction volumes increased strongly across payments, transfers, and other digital banking services, reinforcing GoTyme Bank's position as one of the country's most actively used digital banking platforms.

This year, GoTyme Bank became one of the first banks in the Philippines to launch Tap to Pay with Google Pay, enabling customers to make fast, secure, and seamless contactless payments directly from their mobile devices. We also continued to differentiate ourselves by offering up to twenty (20) FREE InstaPay transfers monthly, helping customers transact more conveniently without unnecessary fees.

At the same time, deposits and savings balances continued to grow strongly, reflecting increasing trust in the bank and deepening customer engagement. Through products such as Go Save and smart savings tools, we continue encouraging stronger financial habits among our customers.

In 2025, we also expanded our investment offerings through the introduction of virtual asset services, allowing customers to access select cryptocurrency products through a secure and trusted banking platform.

LENDING

Lending continued to be one of GoTyme Bank’s most important growth drivers in 2025 and remains key to our long-term business model.

Over the past year, we continued building a scalable and responsible lending portfolio across both consumer and MSME segments. We also continued the expansion of our payroll lending business through our partnership with Savii. Together, these initiatives significantly strengthened our ability to serve employed Filipinos - particularly consumers who have historically had limited access to formal credit.

This year, we also launched MoreTyme, the Bank’s consumer credit solution that allows eligible customers to split purchases into affordable installment payments directly at participating merchants.

On the MSME front, we expanded our merchant cash advance programs through partnerships with platforms such as Paymongo, Foodpanda, and TikTok Shop. These partnerships enable us to support digital-first merchants and entrepreneurs with faster and more accessible working capital financing solutions.

As a result of this momentum, the Bank’s gross customer loan portfolio more than doubled in 2025, reaching PHP 5.9 billion by year-end. This growth reflects the strong demand for accessible credit solutions and the Bank’s expanding capabilities across consumer and MSME lending.

We believe lending represents one of the largest opportunities to improve financial inclusion in the Philippines. Our goal is not simply to grow a loan book, but to build lending products that are simple, transparent, accessible, and deeply integrated into the everyday financial lives of our customers.

CUSTOMER SERVICE, SECURITY, AND EXPERIENCE

At GoTyme Bank, our goal remains to deliver customer experiences so good that customers do not simply like us — they genuinely love banking with us.

Throughout 2025, we continued investing heavily in customer experience, platform reliability, fraud prevention, and operational resilience. This year, we introduced facial recognition technology for device relinking, adding another layer of protection against fraud while improving account recovery experiences for customers.

Our kiosks, ambassadors, and customer support teams continue to play an important role in making banking approachable and accessible. This balance of technology and human support remains central to the GoTyme Bank experience and continues to drive strong customer advocacy and industry-leading satisfaction scores.

FINANCIAL PERFORMANCE

In 2025, GoTyme Bank continued to execute with discipline and focus, delivering strong financial progress that reflects the underlying strength of our business model.

Gross revenues reached PHP 4.7 billion, representing year-on-year growth of 151%, driven by continued expansion across customer acquisition, payments, deposits, and lending. Net operating income grew to PHP 2.9 billion, growing by 145% from PHP 1.2 billion in 2024, reflecting deeper customer engagement and stronger economics across the bank’s growing customer base.

Importantly, this growth continued to be supported by disciplined cost management. Operating expenses increased by 26% as we continued investing in product innovation, technology, cybersecurity, customer growth, and operational resilience to support long-term scale. Cost growth was well below net operating income growth.

We also maintained strong capital and liquidity positions throughout the year, remaining well above regulatory requirements and providing the Bank with a robust foundation to support continued growth and expansion in 2026 and beyond.

RECOGNITION AND MILESTONES

In 2025, Tyme Group was recognized by TIME Magazine as one of the “100 Most Influential Companies” in the world. This recognition reflects the growing global impact of the broader Tyme ecosystem and reinforces the strength of the platform and capabilities supporting GoTyme Bank’s continued growth in the Philippines.

CHALLENGES AND OPPORTUNITIES IN 2026

In 2026, our focus will be on scaling responsibly while continuing to strengthen the products and experiences that matter most to our customers.

We believe lending will become one of the most important drivers of GoTyme Bank’s next phase of growth. Over the past year, we laid important foundations across payroll loans, merchant cash advances, and buy-now-pay-later solutions. In 2026, our priority will be scaling these lending businesses responsibly while continuing to strengthen underwriting, collections, and fraud controls.

Beyond lending, we also see strong opportunities to deepen engagement across payments, remittances, and everyday banking services. As digital adoption continues to accelerate, customers increasingly expect banking experiences that are seamless, real-time, and embedded into daily life. We believe GoTyme Bank is well-positioned to continue strengthening its role as the primary bank in these domains.

Customer trust and service excellence will remain equally important as we scale. As our customer base and transaction volumes continue to grow rapidly, we must continue investing in platform reliability, fraud prevention, and exceptional customer support as customer experience will continue to be one of the most important differentiators in banking.

What gives us confidence is the strength of the foundation we have built: a trusted brand, a differentiated model, strong strategic partnerships, scalable technology, and a deep customer-centric culture.

Our ambition remains unchanged: to build the largest and most loved retail bank in the Philippines.

We are still early on that journey, and we believe the best years of GoTyme Bank are still ahead of us.

Thank you for your continued trust and support.

Nathaniel D. Clarke
PRESIDENT AND CEO

III. Financial Summary / Highlights

REQUIRED DATA	CURRENT YEAR (2025)	PREVIOUS YEAR (2024)
PROFITABILITY		
Gross Revenues	4,735,337,623	1,887,739,746
Total Net Interest Income	2,591,621,905	719,447,962
Total Non-Interest Income	1,162,808,787	564,406,773
Total Non-Interest Expenses	5,597,013,963	4,449,565,180
Pre-provision profit / (Loss)	(1,842,583,271)	(3,165,710,445)
Allowance for credit losses	855,649,121	101,574,740
Net Income / (Loss)	(2,951,021,736)	(3,441,941,058)
SELECTED BALANCE SHEET DATA		
Liquid Assets*	39,870,232,554	23,807,511,587
Gross Loans	11,500,482,020	5,056,976,655
Total Assets	50,181,549,595	29,964,088,778
Deposits	43,518,686,775	25,434,642,472
Total Equity	3,502,477,972	1,664,829,257
SELECTED RATIOS		
Return on equity	-114.22%	-217.19%
Return on assets	-7.36%	-14.73%
CET 1 capital ratio (for UBs/KBs)	22.47%	21.63%
Tier 1 capital ratio (for UBs/KBs)	22.47%	21.63%
Capital Adequacy Ratio	23.37%	21.92%
PER COMMON SHARE DATA (FOR UBs, KBS AND PUBLICLY LISTED BANKS)		
Net Income per share:		
Basic	(0.38)	(0.52)
Diluted	(0.38)	(0.52)
Book Value	0.46	0.25
OTHERS		
Cash dividends declared	N/A	N/A
HEADCOUNT		
Officers (Leads and up)	165	122
Staff	255	237

*Checks and Other Cash Items, Due BSP, Due from other Banks, Securities purchased under agreements to resell, Investments at amortized cost and investment at Fair Value Through Other Comprehensive Income (FVOCI).

IV. Financial Condition and Result of Operations

GoTyme Bank closed 2025 by cementing its position as one of the country's fastest growing banks. The Bank exceeded 8 million customers, surpassed PHP 43 billion deposits, and rose to the top 4 among all banks in terms of monthly active app users and one of the top 5 banks in terms of Instapay send transaction volumes. This places it alongside the country's largest and oldest financial institutions within its third year of operations.

Financial highlights

Total assets grew 67.5% to PHP 50.2 billion, underpinned by deposits expanding by PHP 18.1 billion year-on-year to PHP 43.5 billion. Net Interest Income more than tripled to PHP 2.6 billion, reflecting deeper customer relationships, a growing balance sheet and rapid scale-up of the lending portfolio. Non-Interest Income more than doubled to PHP 1.2 billion, driven by higher transaction fees and commissions. Loans more than doubled to PHP 5.9 billion, while the Bank maintained a strong capital and liquidity position — closing the year with a Capital Adequacy Ratio of 23.4%, an LCR of 4,348%, and an NSFR of 359%, all well above regulatory minimums.

Major strategic initiatives

In 2025, the Bank broadened its product suite and deepened its market presence. It enabled access to virtual assets trading through a partnership with global brokerage infrastructure provider, giving customers access to crypto assets directly in-app. It launched Merchant Cash Advance with two of the country's largest SME platforms — Foodpanda and TikTok Shop. The Bank also launched its inward remittance offering, in partnership with Wise, designed to offer market-leading economics for overseas Filipinos. Salary lending through the Savii partnership scaled meaningfully.

Physical distribution continued to scale alongside the digital proposition, with nearly 600 kiosks and over 1,450 retail partner locations nationwide — including the rollout of a GoTyme kiosk to SM Stores Nationwide, complementing the existing Robinsons Retail footprint. Looking ahead, the Bank expects to grow rapidly, anchored on three major strategic pillars: active customer growth, accelerating lending, and deepening adoption across transactional products as we aim to become the country's most loved bank.

At the same time, the Bank remains focused on sustaining strong and responsible growth amid an evolving macroeconomic and competitive environment.

V. Risk Management Framework

Risk Management

Risk management is integral to the bank, its culture, and operations. Every employee is encouraged to think innovatively and approach risk identification, assessment, mitigation, monitoring, and reporting with a forward-thinking mindset.

Trust in digital banking is built on strong risk management. Operating in a “phygital” environment creates a distinct risk landscape that demands constant vigilance. The bank’s approach goes beyond deploying leading security measures across data protection, fraud detection, and cyber-attack prevention. It extends to the quality of every customer interaction, recognizing that how customers experience the bank is critical to establishing trust. The bank’s culture integrates risk management to protect customers and deepen their confidence in the bank.

Risk Appetite and Strategy

The bank maintains a Board-approved Risk Appetite Statement (RAS) that articulates the level or boundaries of the risk that the bank is willing to take in pursuit of its objectives. The RAS is a central component of the Risk Management Framework. Designed as guardrails and providing direction and alignment across the organization, it serves as a guide for decision-making while providing a common framework for communicating and aggregating risks.

The following key principles govern our risk appetite and risk strategy:

- Risk must be considered in everything we do, and adequate controls should be implemented in all processes.
- The bank will only take risks which are well understood and have the capabilities and resources to manage effectively.
- The bank will ensure that ethical and effective governance processes are in place and are operating effectively.
- The bank will act decisively to prevent a risk-averse culture that stifles innovation and growth.
- The bank will implement processes to ensure compliance with obligations and will not implement decisions which put bank licenses at risk or significantly impact our reputation.
- The bank will implement and take actions to conserve capital and optimize activities to achieve break-even and grow long-term profitability while concurrently advancing the financial inclusion agenda.

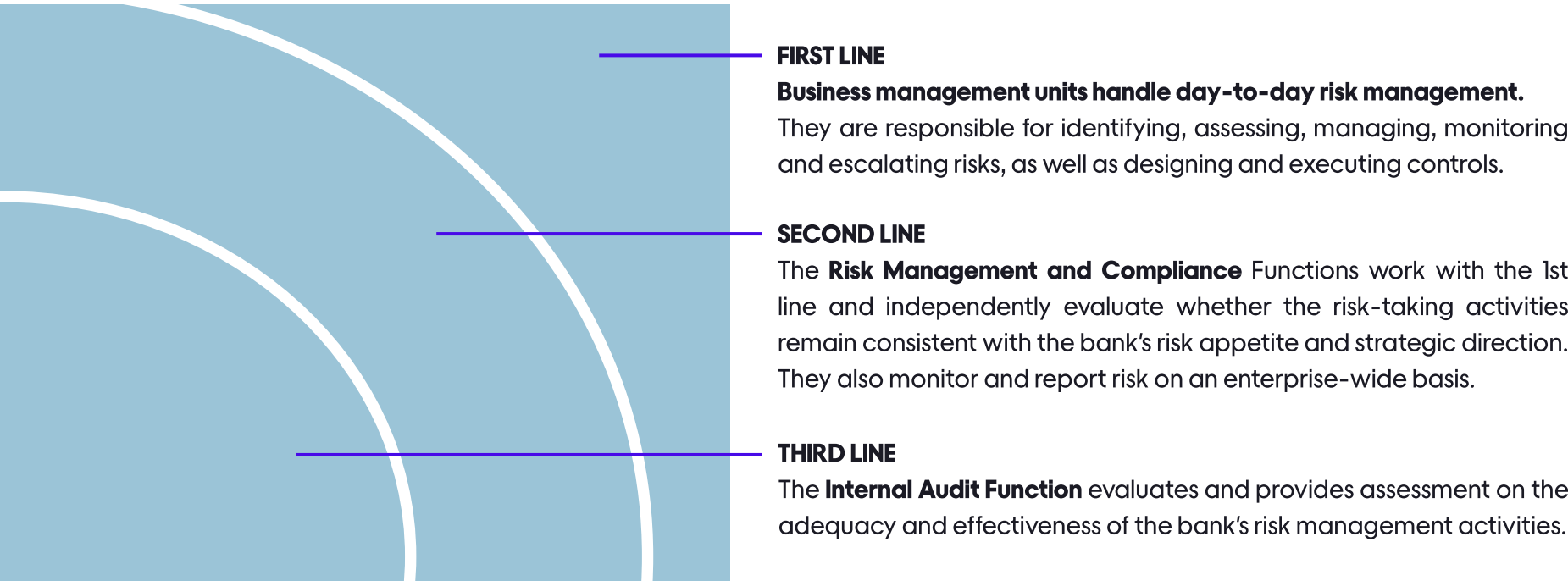
The bank seeks to excel in a culture of disciplined risk-taking aligned with its vision, values and strategy, and enables the delivery of long-term value to its shareholders, employees, and customers.

Risk Management Framework and Risk Governance

The Board of Directors of GoTyme Bank plays a pivotal role in effective management of the business in the interest of shareholders and stakeholders. Their responsibilities involving risk management encompass governance aspects, including setting the risk appetite and approving the overarching Enterprise Risk Management Framework. The latter outlines our approach to managing risks across the bank and sets the foundational principles for risk management systems, structures, roles, policies and processes. Our Framework is underpinned by the strong risk culture and Three Lines of Defense model. These elements operate independently and interactively, providing a complete approach to deliver effective risk governance outcomes.

Three Lines of Defense Model

GoTyme Bank implements the Three Lines of Defense model (3LoD). This model enables effective end-to-end risk management with clear accountabilities and allows our people to understand their role in actively managing risk. The key principles that form the 3LoD model are set up in the diagram below:



- First Line** – Business Units are responsible for identifying, managing and monitoring risks, ensuring their business is run within policies, and design, implement and maintain controls.
- Second Line** – Risk Management and Compliance Functions provide insights, oversight, and advice to the first line in risk management activities, to ensure the bank operates within risk appetite.
- Third Line** – Internal Audit independently assures that risks are effectively managed.

Material Risks

Our risk management framework outlines that the bank is faced with three main material risk classes: Strategic Risks, Financial Risks and Non-Financial Risks. Under these, the bank has identified major risks that represent the most substantial risks to our business objectives. The major risks mapped to the material risk classes are shown in the diagram below, though the bank also monitors and manages risks beyond those listed.

Material Risk Classes	
STRATEGIC Strategic Risk	NON-FINANCIAL Operational
FINANCIAL Market Risk	Compliance
Funding & Liquidity Risk	IT
Capital Adequacy Risk	Cyber
Credit Risk	Financial Crime Risk
	Third Party Risk

The bank establishes a risk appetite for the material risk classes and major risk categories in the Board-approved Risk Appetite Statement.

STRATEGIC RISK

Strategic Risk is of material value destruction or failing to achieve planned value creation due to inadequate or ineffective strategic decisions, unsuccessful execution of strategy, or failure to respond appropriately to changes in the operating environment. This may result from incorrect assumptions, sub-optimal decision making, or failure to identify and act on emerging opportunities and threats.

FINANCIAL RISK

Financial Risk is the risk of loss arising from adverse movements in financial variables or the Bank’s inability to meet its financial obligations, impacting earnings, capital, or liquidity position.

- Credit Risk:** the risk of financial loss where customers or counterparties fail to meet financial obligations.
- Liquidity and Funding Risk:** the risk that the bank cannot meet its payment obligations as they fall due or does not have appropriate funding composition to support its assets.
- Market Risk:** the risks due to adverse impact on profitability or net worth due to changes in market rates or prices (such as interest rates and foreign exchange rates). Currently, it includes Interest Rate Risk in the Banking Book (IRRBB).
 - Interest Rate Risk in the Banking Book (IRRBB):** the current and prospective risk to earnings and capital arising from adverse movements in interest rates that affect the bank’s banking book positions. It can originate from gap risk (timing differences in interest rate changes across the yield curve), basis risk (interest rate changes on similar-tenor instruments priced with different indices) or option risk (features in financial instruments that allow changes in cash flows).
- Capital Adequacy Risk:** the risk of an inadequate level or composition of capital to support business and meet regulatory requirements under both normal and stressed conditions.

NON-FINANCIAL RISK

Non-financial Risks are the risk of loss not directly stemming from financial variables, and arises from inadequate or failed internal processes, people, systems, or external events, including legal, regulatory, conduct, and technology-related risks, which may impact the Bank’s financial performance, regulatory standing, or reputation. Major risks are:

- Operational Risk:** the risk of loss resulting from inadequate or failed internal processes, people, or systems or due to external events. This includes technology risks, data quality and governance, cyber security, fraud, customer protection, level, data privacy and protection, business continuity, legal and people risk.
- IT and Cyber Security Risks:** the risks arising from the use of technology, including the possibility that the Bank’s or its third parties’ data, systems, or technology may be inappropriately accessed, manipulated, disrupted, or damaged due to failures in IT processes or controls, or because of cyber threats or vulnerabilities.
- Compliance Risks:** the risk of legal or regulatory sanctions, material financial loss, or loss to reputation because of failure to comply with laws, rules, related-self-regulatory organization standards, and codes of conduct applicable to the Bank’s activities.
- Financial Crime Risk:** the risk that the bank fails to prevent, detect or respond to financial crime activities, including fraud, and comply with applicable financial crime regulations, resulting in regulatory, financial or reputational impact.
- Third Party Risk:** the risks arising from the use of external parties, mainly vendors, suppliers, contractors or service providers with the ability to impact operations and delivery of the bank’s products and services.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) RISK

The risk of loss or negative impact arising from the failure to recognize, address, or disclose environmental, social, or governance (ESG) issues, including climate-related financial risk, social impact risk, and governance failures that adversely affect the organization’s strategy, operations, or reputation. This is currently managed across different material risks classes, but primarily under Strategic Risk.

Risk Exposure

Strategic Risk continues to be the Bank’s primary area of focus in 2025, driven by the critical objective of achieving breakeven and transitioning to sustained profitability. The Bank maintained vigilant oversight over the execution of major strategic propositions, with close monitoring of key performance and risk indicators, including Net Promoter Score (NPS), and income and expense trends relative to planned targets.

To mitigate these risks, the Bank advanced several strategic initiatives aimed at strengthening its market position and financial resilience. New programs and propositions were introduced, including those aimed at the expansion and growth of the lending revenue streams. Additionally, efforts to stimulate customer engagement and activity continued.

Risk Governance

GoTyme Bank Risk Governance structures are an integral part of the corporate governance framework and approach. The governance framework establishes the roles and responsibilities of our Board, management team and employees. It establishes systems, policies, and processes to govern and monitor risk management activities. The Board has ultimate responsibility for the management and oversight of risk in GoTyme Bank. The Board has established five board level committees to assist the board in discharging its responsibilities as summarized below (refer to Corporate Governance Section for details):

- Board Related Party Transactions Committee
- Board Risk and Compliance Oversight Committee
- Board Information Technology, Data and Artificial Intelligence Committee
- Board Audit Committee
- Board Corporate Governance Committee

At management level, the bank has established governance committees to oversee and govern material risks as follows:

MANAGEMENT COMMITTEE	RESPONSIBILITY	MATERIAL RISK
Executive Committee (ExCo)	Directs and reviews the Bank's overall operations to achieve its objectives and targets. On an ongoing basis, the Committee reviews the Bank’s performance against the Board approved budget and plan.	• Strategic Risks
Enterprise Risk Committee (ERC)	Responsible for ongoing oversight and review of all risk exposures across all categories and ensure risks are managed within appetite. It also acts as the escalation Risk Committee of the different sub-risk Committees.	• Strategic Risks • Non-Financial Risks • Financial Risks
Asset and Liability Committee (ALCO)	Responsible for oversight and management of financial risks with specific focus on capital adequacy, market, liquidity and IRRBB risks.	• Financial Risks (Capital Adequacy, Liquidity and Funding, Market Risks)
Credit Risk Committee (CRC)	Responsible for oversight and management of credit risk.	• Financial Risk (Credit Risk)
Non-Financial Risk Committee (NFRC)	Responsible for oversight and management of all non-financial risks with specific focus on Operational risk, Compliance risk, Financial Crime risk, Technology and Cyber risks, and where relevant, third-party risks.	• Non-Financial Risks
Procurement Committee	Responsible for oversight and approval of all procurement activities, including managing third party risks and ensuring compliance with the Outsourcing and Supplier Onboarding policy.	• Non-Financial Risk (Third Party Risk)

Risk Management Function

The Risk Management function is responsible for establishing a framework that enables the identification, assessment, and ongoing management of the risks the bank faces. This includes developing policies and recommending practices to mitigate risks, and measure and monitor the effectiveness of risk management strategies. The function is also responsible for reporting on risks and issues to Senior Management and ultimately escalating significant risks, issues and developments to the Board.

The Risk Management Function is led by the Chief Risk Officer (CRO). The CRO is the executive responsible for overseeing the risk management function and the steward of the evolving risk culture in the organization. The CRO is a bank senior executive who reports directly to the Board Risk and Compliance Oversight Committee. The CRO ensures that risk management is integrated into all aspects of the organization and that risks are effectively and adequately identified, assessed, and managed in a consistent and effective manner.

Supporting the Chief Risk Officer (CRO) in executing the Bank’s risk oversight mandate are designated leads responsible for Enterprise Risk Management, Operational Risk Management, Technology and Cyber Risk Management, Credit Risk Management, and Business Continuity Management. These individuals form part of the Bank’s Second Line of Defense.

Functioning as stewards of their respective risk domains, these leads collaborate closely with the First Line of Defense (business and operational units) to ensure effective implementation and adherence to risk frameworks, policies, and controls. Their coordinated efforts help embed a strong risk culture across the organization, reinforcing accountability and enhancing the Bank’s overall risk resilience.

Risk Management Process

The bank’s Risk Management approach applies a standard four-stage cycle for managing risk as illustrated below:



- **Risk Identification:** Understanding and defining circumstances, sources, or drivers of risk that, or could, negatively impact our business and strategic objectives.
- **Risk Assessment and Measurement:** Evaluating the likelihood and impact of identified risks to prioritize their management.
- **Risk Mitigation:** Developing and implementing strategies to minimize or control risks effectively.
- **Risk Reporting and Monitoring:** Continuously tracking risks and communicating updates to stakeholders for informed decision-making.

Compliance Management

The Bank’s Compliance Management program is anchored on an approach that ensures proper dissemination of laws, rules and prudential standards as enumerated in the Manual of Regulations for Banks (MORB). In line with the 3LoD model and the Bank’s Risk Management approach, the identification, assessment and mitigation of compliance risks are carried out by the business units. This includes self-assessment of compliance with relevant rules and regulations, and with support from the 2nd line, validation of the self-assessment and monitoring of compliance thereon.

The Compliance function, headed by the Chief Compliance Officer (CCO), has the primary responsibility for management and implementation of the compliance program. The function also has direct access to the Board and Board Risk & Compliance Oversight Committee (BRCC), to report on all compliance risks including money laundering, terrorism financing and sanctions risk.

Money Laundering and Terrorist Financing Prevention Program

As approved by the Board and required by the BSP, the bank implements a program to combat money laundering and terrorist financing. The program is intended to protect the integrity and confidentiality of the accounts of our clients and ensure the bank is not used as a money laundering channel for proceeds of any unlawful activities. The program has been developed to prevent, detect, and report suspicious transactions and encompasses:

- Anti-Money Laundering (AML) training for employees of the bank.
- Control self-assessment program and periodic compliance checks.
- Compliance issues management, including monitoring remediation and escalating to senior management and the Board.
- Updating new regulations and procedures on AML risks.

The Board, through the Board Risk & Compliance Oversight Committee (BRCC), is required to ensure that this program is effectively embedded in the enterprise risk management and compliance risk management processes. The BRCC shall likewise ensure that issues relating to compliance with AML/CTF laws and regulations are promptly and adequately remediated, and if warranted, reported to the regulator/s.

Senior management, through the Enterprise Risk Committee, are responsible for overseeing the risk management of the bank. They also ensure that the MTPP as approved by the Board is effectively implemented, and risks associated with money laundering, terrorism financing and sanctions are effectively managed and reported on, with any identified gaps immediately rectified or resolved.

Customer Protection Risk Management Framework

The bank implements a Board-approved Customer Protection Risk Management Framework (CPRMF) aligned with MORB Part 10 and BSP Circular 1160. The Framework is designed to ensure customers are treated fairly, and their assets, information, and interests are safeguarded across all products and services. Customer protection risks are identified, measured, monitored, and controlled through the Customer Protection Risk Management System (CPRMS), which is embedded within the Bank’s Risk management processes (Identification, Assessment & Measurement, Mitigation and Reporting and Monitoring). Escalation of material issues follows a defined reporting structure up to senior management and the Board, through the BRCC.

The Board is responsible for approving the CPRMF, overseeing its effective implementation, and ensuring customer protection activities are incorporated in the bank’s consolidated risk profile. Senior management, through the ERC, oversees day-to-day execution of the program, ensures timely remediation of identified gaps, and reports on customer protection risks to the BRCC and the BSP as required.

Approach for Major Risk Categories

The following provides an explanation of our major risk categories, with consideration for risk appetite and mitigation measures.

STRATEGIC RISKS

MAJOR RISK CATEGORY	MATERIAL RISK CLASS	MITIGATION AND RISK APPETITE
Strategic Risk The risk that the bank makes incomplete strategic choices, does not implement its strategies successfully, or does not respond effectively to changes in the operating environment.	Strategic Risk	We seek to identify and pursue opportunities to maximize inherent advantages from the ecosystem to rapidly gain scale and customer stickiness. Mitigation of strategic risks are: • Balancing risk reward trade-offs • Evaluation of performance against plans • Monitoring performance against risk appetite ensuring that the metrics are met or within Board-approved thresholds.

FINANCIAL RISKS

MAJOR RISK CATEGORY	MATERIAL RISK CLASS	MITIGATION AND RISK APPETITE
Capital Adequacy The risk of an inadequate level or composition of capital to support business and meet regulatory requirements under normal and stressed conditions.	Financial Risk	We seek to maintain optimum capital levels to meet operating requirements. We evaluate capital management through the Internal Capital Adequacy Assessment Process (ICAAP). Key mitigants include: • Capital management strategy • Stress testing consideration • Forecasting and financial planning process • Review and update of the Recovery Plan
Liquidity and Funding Risk the risk that the bank cannot meet its payment obligations as they fall due or does not have appropriate funding composition to support its assets.	Financial Risk	We seek to maintain optimum liquidity and funding profile to meet our requirements. Mitigants include: • Development of diverse funding base • Stress testing consideration • Liquidity management process, including projections where relevant • Review and update of the Contingency Funding Plan • Monitoring of exposures against RAS thresholds • Oversight and reporting in the ALCO
Credit Risk The risk of financial loss where customers or counterparties fail to meet financial obligations.	Financial Risk	We manage credit risk using a program-managed approach for each lending product. We seek to manage credit risk by: • Growing the lending book in a controlled approach while understanding drivers of risk • Setting exposure and loss limits per lending program and managing according to risk appetite and approved limits. • Constant monitoring of risk performance of the lending products • Documentation of all decisions and monthly progress on the credit products covered on the Credit Risk Committee (CRC) (More information in the Credit Risk section)

Market Risks

The risks due to adverse impact on profitability or net worth due to changes in market rates or prices (such as interest rates and foreign exchange rates).

Financial Risk

We seek to manage market risk within an approved risk appetite. Mitigants include:

- Only limiting exposures to non-traded market risk positions
- Implementing risk measurement approach to market risk exposures

IRRBB, considering the current and prospective risk to earnings and capital arising from adverse movements in interest rates that affect the bank’s banking book position, is currently reflected under this risk.

Strategies to manage this risk include:

- Recognize its sources and implement adequate controls for products and activities
- Use analysis to quantify IRRBB impacts and set limits for monitoring
- Implement strategies to manage sensitivities and adjust asset mix (fix and floating rate) to align with acceptable risk levels
- Conduct impact and sensitivity analysis of interest rate movements and incorporate in the ICAAP
- Report regularly in ALCO

NON-FINANCIAL RISKS

MAJOR RISK CATEGORY	MATERIAL RISK CLASS	MITIGATION AND RISK APPETITE
Operational Risk The risk of loss resulting from inadequate or failed internal processes, people, or systems or due to external events.	Non-Financial Risk	We seek to be resilient to operational risk and minimize risks through strong internal controls and processes. Key mitigants include: • Monitoring, escalating incidents and issues relating to operational risk • Measurement and monitoring through Operational risk RAS metrics and Key Risk Indicators • Testing on business continuity plans and disaster recovery procedures.
Compliance Risk The risk of legal or regulatory sanctions, material financial loss, or loss to reputation because of failure to comply with laws, rules, related-self-regulatory organization standards, and codes of conduct applicable to the bank’s activities.	Non-Financial Risk	We establish controls and systems to manage compliance risk and seek to eliminate: • Breaches of licensing requirements • Conduct that breaches our customer commitments and results in poor customer outcomes • Complicated systems that could lead in systemic and material breach of regulatory requirements.
Financial Crime Risk The risk that the Bank fails to prevent, detect or respond to financial crime activities, including fraud, and comply with applicable financial crime regulations, resulting in regulatory, financial or reputational impact.	Non-Financial Risk	We take action to prevent financial crime and proactively identify, assess, mitigate, and report financial crime risks. We seek to mitigate financial crime risk by: • Implementing AML program that complies with regulatory requirements • Implement robust controls to detect and mitigate financial crime • Promptly investigating and remediating financial crime when they occur

IT and Cyber Risk The risks arising from the use of technology, including the possibility that the Bank’s or its third parties’ data, systems, or technology may be inappropriately accessed, manipulated, disrupted, or damaged due to failures in IT processes or controls, or because of cyber threats or vulnerabilities.	Non-Financial Risk	We proactively manage our IT and Cybersecurity risk exposures to limit the likelihood of inappropriate access, manipulation, disruption, or damage to our data, systems, and technology assets. We seek to ensure: • Risks are managed within the regulatory framework and aligned with the Bank’s risk appetite. • Strong IT and cybersecurity controls are implemented and maintained. • Remediation plans are established and promptly executed for any critical gaps or control weaknesses identified.
Third Party Risk The risks arising from the use of external parties, mainly vendors, suppliers, contractors or service providers with the ability to impact operations and delivery of the Bank’s products and services.	Non-Financial Risk	We seek to actively manage third party risks to ensure that the use of third-party vendors and the outsourcing of activities and services do not result in disruption to operations, customer detriment or compromise the Bank’s service delivery. Key mitigants include: • Due diligence and risk assessment of vendors and service providers prior to onboarding • Ongoing monitoring of third-party performance and compliance with contractual and regulatory obligations • Oversight of third parties and outsourcing arrangements through the Procurement Committee, in line with the Bank’s Outsourcing and Supplier Onboarding policy

Credit Risk

GoTyme Bank notably expanded its lending portfolio in 2025 with three products now offered: Salary Loans extended to employed individuals through employer-partners, a Merchant Cash Advance for micro and small enterprises, and a buy-now-pay-later facility for deposit customers (MoreTyme) which is operating on a whitelist approach. Each product uses a distinct, largely automated underwriting approach calibrated to its repayment structure and borrower profile. Affordability is a hard gate across all three: no credit is approved where repayment capacity is insufficient.

Credit models supporting underwriting and provisioning are maintained in a formal model register. Each model follows a governed lifecycle covering development, independent validation, Credit Risk Committee approval, and ongoing performance monitoring. Provisioning is computed under PFRS 9, with the loan portfolio staged by credit quality since origination and ECL estimates incorporating forward-looking economic assumptions reviewed at each reporting date.

Portfolio performance is monitored independently by the second-line Risk Management (Credit Risk) function through monthly roll-rate analysis, vintage curves, and Non-Performing Loans coverage tracking, reported to the Credit Risk Committee (CRC). Collections strategy is product-specific, designed to maximize early cure rates. For Salary Loans, repayments are deducted at source through payroll. For MCA, loan repayments are taken as a fixed share of daily merchant settlements before proceeds reach the borrower.

Write-offs require five objective criteria to be met before proceeding, including 180 or more days past due and full ECL provisioning, and are subject to joint CEO and CFO approval. Recovery efforts on written-off accounts continue and are tracked as part of regular portfolio reporting.

ESG Risk

ESG risk is managed across the different risk categories as it may arise in more than one risk area. It encompasses risks to the bank due to environmental, social and governance factors. Strategies to manage this risk include:

- Policy that defines objectives, principles, responsibilities, and guidelines related to this risk, including prohibited financing toward certain industries or activities
- Digital-first approach that minimizes energy consumption, reduces waste, and lowers carbon emissions
- Implementation of Business Continuity and Operational Resilience policies and procedures, covering business impact analysis, incident and crisis management, response plans
- Financial inclusion as a core pillar of ESG efforts
- Transparent governance and regulatory compliance

In collaboration with its investors and stakeholders, the organization commits to ensuring that its lending facilities are not used to finance specific prohibited activities. These include the production and distribution of pornography, illegal drugs, and standalone tobacco operations. Financing is also restricted for activities involving banned wildlife products, polluting industries lacking proper clearances, and operations involving ozone-depleting substances. Additionally, the organization will not support standalone gambling ventures, illegal activities, the arms trade, certain alcoholic beverages, radioactive materials, unbonded asbestos fibers, or drift net fishing with nets exceeding 2.5 kilometers.

VI. Corporate Governance

The Board is responsible for ensuring that the bank is properly managed in attaining its objectives. The Board has an obligation to protect the interests of shareholders and other stakeholders including customers, employees, suppliers, financiers, government, regulators, and the community in which the bank operates. The Board has the ultimate responsibility and accountability for the conduct of business, resource allocation, decision making, risk management and organizational culture.

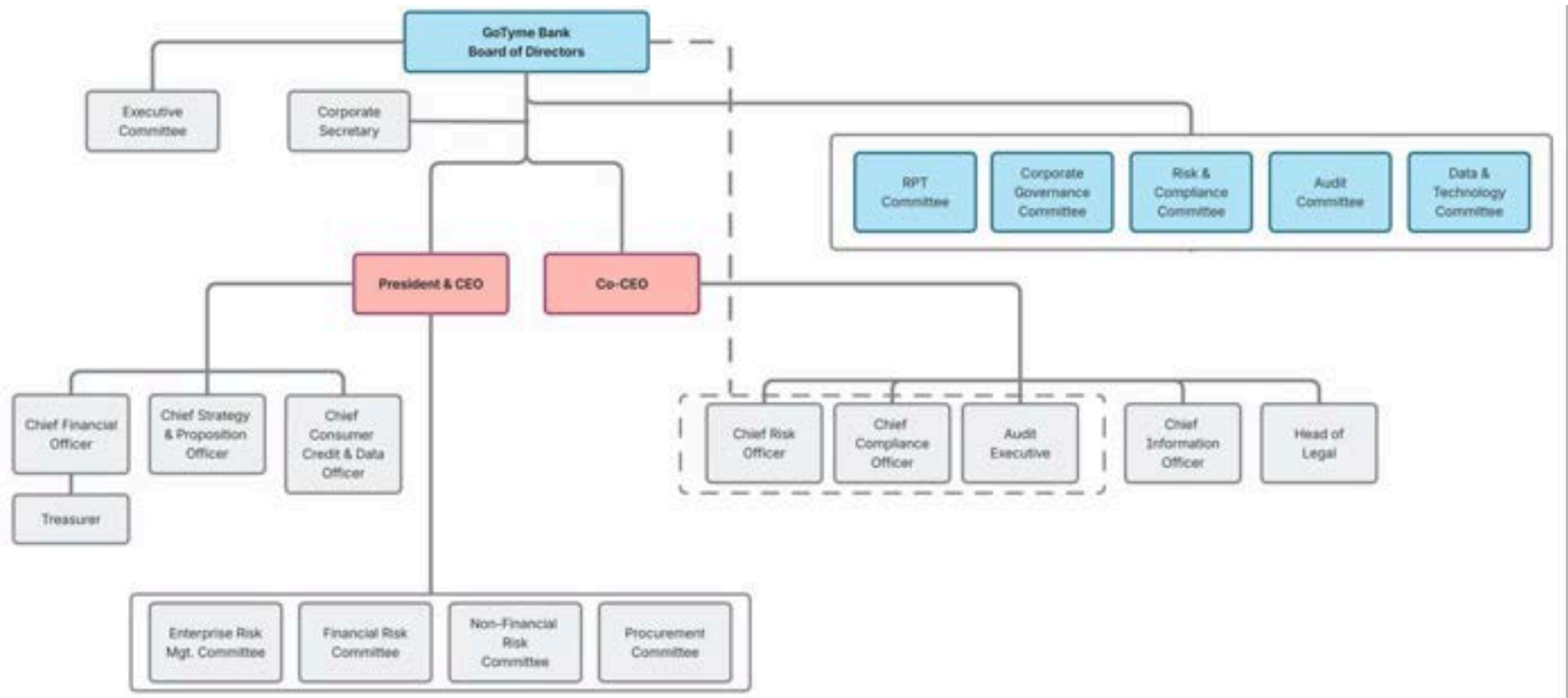
The general responsibilities of the Board, among others are:

- Define the culture and values of the bank.
- Approve the objectives and the strategy of the bank and oversee implementation of the strategy.
- Set and approve the Risk Appetite of the bank.
- Appointment and selection of key members of executive management and Heads of Independent functions and approving the remuneration and incentive policy of key management.
- Approving and oversight of implementation of the bank’s corporate governance framework.

GoTyme Board has established the following sub-committees to assist the board discharge its responsibilities:

- Board Audit Committee (BAC)
- Board Risk and Compliance Oversight Committee (BRCC)
- Board Corporate Governance Committee (BGC)
- Board Related Party Transactions Committee (BRPT)
- Board IT, Data and AI Committee (BIDAC)

Overall Governance Structure



Composition of the Board and Board-level Committees

The Board of Directors (Board) is composed of ten (10) members elected by the stockholders, four (4) of whom are independent directors, one (1) executive director, and the rest are non-executive directors. The only executive director is the President/CEO.

The Chairman of the Board is a Non-Executive Director who ensures that the meetings of the Board are held in accordance with the corporate documents of the bank, including ensuring that the agenda of the meetings consist of strategic matters and in line with the overall risk appetite of the bank, and ensuring that accurate, timely, and relevant information reaches the board members to enable them to make sound decisions. The Chairman also facilitates the conduct of a performance evaluation for the Board at least annually, together with the discussion and necessary follow-ups.

BOARD OF DIRECTORS	AGE	NATIONALITY	NO. OF YEARS AS DIRECTOR	TYPE OF DIRECTORSHIP	DIRECT SHARES HELD AS OF DEC '25	INDIRECT SHARES HELD AS OF DEC '25	% TO TOTAL OUT-STANDING SHARES
Lance Y. Gokongwei*	59	Filipino	2 years and 8 months	Non-Executive	–	–	0.00%
Robina Y. Gokongwei-Pe	64	Filipino	4 years	Non-Executive	1	–	0.00%
Coenraad J. Jonker	57	South African	4 years	Non-Executive	1	–	0.00%
Rachel M. Freeman	58	American	4 years	Non-Executive	1	–	0.00%
Nathaniel D. Clarke	43	American	3 years and 8 months	Executive	1	–	0.00%
Maria Elena L. Tantamco**	51	Filipino	6 months	Non-Executive	1	–	0.00%
Aldrich Richard T. Javellana	52	Filipino	1 year and 5 months	Non-Executive	1	–	0.00%
Katrina Marie K. Cokeng	45	Filipino	2 years and 1 month	Independent	1	–	0.00%
Rizalina G. Mantaring	66	Filipino	3 years and 8 months	Independent	1	–	0.00%
Brian Mathew P. Cu	43	Filipino	3 years and 8 months	Independent	1	–	0.00%
Andrew Kok-Kiong Tan	58	Singaporean	2 years and 1 month	Independent	1	–	0.00%

*Resigned on May 23, 2025.
**Elected on June 17, 2025.

Board Qualifications

The Directors shall hold their office charged with the duty to exercise sound and objective judgment for the best interest of the bank. Members of the Board are required to meet the qualifications and experience required to discharge the duties of a director in the Philippines. Key requirements for one to be appointed a director to the board must include the following qualifications:

- 1. Fit and Proper:** Directors are required to be fit and proper for the position of director. The criteria for assessing fitness and propriety will include integrity and probity, physical/mental fitness, relevant education/literacy, competency relevant to being a director (skills, knowledge, experience etc.) and having the capacity to discharge the duties of a director.
- 2. Digital Experience:** As a digital bank, at least one (1) member of the Board should have a minimum of three (3) years of experience and technical knowledge in operating a business in the field of technology or e-commerce.
- 3. Knowledge of Corporate Governance:** In line with BSP requirements, the bank Directors must meet minimum training requirements for first-time directors or exempted as stipulated in guidelines. All directors shall comply with the annual training requirements prescribed by the BSP.
- 4. Independent and/or Non-Executive Directors:** Independent and/or Non-Executive Directors may concurrently serve as directors in a maximum of five (5) publicly listed companies.
- 5. Independent Directors:** Independent Directors may only serve as such for a maximum cumulative term of nine (9) years. After which, the Independent Director shall be perpetually barred from serving as independent director but may continue to serve as regular director.

Board Selection Process

- The members of the Board of Directors are elected during each regular meeting of shareholders and shall hold office for one (1) year and until their successors are duly elected and qualified.
- In consonance with the bank’s corporate documents, shareholders shall be entitled to nominate Regular Directors, provided that all nominated Directors shall meet the qualifications and requirements imposed by the BSP and the Revised Corporation Code, and the banks fit and proper policy. Each nominee is vetted and recommended for election by the Board Corporate Governance Committee prior to the annual stockholders’ meeting. Any vacancy shall be filled in following the procedure laid out in the bank’s/corporation’s By-Laws.

Board Evaluation Process

The Board evaluation is conducted annually. Surveys are conducted to assess individual Director performance, Board Committee performance, and the Board performance as a whole. Each committee evaluates its own performance for the preceding year based on the specific functions enumerated under the Manual of Regulations for Banks (MORB), with the assessment formally included as an agenda item in their respective committee meetings for further deliberation and approval.

Performance is measured using a five-point rating scale, where a score of 5 (Outstanding) denotes consistent exceeding of requirements, and a score of 1 (Needs Improvement) indicates failure to meet the prescribed requirements. The intermediate scores are as follows: 4 for Very Good, 3 for Good, and 2 for Fair.

Upon completion of all committee evaluations, the individual performance assessments are consolidated and formally presented as an agenda item in the Full Board meeting for the collective deliberation and approval of the Full Board of Directors.

Board of Directors

Lance Y. Gokongwei*

NON-EXECUTIVE DIRECTOR (CHAIRMAN)

Lance, 59 years old, Filipino, is Chairman of Robinsons Bank Corporation since May 6, 2010. He is also the President and Chief Executive Officer of JG Summit Holdings, Inc. (JGSHI). He is Chairman of Robinsons Land Corporation, Universal Robina Corporation, Cebu Air, Inc. and JG Summit Olefins Corporation. He is Board Adviser of Robinsons Retail Holdings, Inc. He is the Director of Manila Electric Company, Singapore Land Group Limited and Shakey’s Asia Pizza Ventures, Inc. He is a member of the Advisory Council of Bank of the Philippine Islands. He is the Chairman of the Gokongwei Brothers Foundation, Inc. He received a Bachelor of Science degree in Finance and a Bachelor of Science degree in Applied Science from the University of Pennsylvania.

*Resigned on May 23, 2025.

Robina Y. Gokongwei-Pe

NON-EXECUTIVE DIRECTOR (VICE-CHAIRMAN EFFECTIVE JUNE 17, 2025)

Robina, 64 years old, Filipino, is presently the Chairman of Robinsons Retail Holdings, Inc. (RRHI), a publicly listed multi-channel retailer. Robina is a Director of JG Summit Holdings, Inc. and Cebu Air, Inc. She is a Trustee of the Gokongwei Brothers Foundation Inc. She is a member of the Board of Trustees of Xavier School and the Vice Chairman of Immaculate Conception Academy Scholarship Fund. She was a member of the University of the Philippines Centennial Commission. She attended University of the Philippines Diliman for three years and graduated with Bachelor of Arts degree in Journalism from New York University in 1984.

Coenraad J. Jonker

NON-EXECUTIVE DIRECTOR (CHAIRMAN EFFECTIVE JUNE 17, 2025)

Coen, 57 years old, South African, is the Executive Chairman of the Tyme Group, a Singapore-headquartered multi-country digital banking group that has amassed more than 20 million customers in its two banks, TymeBank South Africa (launched in 2019) and GoTyme Bank Philippines (launched in 2022).

Passionate about unlocking human potential through broadening economic participation and financial access, Coen founded Tyme in 2012. Tyme began as a mobile money remittance operator that offered local remittance services. In the process, Tyme developed a core banking system, which enabled its first foray into digital banking through building a low-cost digital bank in Namibia. Tyme was acquired by the Commonwealth Bank of Australia (CBA) in 2015. Two years later Coen was appointed Group Executive of CBA responsible for its international retail banking and insurance business.

Under Coen’s leadership, Tyme successfully applied for a banking license from the South African Reserve Bank (SARB) in 2017, becoming the first to receive a banking license in 20 years. In 2018 Coen led a management buyout of Tyme from CBA. The opportunity arose from CBA’s retreat from emerging markets. TymeBank South Africa was launched in 2019 and has since scaled to ~12 million customers, with Tyme also expanding to Southeast Asia in October 2022 with the launch of GoTyme Bank in the Philippines, which has onboarded more than 8 million customers to date.

Prior to Tyme, Coen served as a Partner in Deloitte’s strategy and innovation practice, and Director of Community Banking at Standard Bank, where he led a strategy to extend banking to underserved consumers, adding digital channels and more than a million additional customers to the bank. He was also previously the CEO of ENS (South Africa’s largest law firm) and a member of Nedcor Investment Bank’s Executive Committee.

Coen holds an MBA from the Gordon Institute of Business Science and two law degrees with honors. He has also held multiple board positions, including in Vietnam International Bank (VIB) and PT Bank Commonwealth in Indonesia, which he chaired until December 2018.

Rachel M. Freeman

NON-EXECUTIVE DIRECTOR

Rachel, 58 years old, American, is the Chief Growth Officer of Tyme and represents Tyme on the GoTyme Board of Directors and the Tribe Fintech Board. Rachel Freeman is an experienced and internationally recognized financial expert, particularly in the areas of financial inclusion and innovative financial technologies. From 2001 to 2017, she held several senior positions at IFC in Central Asia, Africa and Asia. Prior to joining IFC, Rachel was involved in several entrepreneurial ventures in the US and Russia. She holds an MBA from the University of Michigan Business School and a degree in International Economics and Politics/Russian from Middlebury College. She also attended Executive Education at Harvard University’s Kennedy School of Government.

Nathaniel D. Clarke

EXECUTIVE DIRECTOR — PRESIDENT AND CEO

Nate, 43 years old, American, is a founding member of Singapore-based digital banking group Tyme where he dedicated the last ten years to designing, building, and operating digital banks in emerging markets. Now, Nate is looking to make high quality banking accessible and affordable to millions of Filipinos as President and CEO of GoTyme Bank, a joint venture between the Philippines’ Gokongwei Group and Tyme.

Nate’s experience spans general management, product, and strategy to include leading the rollout of Tyme’s digital proposition in Indonesia, growing the MTN Mobile Money in South Africa to a customer base of 4 million, and most recently heading product and strategy for Tyme in the creation of Africa’s fastest growing bank.

Prior to joining Tyme, Nate spent six years in Deloitte Consulting US’s Strategy & Operations practice where he fostered a passion for financial inclusion while on a project in Tanzania. Nate holds a BA in Political Science with a minor in Economics from James Madison University.

Maria Elena L. Tantamco**

NON-EXECUTIVE DIRECTOR

Marilen, 51 years old, Filipino, is the Managing Director of JG Digital Equity Ventures (JGDEV), the corporate VC arm of the Gokongwei Group. Prior to joining JGDEV, Marilen was the General Manager of Eden Holdings and Managing Director of Hatchd Digital, both incubators and early-stage startup investors. She has also worked in various capacities across different organizations including Smart Communications, Microsoft Great Plains and San Miguel Corporation. She is a graduate of De La Salle University with a degree in BSC Marketing Management.

**Elected on June 17, 2025.

Aldrich Richard T. Javellana

NON-EXECUTIVE DIRECTOR

Aldrich, 52 years old, Filipino, is the Senior Vice President and Treasurer of JGSHI. He was appointed Senior Vice President on October 2, 2017, and has been Vice President - Treasurer of JGSHI since January 2, 2012. He is also currently a Finance Adviser of Oriental Petroleum and Minerals Corporation (2016 to present), an Adviser to the Board of Directors of Maxicare Life Insurance Corp. (2023 to present) and holds directorships at Lontide Holdings, Inc. (2023 to present) and JG Digital Capital Pte Ltd (2024). Prior to joining JGSHI in 2003, he worked in Corporate Finance with CLSA Exchange Capital. He graduated from De La Salle University with a degree in BS Accountancy, is a Certified Public Accountant and is a CFA charterholder.

Katrina Marie K. Cokeng

INDEPENDENT DIRECTOR

Katrina, 45 years old, Filipino, is the Co-Founder and CEO of Xen Capital, a next-generation investment platform offering exclusive opportunities in alternative investments for a new community of investors that value access, liquidity and transparency. Through its offices in Singapore, Hong Kong and Dubai, Xen Capital services a wide network of private bank clients and family offices in Asia and the Middle East. As the Co-Founder and CEO, Katrina spearheads the strategic direction of the business and oversees products, partnerships, business development, marketing, investor relations, client servicing and fundraising.

Katrina brings to Xen over 20 years of global experience in strategy, investment banking and private equity from companies such as McKinsey & Company, Merrill Lynch and Pomona Capital, where she managed a \$150 million private equity fund of funds focused on Asia-Pacific.

Prior to Xen Capital, Katrina co-founded and scaled Oriente, from inception in 2017 to \$105 million in funding in late 2018 - one of the largest initial funding rounds by any fintech company worldwide. Oriente is a digital lending company delivering affordable credit solutions to underserved consumers in Southeast Asia. As Chief Commercial Officer, Katrina forged strategic alliances in the Philippines and Indonesia and built a team of almost 500 employees in seven offices.

Katrina holds an MBA from Harvard Business School, and a BA summa cum laude from Smith College. She is qualified as a licensed representative under the Securities and Futures Commission of Hong Kong and the Financial Industry Regulatory Authority (FINRA) of the USA.

Rizalina G. Mantaring

INDEPENDENT DIRECTOR

Riza, 66 years old, Filipino, was the former CEO and Country Head of Sun Life Financial Philippines, prior to which she was the Chief Operations Officer, Sun Life Financial Asia, responsible for IT and Operations across the region. During her term as CEO Sun Life won numerous awards and was selected the Asia Life Insurance Company of the Year, the only Filipino company to have even reached the finals, and PMAP Employer of the Year, both in 2015. She currently serves on the boards of Sun Life Grepa Financial, Ayala Corporation, First Philippine Holdings, Universal Robina Corp, PHINMA Corp., GoTyme Bank, Maxicare Healthcare Corp, East Asia Computer Center Inc., Bank of the Philippine Islands, and BPI Asset Management and Trust Corp. She is also on the Boards of Trustees of the Makati Business Club and Philippine Business for Education. She serves as a member of the Private Sector Advisory Council of the President of the Philippines. She was the president of the Management Association of the Philippines in 2019 and the Philippine Life Insurance Association in 2015. Riza has received numerous prestigious awards, among which were the Asia Talent Management Award at the Asia Business Leaders Awards in 2017 from global network CNBC, 100 Most Outstanding Alumni of the Past Century from the UP College of Engineering, and the PAX Award, the highest award given by St. Scholastica’s College to an outstanding alumnus.

Brian Mathew P. Cu

INDEPENDENT DIRECTOR

Brian, 43 years old, Filipino, is currently Chief Executive Director and Co-Founder of Byahe Transport, a new transportation venture he started in 2021. He is currently CEO for SARISUKI STORES INC, an online and B2B retail business that provides farm to table solutions for consumers all over the Philippines. Prior to that, Brian was the Managing Director and Co-Founder for Grab Philippines from 2013 to 2020. He provided directional and strategic leadership for day-to-day operations in Grab Philippines. He is also the co-founder of Zalora Philippines and previously served as the Managing Director of Zalora PH, handling operations. Prior to entering the startup space, he was a project leader with the Boston Consulting Group and tackled projects in strategy, sales and distribution, and marketing for various industries. He holds a degree in Finance and Technopreneurship from the National University of Singapore.

Andrew Kok-Kiong Tan

INDEPENDENT DIRECTOR

Andrew, 58 years old, Singaporean, was formerly Managing Director with Temasek International, a global investment firm headquartered in Singapore. He joined as an Operating Partner in the Enterprise Development Group and later as Managing Director of the new Strategy Office, as well as Managing Director Institutional Relations from 2019-2022. He currently sits on various listed and unlisted boards.

Prior to joining Temasek, Andrew spent nearly three decades with the Singapore Administrative Service in senior positions and key roles across various government agencies from the Ministry of Information and the Arts, Ministry of Defense, Ministry of Foreign Affairs, Prime Minister’s Office as the Principal Private Secretary to Minister Mentor Lee Kuan Yew, the Ministry of Environment and Water Resources and the Ministry of Transport. He was Chief Executive Officer of the National Environment Agency (NEA) from 2009-2013 and Chief Executive of the Maritime and Port Authority of Singapore (MPA) from 2014-2018.

Andrew graduated with a First-Class Honours Degree in History from King’s College, University of London, in 1989. He attended the Edward Masons Programme at the Harvard Kennedy School of Government where he obtained his master’s in public administration in 2002.

He currently serves on the Singapore Management University (SMU) Institute of Innovation & Entrepreneurship’s Enterprise Board. He is also an independent director on Kim Heng Lid, an offshore marine company (SGX: 5G2) and Keppel Data Centre REIT (SGX: AJBU). He is an accredited member of the Singapore Institute of Directors (SID).

Board-level committees including membership and function

COMMITTEE	COMPOSITION	SUMMARY OF DUTIES	MEMBERS
Board Audit Committee	- At least 3 members - All non-executive Directors - Majority independent directors - Chair is an independent director (Chair cannot chair board or another sub-committee)	- Oversee financial reporting framework. - Monitor and evaluate the adequacy and effectiveness of the internal control system. - Oversee the internal audit and external audit functions. - Oversee implementation of remedial actions. - Investigate significant issues raised. - Establish whistleblowing mechanism.	Chair: Brian Mathew P. Cu Deputy Chair: Andrew Kok-Kiong Tan Members: Rizalina G. Mantaring Rachel M. Freeman Aldrich Richard T. Javellana
Board Risk and Compliance Oversight Committee	- At least 3 members - All non-executive Directors - Majority independent directors - Chair is an independent director (Chair cannot chair board or another sub-committee)	- Oversee risk management framework. - Oversee adherence to risk appetite. - Oversee risk management function. - Oversee the compliance function. - Oversee and investigate issues relating to compliance with laws and regulation and ensuring remediation is in place. - Oversee the bank’s Anti-Money Laundering and Anti-Terrorism Financing program. - Oversee the bank’s Financial Consumer Protection Assistance Mechanism (FCPAM) and Customer Protection Risk Management System (CPRMS).	Chair: Rizalina G. Mantaring Deputy Chair: Katrina Marie K. Cokeng Members: Brian Mathew P. Cu Coenraad J. Jonker Aldrich Richard T. Javellana
Board Corporate Governance Committee	- At least 3 members - All non-executive Directors - Majority independent directors - Chair must be independent	- Oversee the nomination for members of the Board. - Oversee continuing education of the Board. - Oversee performance evaluation process. - Oversee the remuneration and incentive policy.	Chair: Andrew Kok-Kiong Tan Deputy Chair: Katrina Marie K. Cokeng Members: Rizalina G. Mantaring Coenraad J. Jonker Lance Y. Gokongwei* Maria Elena L. Tantamco**
Board Related Party Transactions Committee	- At least 3 members - All non-executive Directors - Two independent directors - Chair must be independent	- Evaluating relationships between and among businesses and counterparts to ensure related party transactions are identified and managed. - Evaluating RPT is not undertaken on more favorable economic terms than in non-related transactions. - Endorse to the Board for approval all material RPTs. - Ensure continuous disclosure of RPT to regulators and ensure policies that manage RPT exist and are up to date. - Report to board on status of RPT, including independent reviews and implementing system to monitor RPT.	Chair: Katrina Marie K. Cokeng Deputy Chair: Andrew Kok-Kiong Tan Members: Brian Mathew P. Cu Rachel M. Freeman Robina Gokongwei-Pe

*Member from January 1 to May 23, 2025.
**Member from June 17 to December 31, 2025

COMMITTEE	COMPOSITION	SUMMARY OF DUTIES	MEMBERS
Board IT, Data and AI Committee	- At least 3 members - Chaired by any non-executive director other than excluded members. - Chair may be the director who meets the digital experience requirement stipulated by the BSP.	- Oversee IT and Data management processes. - Oversee implementation of IT and data strategies. - Oversee implementation of AI strategy and models. - Oversee technical IT and AI related issues and their remediation. - Oversee bank build activities and major changes to the technology platform. - Oversee technical cyber security and technology-related risk matters. - Oversee contractual performance of material outsourced technology suppliers. - Oversee the use and application of data analytics capabilities to advance the bank’s strategy. - Oversee compliance with relevant IT policies.	Chair: Rachel M. Freeman Deputy Chair: Nathaniel D. Clarke Members: Coenraad J. Jonker Aldrich Richard T. Javellana* Maria Elena L. Tantamco** Robina Gokongwei-Pe *Member from January 1 to June 16, 2025. **Member from June 17 to December 31, 2025

Directors’ Attendance

Full Board of Directors

BOARD OF DIRECTORS	CITIZENSHIP	NO. OF MEETINGS HELD	NO. OF MEETINGS ATTENDED	PERCENTAGE OF ATTENDANCE
Lance Y. Gokongwei*	Filipino	1	1	100%
Robina Y. Gokongwei-Pe	Filipino	4	4	100%
Coenraad J. Jonker	South African	4	4	100%
Rachel M. Freeman	American	4	4	100%
Nathaniel D. Clarke	American	4	4	100%
Maria Elena L. Tantamco**	Filipino	3	3	100%
Aldrich Richard T. Javellana	Filipino	4	4	100%
Katrina Marie K. Cokeng	Filipino	4	4	100%
Rizalina G. Mantaring	Filipino	4	4	100%
Brian Mathew P. Cu	Filipino	4	4	100%
Andrew Kok-Kiong Tan	Singaporean	4	4	100%

*Resigned on May 23, 2025. **Elected on June 17, 2025.

Board Audit Committee

BOARD OF DIRECTORS	CITIZENSHIP	NO. OF MEETINGS HELD	NO. OF MEETINGS ATTENDED	PERCENTAGE OF ATTENDANCE
Brian Mathew P. Cu	Filipino	4	4	100%
Andrew Kok-Kiong Tan	Singaporean	4	4	100%
Rizalina G. Mantaring	Filipino	4	3	75%
Rachel M. Freeman	American	4	4	100%
Aldrich Richard T. Javellana	Filipino	4	4	100%

Board Risk and Compliance Oversight Committee

BOARD OF DIRECTORS	CITIZENSHIP	NO. OF MEETINGS HELD	NO. OF MEETINGS ATTENDED	PERCENTAGE OF ATTENDANCE
Rizalina G. Mantaring	Filipino	4	4	100%
Katrina Marie K. Cokeng	Filipino	4	4	100%
Brian Mathew P. Cu	Filipino	4	4	100%
Coenraad J. Jonker	South African	4	4	100%
Aldrich Richard T. Javellana	Filipino	4	4	100%

Board Corporate Governance Committee

BOARD OF DIRECTORS	CITIZENSHIP	NO. OF MEETINGS HELD	NO. OF MEETINGS ATTENDED	PERCENTAGE OF ATTENDANCE
Lance Y. Gokongwei*	Filipino	1	1	100%
Andrew Kok-Kiong Tan	Singaporean	4	4	100%
Katrina Marie K. Cokeng	Filipino	4	4	100%
Rizalina G. Mantaring	Filipino	4	4	100%
Coenraad J. Jonker	South African	4	4	100%
Maria Elena L. Tantamco**	Filipino	2	2	100%

*Member from January 1 to May 23, 2025. **Member from June 17 to December 31, 2025.

Board Related Party Transactions Committee

BOARD OF DIRECTORS	CITIZENSHIP	NO. OF MEETINGS HELD	NO. OF MEETINGS ATTENDED	PERCENTAGE OF ATTENDANCE
Katrina Marie K. Cokeng	Filipino	4	4	100%
Andrew Kok-Kiong Tan	Singaporean	4	4	100%
Brian Mathew P. Cu	Filipino	4	4	100%
Rachel M. Freeman	American	4	4	100%
Robina Gokongwei-Pe	Filipino	4	4	100%

Board IT, Data and AI Committee

BOARD OF DIRECTORS	CITIZENSHIP	NO. OF MEETINGS HELD	NO. OF MEETINGS ATTENDED	PERCENTAGE OF ATTENDANCE
Rachel M. Freeman	American	4	4	100%
Nathaniel D. Clarke	American	4	4	100%
Coenraad J. Jonker	South African	4	3	75%
Aldrich Richard T. Javellana*	Filipino	2	2	100%
Maria Elena L. Tantamco**	Filipino	2	2	100%
Robina Gokongwei-Pe	Filipino	4	4	100%

*Member from January 1 to June 16, 2025. **Member from June 17 to December 31, 2025.

Changes in the Board of Directors

The following changes occurred in GoTyme Bank’s Board of Directors in 2025:

BOARD OF DIRECTOR	REPLACED BY	REASON	EFFECTIVITY
Lance Y. Gokongwei	Maria Elena L. Tantamco	Resignation	May 2025

List of Executive Officers and Senior Management

POSITION	NAME	AGE	NATIONALITY
President and CEO	Nathaniel D. Clarke	43	American
Co-CEO	Albert Raymund O. Tinio*	59	Filipino
Chief Information/Technological Officer	Maria Paz Gilda L. Puno	53	Filipino
Chief Financial Officer	Eric Jayson N. Castro	40	Filipino
Chief Risk Officer (Interim)	Josam Watson	48	Australian
Chief Compliance Officer	Mhedora B. Tan	43	Filipino
Chief Audit Executive	Anthony Louis O. Gachalian	38	Filipino
Chief Consumer Credit and Data Officer	Jesse Jose G. Lucas	48	Filipino
Chief Strategy and Proposition Officer	Shern Whey Teo	36	Singaporean
Head of Legal and Corporate Secretary	Mara Kristina G. Herrera	39	Filipino
Assistant Corporate Secretary	Khristel Louise C. Guevara	32	Filipino
Treasurer	Anna Bettina S. Gonzales	31	Filipino

*Resigned on December 31, 2025.

Nathaniel D. Clarke

PRESIDENT AND CEO

Nate is the President and CEO of GoTyme Bank and a founding member of Tyme. Over the past eight years, he has focused on designing, building, and operating digital Banks in emerging markets. His notable achievements include leading the rollout of Tyme's digital Banking in Indonesia, managing MTN Mobile Money in South Africa, and heading product and strategy for Tyme in creating South Africa's fastest-growing Bank. Before Tyme, Nate spent six years with Deloitte Consulting in strategy and operations across the United States, Tanzania, and South Africa. He holds a BA in Political Science with a minor in Economics from James Madison University.

Albert Raymund O. Tinio*

CO-CEO

Albert has extensive experience in fintech, Banking, telecommunications, and logistics. He started in logistics with American President Lines and Federal Express, then moved to telecommunications with Globe Telecom and Smart Communications, earning Globe's Leadership Award. As President and CEO of GCash, he founded the Philippine E-Money Association. Before GoTyme, he was SVP, Digital Payments, and Agency Banking at Robinsons Bank. Albert holds a BS in Hotel and Restaurant Administration from the University of the Philippines and completed the Oxford FinTech Program.

*Resigned on December 31, 2025.

Maria Paz Gilda L. Puno

CHIEF INFORMATION/TECHNOLOGICAL OFFICER

Gigi has spent most of her IT career working 26 years for the IT organization of the largest consumer goods company in the world, Procter & Gamble. She also has experience leading the IT group of the largest shipping and logistics company in the Philippines, 2GO Group, Inc. In the last 3 years, Gigi has been a critical part of GoTyme Bank's Technology and Operations Department, managing Information Technology, Kiosk Operations, KYC Operations, and Payment Operations.

Eric Jayson N. Castro

CHIEF FINANCIAL OFFICER

Eric has over 14 years of Banking experience, specializing in finance functions such as financial reporting, accounting controls, and treasury business analytics. He previously worked at Philippine National Bank and HSBC Manila, focusing on balance sheet management, liquidity risk, and regulatory reporting. Eric holds a BS in Business Administration and Accountancy from the University of the Philippines and is a CPA.

Josam Watson

CHIEF RISK OFFICER (INTERIM)

Josam has more than 25 years of experience in banking and professional services in the UK, Australia, Africa and Southeast Asia. He is currently the Tyme Group Chief Risk Officer. Prior to Tyme, Josam held several senior roles in Risk Management and Internal Audit including being Chief Audit Executive of Great Southern Bank in Australia and other senior risk management and audit roles in Suncorp Group, Commonwealth Bank of Australia, Westpac Bank and Barclays Plc. in the UK. He holds a Bachelor of Accounting Science from the University of South Africa, and an MBA from Melbourne Business School.

Mhedora B. Tan

CHIEF COMPLIANCE OFFICER

Mimi is a CPA Lawyer with a broad legal background in labor, litigation, corporate, and taxation. She has practiced law for various private and public companies and worked for over seven years with a supply chain logistics company. She graduated magna cum laude with a BS in Accountancy from the University of San Carlos, earned her Bachelor of Law from the Polytechnic University of the Philippines, and holds a Master of Law from the Pamantasan ng Lungsod ng Maynila.

Anthony Louis O. Gachalian

CHIEF AUDIT EXECUTIVE

Anthony is an Information Technology Auditor with expertise in technology and process audits, and data-driven audit analytics. Currently leading GoTyme Bank’s Internal Audit, he previously managed Technology Risk at CIMB Philippines and worked for the Government of Bermuda. His early career includes roles at Ernst & Young and KPMG, focusing on technology audits and consulting. Anthony is a Certified Information Systems Auditor and CPA, with a bachelor’s degree from the Polytechnic University of the Philippines.

Jesse Jose G. Lucas

CHIEF CONSUMER CREDIT AND DATA OFFICER

Jesse is the Chief Consumer Credit and Data Officer at GoTyme Bank. With more than 20 years of experience in banking and financial services, he has held leadership roles at Capital One, HSBC, and Fifth Third Bank, specializing in consumer and small business lending, credit strategy, fraud, and analytics. After spending nearly three decades in the United States, Jesse returned to the Philippines to help build digital banking services that expand access to credit and create meaningful financial opportunities for underserved communities. At GoTyme, he leads the Bank’s credit and data analytics functions, with a strong focus on responsible lending and data-driven decision-making. He is passionate about using technology and analytics to advance financial inclusion in markets with evolving credit infrastructure, including the Philippines and South Africa. Jesse holds a BS in Economics from the University of the Philippines and an MBA from the University of California, Irvine Merage School of Business.

Shern Whey Teo

CHIEF STRATEGY AND PROPOSITION OFFICER

Shern has extensive experience in the financial services sector, with a strong foundation as an investment banker in leading global investment banks spanning across capital markets, mergers and acquisitions, and growth strategy execution. He has led high impact strategic initiatives in his strategy and corporate development roles within the FinTech space. Prior to GoTyme, Shern led group strategy and corporate development efforts in Tyme Group, a multi-country digital banking group serving retail customers and small businesses in emerging markets.

Mara Kristina G. Herrera

HEAD OF LEGAL AND CORPORATE SECRETARY

Mara is a Philippine- and New York-admitted lawyer with extensive cross-industry experience across the Philippines, Japan, and the United States. She joined GoTyme Bank as Head of Legal, following her role as Head of Legal, Compliance, and Risk at Savii. Mara brings a strong background in FinTech, corporate governance, regulatory affairs, insurance, litigation, labor, and data privacy, having served as in-house counsel for Manulife Philippines and as a Foreign Lawyer at Anderson Mori & Tomotsune in Tokyo. She previously worked at SyCip Salazar Hernandez & Gatmaitan, handling litigation, corporate transactions, and regulatory matters. She holds a Juris Doctor from the University of the Philippines, where she graduated with the Dean’s Medal for Academic Excellence, and a bachelor’s degree from New York University, cum laude.

Khristel Louise C. Guevara

ASSISTANT CORPORATE SECRETARY

Khristel is a lawyer with experience in corporate governance, fintech, and regulatory compliance having handled matters for different organizations in the Philippines. She presently serves as Legal Counsel at GoTyme Bank and was also previously appointed as its Corporate Secretary. Prior to her duties as Legal Counsel, Khristel was a Senior Associate at a private law firm, where she handled a broad range of legal matters including corporate law, banking, litigation, estate settlement, among others. Khristel earned her Juris Doctor degree and Bachelor’s degree in Political Science from the De La Salle University-Manila.

Anna Bettina S. Gonzales

TREASURER

Abby is a treasury professional with a strong background in liquidity and balance sheet management. She began her career as a Management Trainee at one of the Philippines’ leading universal banks, distinguishing herself among peers from top universities and earning recognition as batch valedictorian. She went on to join the bank’s dealing room, where she was mentored by respected members of the Global Markets community and played a key role in stabilizing the institution’s liquidity position, supporting debt issuances of over USD 1 billion and PHP 25 billion. Abby graduated cum laude from the University of the Philippines with a degree in Business Economics. She is a Certified Treasury Professional. As GoTyme Bank’s Treasurer, Abby has been responsible for building the Bank’s Treasury function from the ground up, establishing its liquidity and balance sheet management frameworks, investment capabilities, and governance structures.

Executive officers and senior management selection process

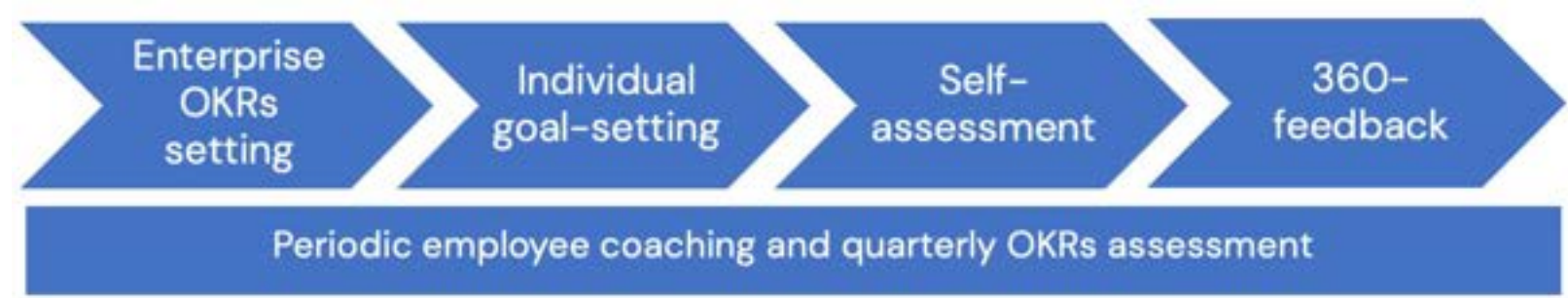
In consonance with the bank’s corporate documents, the Robinsons Group and Tyme shall be entitled to jointly nominate the President/Chief Executive Officer, Co-Chief Executive Officer, Chief Risk Officer, Chief Compliance Officer, Chief Information Officer, and Chief Finance Officer for as long as each of the Robinsons Group and Tyme meet the officer nomination threshold. Each nominee is vetted and recommended for election by the Board Corporate Governance Committee prior to the Board meeting. Any vacancy shall be filled in following the procedure laid out in the bank’s/corporation’s By-Laws.

The selection process for other Executives and Senior Managers follows the comprehensive interview plan illustrated below which focuses on various stakeholders assessing both competency-based technical skills and culture fit. Additional validation of credentials is confirmed through character references and background checks via a third-party provider (CIBI and Refinitiv) for any candidates to whom an offer is extended.

	PAC	HIRING MANAGER	HIRING MANAGER + 1	SUB / PEER	OTHER DEPT	CULTURE CHECK	CEO/Co-CEO	CULTURE QUESTIONNAIRE
Executive	☒	☒	☒	☒	☒	☒	☒	☒
Senior Manager	☒	☒	☒	☒	☒	☒	☒	☒

☒ Culture☒ Technical Skills☒ Either

Performance assessment program



The bank conducts annual performance reviews for all its employees, including senior management. The performance review process focuses on company-wide Objectives and Key Results (OKR) that trickle down to individual performance, holding each team accountable for their individual contributions. Each employee performs a self-assessment on performance against set goals. This is followed by a separate review by the immediate supervisor, after which both discuss and agree on the final performance rating. To complement the performance assessment, a 360-feedback, or peer-review and upward review (review from direct reports), is also conducted. The bank also implements regular employee coaching as needed and assesses on a quarterly basis their progress towards OKRs. To further monitor employee performance as they progress towards their goals and for Managers to provide support to their direct reports, a mid-year check is triggered every July. The mid-year check-in is similar to the annual performance review where employees and managers conduct a self and manager assessment respectively to identify blockers and development opportunities for each employee.

Orientation and Education

The bank requires all employees to attend and complete all mandatory training and learning sessions that cover areas such as Data Privacy, Risk Management, Information Security Awareness, AML/CTF and updates on Regulatory Compliance. Aside from the Bank-wide training program, each department offers its own respective training courses to its employees including new hire onboarding which allows employees to gain a high-level overview of each business unit.

The bank promotes a self-directed approach to learning and development, wherein employees are encouraged to decide what training and help they need to become successful in their professional growth. This may be in the form of coaching, mentorship, or enrollment in external training programs.

At the start of each year, GoTyme Bank's People and Culture team conducts a Training Needs Analysis (TNA) to determine the training needs of the organization. Training plans and activities to be implemented by the People and Culture team for the year will be based on the TNA results.

To further the professional development of Senior Management, the bank leverages its affiliation with the Gokongwei Group (GG). Eligible representatives at GoTyme participate in GG led leadership and coaching advancement programs annually.

On an annual basis, existing Directors of the bank are required to comply with the continuing education requirements for directors. While first-time Directors of the bank are required to complete the BSP-prescribed syllabus on corporate governance.

Retirement and succession

The bank recognizes that a well-defined succession planning ensures continuity in leadership and critical positions, and effectively responds to potential risks, challenges, and opportunities. The bank has established a process to conduct its Succession Plan each year. A risk assessment is conducted to identify critical roles within the organization and the appropriate successors for each. Employees identified as critical and successors are closely monitored in terms of development, performance, and turnover risks.

The bank continuously reviews its total rewards package for its employees, which includes employees' retirement plan. Despite lacking a company-sponsored retirement plan for employees, the bank complies with the regulations of RA No. 7641. As the bank matures in its operations and its employee base expands, it will continually evaluate the possibility of establishing a company-sponsored retirement plan in the future.

Remuneration policy

All employees, including its President/CEO and Senior Management, are subject to the terms found under the bank's remuneration policy. The bank believes in the principle of meritocracy and maintains a job grading system identifying the competency levels, scope and impact of the role, and the risk applied based on the defined manpower capacity plan. Complementary to the job grading system, GoTyme Bank also maintains a salary structure which is the primary reference to determine the compensation package of all employees including its President/CEO and Senior Management. The salary structure serves as a guide to align job levels/grades with specific salary ranges to ensure internal equity as well as market competitiveness. The Bank shall ensure competitiveness of the total compensation and benefits package of the employees by annually conducting market surveys, identifying new trends and inflationary changes, and its impact subject to the economic capability of the Bank to pay and accommodate such changes.

The stockholders of the bank approved last January 2022 to provide the Independent Directors of the bank with per diem allowance for attending the Full Board and Board committee meetings.

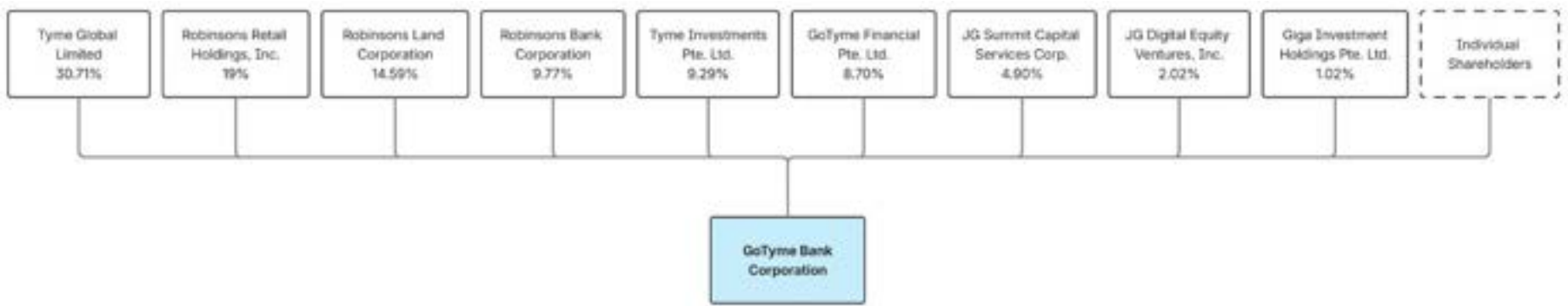
No specific remuneration policy or package for the non-executive members of the Board of Directors has been approved by the stockholders of the bank.

Related-party transactions policy

The bank’s Related Party Transactions Policy (RPT Policy) provides the framework for ensuring that potential conflict of interest is managed, and transactions with related parties are entered into in the regular course of business, and at arm’s length or commercial terms. Potential conflict of interest arising from RPTs should be properly managed to avoid abuses and protect the interests of depositors, creditors, and other stakeholders. The RPT Policy adopts the guidelines prescribed by the BSP in the Manual of Regulations for Banks (MORB) and the Bureau of Internal Revenue (BIR).

Risks arising from RPTs shall be managed in accordance with the prescribed governance structure within the RPT Policy. In discharging their respective responsibilities, Directors, Stockholders, and Senior Management shall disclose to the Board whether they directly, indirectly, or on behalf of third parties, have a financial interest in any transaction or matter affecting the bank. Directors and Officers with personal interest in the transaction shall abstain from the discussion, endorsement, confirmation, approval, and management of such transaction.

Shareholding structure



Notes:
¹ The transfers of shares of stock (1) from Robinsons Land Corporation to JG Summit Capital Services Corp. and (2) from Tyme Global Limited to Tyme Investments Pte. Ltd. have been approved by the Bangko Sentral ng Pilipinas. The corresponding e-Certificates Authorizing Registration (eCARs) were issued but not received as of 31 December 2025.
² Shareholdings attributed to Robinsons Bank Corporation are now owned by the Bank of the Philippine Islands, pursuant to the merger approved by the regulatory bodies, effective 1 January 2024. Issuance of shares of stock and recording in the stock and transfer book is held in abeyance pending receipt of the eCAR from the Bureau of Internal Revenue.

Material related party transactions

The bank has engaged with multiple related parties to strengthen its core proposition to the market. The bank has partnered with 1) Data Analytics Ventures, Inc. (DAVI) to launch its loyalty partnership rewards program; 2) Robinsons Retail Holdings Inc. (RRHI) to drive its retail acquisition channel and deposit and withdrawal service; 3) TYME Pte for its technology development and support services and digital mobile kiosk provider; and 4) New Cross Credit and Financing Gate PH, Inc. (SAVii) for its lending partnership. Detailed descriptions of RPTs are available in the bank’s 2025 audited financial statement.

Self-assessment Function

The bank has established its Board Audit Committee (BAC) and obtained its authority from the bank’s constitution and regulatory standards. Its roles, responsibilities, structure, and administration are enforced in accordance with its Board Audit Committee Charter.

Highlights of its responsibilities include oversight over:

- 1. Financial reporting and internal controls
- 2. Effectiveness of risk management and governance
- 3. Activities of the GoTyme Internal Audit
- 4. Appointment and activities of the External Auditor
- 5. Performance of the bank in relation to culture and values.

The BAC is chaired by an Independent Director and is joined by two Independent Directors and two non-Executive Directors. The Committee is convened at least once every quarter with the addition of Special Committee Meetings called for by the Committee Chairman.

To ensure the adequacy of the bank’s internal control system, risk management and governance, the BAC established GoTyme Bank Internal Audit (GTIA). While the responsibility to design, establish and enforce internal controls lies with the leadership team, the BAC mandates the GTIA to provide reasonable, independent, and objective assurance that the said internal controls are in place and is effective in addressing identified risks.

Internal Audit Function

The Bank’s Internal Audit Function is an independent, objective, assurance and consulting function established through the delegated authority of the Board Audit Committee. Its mandate is to examine, evaluate and recommend improvements to the effectiveness of internal control, risk management and governance systems and processes of the organization.

The Bank envisions its Internal Audit to be recognized as an innovator in the field of auditing by capitalizing technologies and incorporating automation. This vision guides the Internal Audit in developing its mission as follows:

- GTIA will contribute to achieving the goals and objectives of the bank by providing risk-based and objective assurance, advice, and insights.
- GTIA will apply new and emerging methodologies and techniques while maintaining the overall objective of performing and assessing the effectiveness of internal controls.
- GTIA is committed to develop, train, and build forward looking, highly skilled and cross trained professionals who will continue to disrupt the internal audit profession.
- The GTIA is guided by its Internal Audit Charter, Audit Plan and Audit Policy which are reviewed and approved by the BAC. The GTIA, in its discharge of its responsibilities, directly reports to and has direct access to the BAC in discussing any matters that need the Board’s attention.

Compliance Function

As part of the GoTyme Bank’s 2nd line of defense, the Compliance team is also responsible for ensuring the bank is operating as intended through compliance assurance and testing. Identifying potential violations of regulatory requirements and remediating the root cause in a timely manner is crucial to mitigating the compliance risks of the bank. Implementing an effective Compliance Assurance and Testing Program is crucial to ensure the mitigation of critical compliance risks and more importantly, preservation of the bank’s reputation.

The Compliance team shall conduct periodic tests which cover the evaluation of the following:

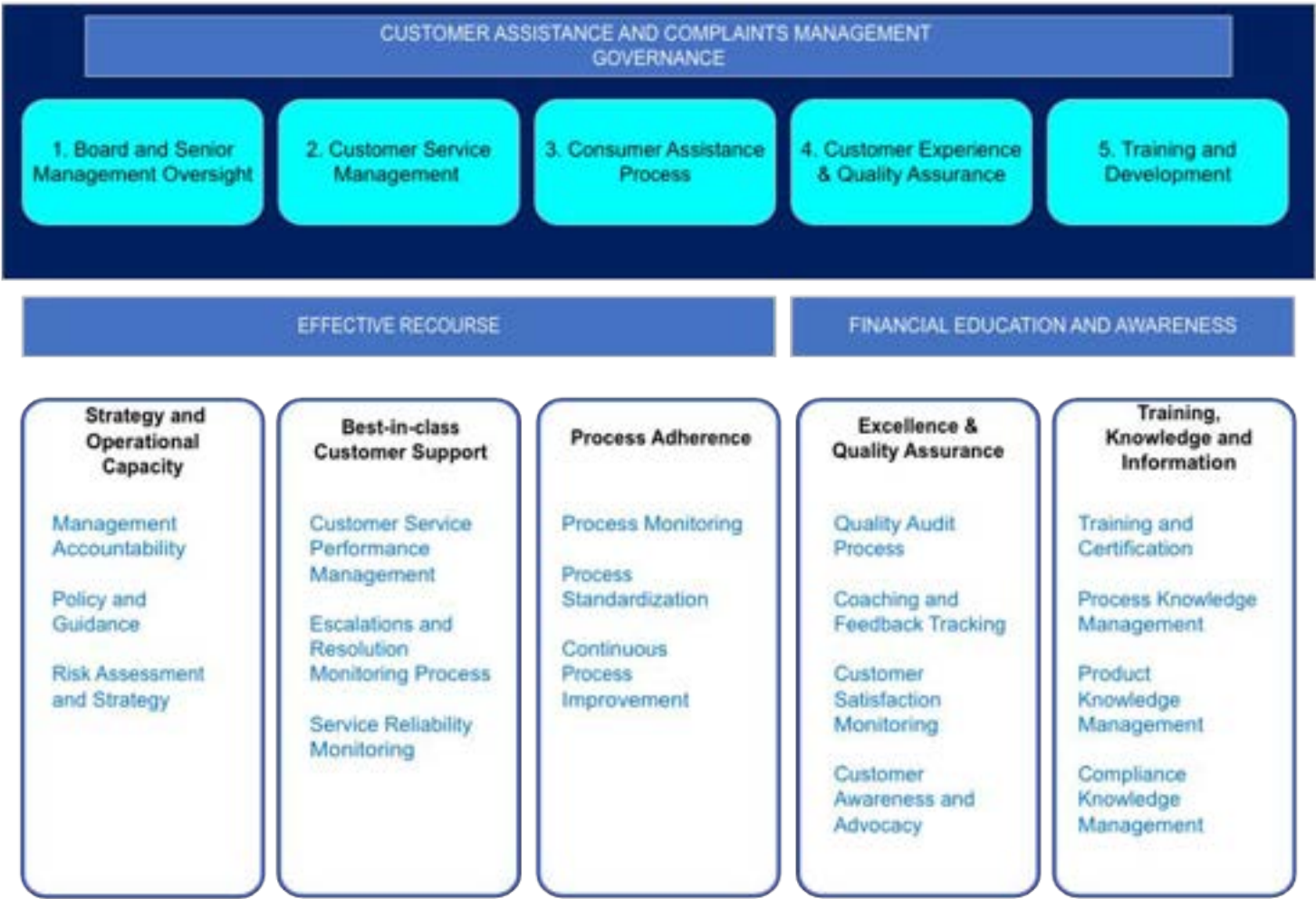
- Existing processes, policies, and procedures include ongoing monitoring of performance of officers and staff responsible in carrying out regulatory requirements.
- The latest audit results with focus on both internal and external observations and findings laying out the responsible business unit’s commitments and resolutions.
- Factors affecting the residual risks based on the bank’s Institutional Risk Assessment (IRA).
- Any regulatory reporting channels and requirements.
- Record retention requirements; and
- Other emerging high-risk areas.

The results of all compliance tests shall be reported to the Senior Management through proper notification to each Business Unit concerned and through the Non-Financial Risk Committee of the bank. Likewise, the Board, through the BRCC, shall be apprised of any emerging and confirmed compliance risks of the bank because of the compliance tests conducted.

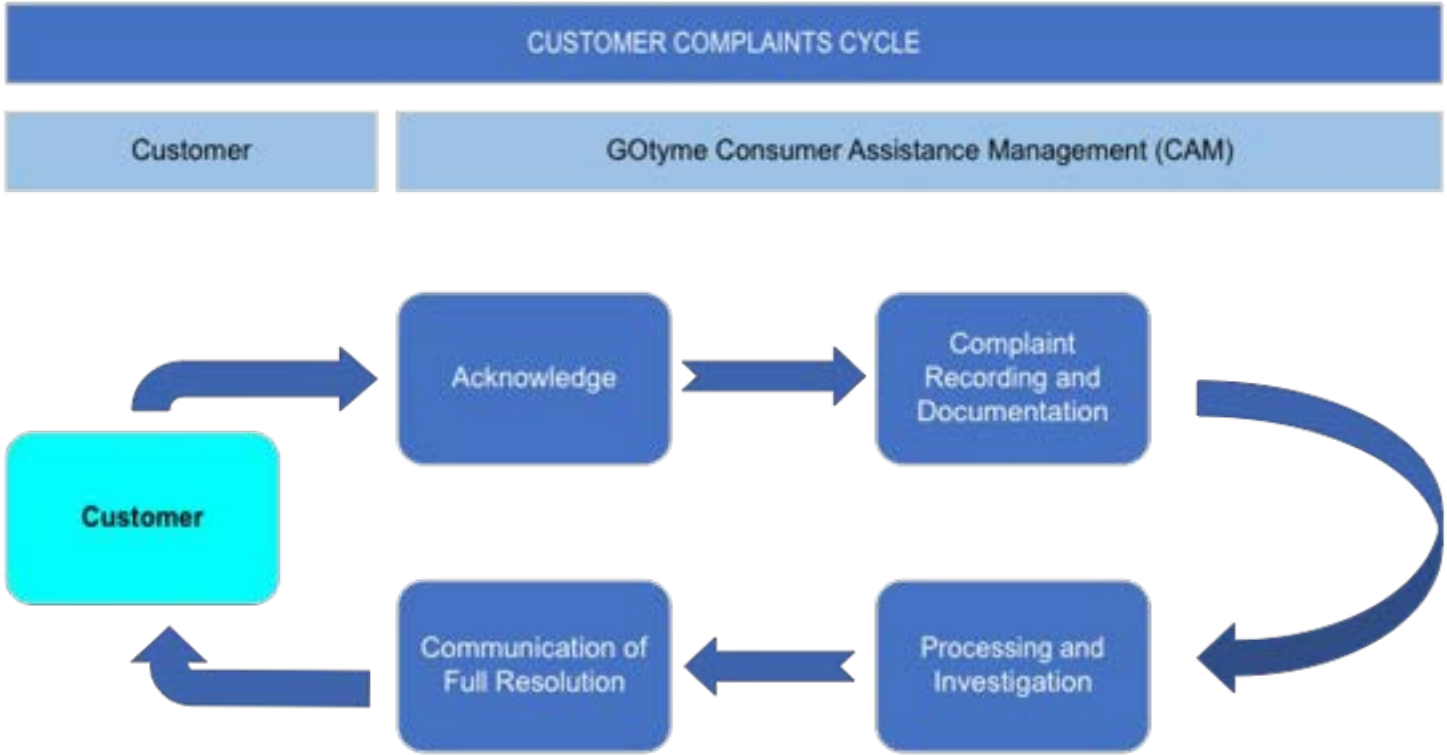
Dividend Policy

The Board has decided not to declare any dividends for the year 2025 due to the current financial position of the bank. Moving forward, any decisions regarding the declaration of dividends will be carefully aligned with the requirements outlined in Section 124 of the Manual of Regulations for Banks (MORB). This ensures that all future dividend declarations are made in compliance with regulatory standards and reflect the bank’s financial health and strategic priorities.

Consumer Protection Practices



The bank ensures responsible management of customer assistance and complaints handling, thus establishing a well-planned and robust Financial Consumer Protection Assistance Mechanism (FCPAM). The FCPAM is centered around 4 main sections – Acknowledge, Complaint Recording and Documentation, Processing and Investigation, and Communication of Full Resolution. This guarantees all the customers of GoTyme that every complaint will be handled, investigated, and resolved through the implementation of the FCPAM.



Definition of complaints

General Inquiry

Is written or verbal expressions of the customer through different channels, such as Customer Service (CS) Email, Hotline, In-app Chat, and social media that are mostly acquisition, registration, sales, and application related in nature and does not require escalation or support troubleshooting.

Complaint

Is written or verbal expression of the customer through different channels, such as CS Email, Hotline, In-app Chat, and social media that originates from dissatisfaction relative to a financial product or service in which a response or resolution is expected. Complaints are categorized as either simple or complex to effectively handle with varying service level expectations.

Simple Complaint

Is written or verbal expression of the customer through different channels, such as CS Email, Hotline, In-app Chat, and social media that originates from dissatisfaction relative to a financial product or service in which a response or resolution is expected. Level 1 CS Team members shall be able to resolve these concerns without the need for escalation.

Complex Complaint / Critical Escalation:

Is written or verbal expression of the customer through different channels, such as CS Email, Hotline, In-app Chat, and social media that originates from dissatisfaction relative to a financial product or service in which a response or resolution is expected. Such complaints shall be handled by Level 2 Team members and above, and may include escalation to other departments for assessment, verification, or investigation. Resolution of complex complaints shall be achieved within a 45-day period.

Service Recovery:

A unit within CS is responsible for reviewing all complex complaints and ensuring timely resolution of tickets. They are also responsible for providing customers with an update on the progress of their complaints as well as resolution.

Back-Office Units:

Back-office units include Payments TM, KYC, Fraud, Card Operations and Lending Operations.

Complaints handling turn-around time

COMPLAINT/REQUEST	SIMPLE COMPLAINT	COMPLEX COMPLAINT/ CRITICAL ESCALATION	CARDHOLDERS' COMPLAINTS AND/OR CHARGEBACK REQUESTS BECAUSE OF COUNTERFEIT CARD
Acknowledgement	Within 2 days	Within 2 days	Within 2 days
Processing, investigation, and resolution	Within 7 days	Within 45 days	Within 10 days
Communication of resolution	Within 9 days	Within 47 days	Within 10 days

VII. Environmental, Social and Governance Principles and Reporting

GoTyme Bank aspires to democratize banking by making financial services universally accessible, particularly for individuals and communities traditionally underserved by formal financial institutions. This commitment reflects the bank's broader Environmental, Social, and Governance (ESG) principles and its belief that banking should not only be commercially sustainable, but also socially meaningful, responsible, and inclusive.

Corporate social responsibility is deeply embedded within the Bank's business model, operating philosophy, and long-term growth strategy. The Bank believes its continued success is intrinsically linked to the welfare of the communities and stakeholders it serves. Our ESG Policy enables the commitment to conduct business responsibly, sustainably, and in alignment with the interests of customers, employees, shareholders, regulators, and the broader community.

Our ESG approach is guided by:

- Prudential and regulatory requirements of the BSP and its implementing framework, the MORB.
- International Standards on environment and sustainability (e.g., IFC Performance Standards Framework 2012 for Environmental and Social Sustainability, World Bank Group General Environment, Health & Safety (EHS) Guidelines).
- The ESG frameworks of our Shareholders: Tyme Group and the Gokongwei Group (JG Summit).

This policy applies to all operations, services, employees, and board members, and business relationships. We expect our business partners and stakeholders to adhere to similar standards and principles.

Environmental

As a digital bank, the bank's direct environmental footprint remains relatively small and is further supported by flexible and hybrid work arrangements. While the Bank's ESG priorities to date have focused primarily on advancing financial inclusion and expanding access for underserved sectors, GoTyme Bank recognizes the growing importance of environmental stewardship.

As the organization continues to scale, the Bank intends to further strengthen its environmental agenda, including the development of appropriate approaches to measuring carbon emissions across supporting infrastructure and the broader value chain, as data availability and methodologies continue to evolve.

Social

Our primary ESG focus remains financial inclusion and responsible finance, encompassed in the social aspect. Throughout 2025, the Bank continued expanding access to formal financial services by removing traditional barriers to banking through simplified onboarding, accessible kiosks, low-to-zero fee transactions, and an intuitive digital banking experience supported by human assistance.

The Bank also continued scaling initiatives that improve access to responsible credit for underserved individuals and MSMEs. Through its partnership with Savii, GoTyme Bank expanded payroll lending solutions for salaried employees with historically limited access to formal credit. The Bank likewise extended merchant cash advance solutions to merchants operating on platforms such as Paymongo, Foodpanda, and TikTok Shop, enabling small business owners and digital entrepreneurs to gain faster and more convenient access to working capital.

At the same time, GoTyme Bank continued promoting financial empowerment through high-yield savings products, affordable digital transactions, and customer-centric financial tools designed to encourage stronger savings behavior and greater financial confidence among Filipinos.

The Bank's approach to social responsibility also extends to customer protection, cybersecurity, and responsible digital banking. GoTyme Bank continues to invest heavily in technology reliability, cybersecurity, fraud prevention, and data protection to strengthen trust and safeguard customers throughout every interaction. In the fourth quarter of 2025, the Bank launched the "Madame Alam" campaign to promote vigilance against scams and fraud during the holiday season, reinforcing safe and responsible digital banking practices.

Governance

Our corporate governance structure is founded on the principles of transparency, equity, accountability, and corporate responsibility. These principles guide management decision-making, operational oversight, regulatory compliance, and the Bank's commitment to delivering consistent, high-quality financial services.

Governance is exercised through the Board of Directors and its Board Committees, while operational governance is implemented through executive management committees established in line with industry best practices and applicable regulatory requirements.

The bank continues to strengthen governance through sound risk management, cybersecurity oversight, consumer protection, compliance monitoring, and responsible business conduct across all areas of operation.

As GoTyme Bank continues to grow, it remains committed to demonstrating that strong financial performance and positive social impact go hand in hand.

ESG in Lending

GoTyme Bank's lending portfolio is composed predominantly of credit extended to individual retail borrowers, primarily through salary loans and consumer lending products. Industry concentration data reflects borrowers' sectors of employment rather than the ultimate destination or use of funds. Within the Bank's current segmentation framework, sector classification serves primarily as a borrower profile attribute rather than a direct indicator of use of proceeds.

Consistent with the Bank's ESG Policy and responsible finance commitments, lending activities remain subject to internal ESG screening and exclusion principles. Merchant Cash Advance products, in particular, incorporate merchant activity screening at origination as part of the Bank's responsible lending framework, supporting both prudent risk management and financial inclusion objectives.

VIII. Corporate Information

Address

Effective March 1, 2023, the Head Office of GoTyme Bank shall be located at 21st Floor Giga Tower, Bridgetowne, C5 Road, Brgy. Ugong Norte, E. Rodriguez Jr. Ave 1110 Quezon City, Philippines.

Contact Information

Official website: <https://www.gotyme.com.ph/>

Customer service hotline: One number to call – #GO8888 (#468888)

Official social media accounts

Facebook – <https://m.facebook.com/GoTymeBank/>

LinkedIn – <https://www.linkedin.com/company/GoTymeBank>

Instagram – <https://www.instagram.com/GoTymeBank>

TikTok – <https://www.tiktok.com/@gotymeBank>

X – <https://twitter.com/gotymeBank>

Major stockholders of the bank

STOCKHOLDERS	NATIONALITY	% OF STOCKHOLDINGS	VOTING STATUS
Tyme Global Limited	British Virgin Islands	30.71%	30.71%
Robinsons Retail Holdings, Inc.	Philippines	19%	19%
Robinsons Land Corporation	Philippines	14.59%	14.59%
Robinsons Bank Corporation	Philippines	9.77%	9.77%
Tyme Investments Pte. Ltd.	Singapore	9.29%	9.29%

Notes:

¹ The transfers of shares of stock (1) from Robinsons Land Corporation to JG Summit Capital Services Corp. and (2) from Tyme Global Limited to Tyme Investments Pte. Ltd. have been approved by the Bangko Sentral ng Pilipinas. The corresponding e-Certificates Authorizing Registration (eCARs) were issued but not received as of 31 December 2025.

² Shareholdings attributed to Robinsons Bank Corporation are now owned by the Bank of the Philippine Islands, pursuant to the merger approved by the regulatory bodies, effective 1 January 2024. Issuance of shares of stock and recording in the stock and transfer book is held in abeyance pending receipt of the eCAR from the Bureau of Internal Revenue.

IX. Additional Disclosures

A. Banking Products and Services

GoTyme Bank offers a growing suite of customer-centric banking products and services designed to make banking simple, accessible, rewarding, and relevant to the everyday lives of Filipinos. As of December 31, 2025, the Bank's products and services include the following:

Service

GoTyme Bank Account Opening

GoTyme Bank continues to redefine customer onboarding through its fast and convenient account opening experience. Customers can open a fully digital bank account and instantly receive a personalized VISA debit card in as little as five (5) minutes through GoTyme Bank kiosks located in partner retail locations nationwide, including Robinsons Retail and SM malls. Dedicated Bank Ambassadors are available onsite to guide customers through the onboarding process and provide support on the Bank's products and services.

ATM Debit Card

Each GoTyme Bank account comes with a free VISA ATM debit card that can be used for in-store purchases, online shopping, ATM withdrawals, and international transactions. Customers can securely access their card details directly within the GoTyme Bank app, making digital and e-commerce payments more convenient and seamless.

Co-Branded ATMs and Cash Recycler Machines

GoTyme Bank continues to expand customer access and convenience through its network of co-branded ATMs and cash recycler machines deployed in strategic retail locations nationwide. Designed to make everyday banking more seamless and accessible, these machines allow customers to conveniently perform essential transactions such as cash withdrawals, cash deposits, balance inquiries, and other self-service banking activities in just a few simple steps.

The introduction of cash recycler machines further enhances the Bank's "phygital" banking model by combining digital convenience with accessible physical banking infrastructure. By enabling customers to both deposit and withdraw cash through a single machine, GoTyme Bank delivers a faster, more intuitive, and more efficient banking experience, bringing everyday banking closer to where customers live, shop, and transact.

Go Human Help Center

Customer experience remains central to GoTyme Bank's service philosophy. Through the Go Human Help Center, customers can connect with dedicated support teams across multiple channels including in-app chat, voice calls, email, and social media. This omnichannel support model combines digital efficiency with real human assistance, helping deliver consistently responsive and customer-centric service experiences.

Send

InstaPay and PESONet

GoTyme Bank enables customers to transfer funds conveniently through InstaPay and PESONet. Customers enjoy up to twenty (20) free InstaPay transfers per month to other banks and e-wallets, allowing for fast and real-time fund transfers. PESONet transfers are also provided free of charge, giving customers a convenient option for larger-value fund transfers. All GoTyme-to-GoTyme transfers remain free of charge.

Mobile Check Deposit

GoTyme Bank enables customers to conveniently deposit checks directly through the GoTyme Bank app using its mobile check deposit feature. By simply capturing images of eligible checks within the app, customers can securely submit deposits without needing to visit a physical branch, providing a faster, more convenient, and fully digital banking experience.

Fund-by-linked account or direct debit pull

Customers may conveniently fund their GoTyme Bank accounts by linking accounts from partner banks through direct debit pull arrangements. This feature allows secure and seamless transfers directly into their GoTyme Bank account without the need for manual cash-in transactions.

Deposit-and-withdrawal points in partner retail stores

Through GoTyme Bank’s extensive retail partner network, customers can conveniently deposit and withdraw cash at participating Robinsons Retail partner stores nationwide, making banking more accessible in everyday locations.

Inward Remittance

GoTyme Bank partnered with Wise to enable customers to receive overseas remittances directly into their GoTyme Bank accounts through the global SWIFT network. Through this integration, Filipinos can enjoy faster, more convenient, and transparent cross-border fund transfers, making it easier for overseas Filipinos and their families to securely receive remittances through the GoTyme Bank platform.

Save

Go Save account

The Go Save account allows customers to create up to five separate savings goals with customizable target amounts and timelines. Customers enjoy competitive interest earnings of up to 3.5% per annum while maintaining full access to their funds with no lock-in periods or penalties. For customers looking to diversify their savings, GoTyme Bank also offers USD Time Deposit products with interest rates of up to 2.5% per annum and flexible tenor options through the GoTyme Bank platform.

Smart Savings Tools

Save smarter, save more. To foster consistent saving habits, GoTyme Bank offers automated saving features: goal setting, schedule auto-saves, or save your change when you shop. Our savings tools will help you reach your goals faster.

Invest

Virtual asset services

GoTyme Bank expanded its financial ecosystem by introducing virtual asset services, enabling customers to access select cryptocurrency offerings through a secure and trusted banking platform. Through the GoTyme Bank app, customers can conveniently buy, hold, and manage digital assets, making emerging investment opportunities more accessible to everyday Filipinos through a simplified experience.

Shop

Reward-Integrated Debit Spending

GoTyme Bank integrates Go Rewards directly into the banking experience, allowing customers to earn rewards points whenever they use their GoTyme Bank VISA debit card for purchases. Customers earn up to three times more Go Rewards points when spending at participating Go Rewards partner merchants.

QR PH

Customers can make convenient cashless payments through QR Ph merchants nationwide using the GoTyme Bank app. QR payments also allow customers to earn Go Rewards points on qualifying transactions, further enhancing the everyday value of digital payments.

Points-to-cash conversion

Go Rewards points earned through transactions can be instantly converted into cash and credited directly into a customer’s GoTyme Bank account, providing customers with flexible and practical ways to maximize rewards.

Value-added services

Beyond banking, customers can conveniently purchase prepaid airtime, gaming credits, digital content, and other lifestyle services directly through the GoTyme Bank app, expanding the platform’s everyday utility.

Bills payment

Customers can conveniently pay bills through the GoTyme Bank app using the Bank’s growing network of partner billers while earning Go Rewards points on eligible transactions.

Tap to Pay (X-Pays)

GoTyme Bank became one of the first banks in the Philippines to launch Tap to Pay functionality through Google Pay. Customers can securely link their GoTyme Bank debit card to supported Android mobile devices and enjoy fast, convenient, and contactless payments at merchants worldwide.

Lend

Merchant Cash Advance

GoTyme Bank provides flexible working capital financing solutions to MSMEs and digital-first merchants through its Merchant Cash Advance (MCA) product. Through partnerships with platforms such as Paymongo, Foodpanda, and TikTok Shop, eligible merchants can access convenient and data-driven financing solutions that help support business growth and operational needs.

Payroll loans

Through its partnership with Savii, GoTyme Bank delivers salary-deducted payroll loans to employed Filipinos, particularly serving underbanked consumers with limited access to formal credit. This lending model allows customers to access responsible and convenient financing through employer partnerships while promoting broader financial inclusion.

MoreTyme

MoreTyme is GoTyme Bank’s consumer credit solution that allows eligible customers to split purchases into affordable installment payments directly at participating merchants. Customers can use MoreTyme for everyday purchases and essential spending, providing greater financial flexibility without the complexity traditionally associated with consumer loans. Fully integrated into the GoTyme Bank ecosystem, MoreTyme offers a simple digital application process, transparent repayment terms, and convenient payment management through the GoTyme Bank app, helping expand access to responsible and accessible consumer credit for Filipinos.

B. Capital Structure and Capital Adequacy

The bank’s regulatory capital position, including capital components and regulatory deductions, is as follows:

	2025	2024
CET1 CAPITAL		
Paid-up common stock	7,694,255,099	6,639,732,189
Additional paid-in capital	5,463,605,778	1,884,903,435
Retained earnings	(6,574,986,890)	(3,473,568,984)
Undivided profits	(3,099,968,345)	(3,212,751,261)
Other comprehensive income	57,794,293	10,110,244
REGULATORY ADJUSTMENTS		
Total outstanding credit accommodations to DOSRI	–	(5,311,271)
Deferred tax assets	(52,137,371)	(41,998,933)
Other intangible assets	(239,309,608)	(310,152,837)
Total CET1 Capital	3,249,252,956	1,490,962,582
Additional Tier 1 Capital	–	–
Total Tier 1 Capital	3,249,252,956	1,490,962,582
Tier 2 Capital – General Loan Loss Provision	130,628,260	20,312,551
A. Total Qualifying Capital	3,379,881,216	1,511,275,133

	2025	2024
Credit risk-weighted assets (CRWA)	12,992,540,609	6,619,339,640
Market risk-weighted assets (MRWA)	523,492,551	62,512,600
Operational risk-weighted assets (ORWA)	947,512,707	212,445,515
B. Total risk-weighted assets	14,463,545,867	6,894,297,755

	2025	2024
CET1 Capital Ratio	22.47%	21.63%
Tier 1 Capital Ratio	22.47%	21.63%
Total Capital Adequacy Ratio	23.37%	21.92%
Capital Conservation Buffer	16.47%	15.63%

Regulatory Capital Requirements

The Bangko Sentral ng Pilipinas (BSP) requires each bank to adopt the capital requirements in accordance with the provisions of BASEL III. The guidelines are meant to strengthen the composition of the bank’s capital by increasing the level of core capital and regulatory capital. BSP sets out minimum Common Equity (CET1) ratio and Tier 1 Capital ratios of 6.0% and 7.5%, respectively. A capital conservation buffer of 2.5% as well as a Countercyclical Capital Buffer initially set at 0%, comprised of CET1 capital, were likewise imposed. The Countercyclical Capital Buffer may be subject to upward adjustment to a rate as determined by the Monetary Board when systemic conditions warrant but not to exceed 2.5%. The minimum required capital adequacy ratio remains at 10%.

The bank's regulatory qualifying capital consists of Common Equity Tier 1 capital, which comprises of paid-up common stock, retained earnings, other comprehensive income, and current year profits, less required deductions such as unsecured credit accommodations to Directors, Officers, Stockholders and Related Interests (DOSRI) and other intangible assets, and Tier 2 capital in the form of the bank’s General Loan Loss Provision (GLLP). The amount of GLLP included in Tier 2 capital is limited to a maximum of 1.00% of CRWA and any excess is deducted from CRWA in the computation of the denominator for the capital adequacy ratio.

Reconciliation — December 31, 2025

Reconciliation of all regulatory capital elements back to the balance sheet in the audited financial statements is presented below.

DECEMBER 31, 2025	QUALIFYING CAPITAL	PER AFS	RECONCILING ITEMS	NOTES
Paid-up common stock	7,694,255,099	7,694,255,099	–	
Additional paid-in capital	5,463,605,778	5,463,605,778	–	
Retained earnings	(6,574,986,890)	(6,762,155,462)	187,168,752	Prior year P/L audit and share-based reserve adjustment
Undivided profits	(3,099,968,345)	(2,951,021,736)	(148,946,609)	Current year P/L audit adjustments
Other comprehensive income	57,794,293	57,794,293	–	
REGULATORY ADJUSTMENTS				
Total outstanding credit accommodations to DOSRI	–	–	–	
Deferred tax asset	(52,137,371)	(51,649,095)	488,276	Deferred tax on share-based provision
Other tangible assets	(239,309,608)	(239,309,608)	–	
Tier 2 Capital - General Loan Loss Provision	130,628,260	130,628,260	–	
Total	3,379,881,216	3,342,147,531		

Reconciliation — December 31, 2024

DECEMBER 31, 2024	QUALIFYING CAPITAL	PER AFS	RECONCILING ITEMS	NOTES
Paid-up common stock	6,639,732,189	6,639,732,189	–	
Additional paid-in capital	1,884,903,435	1,877,630,366	7,273,069	Stock Subscription cost from retained earnings to APIC
Retained earnings	(3,473,568,984)	(3,420,702,484)	(52,866,500)	Prior year P/L audit and share-based reserve adjustment
Undivided profits	(3,212,751,261)	(3,441,941,058)	229,189,797	Current year P/L audit adjustments
Other comprehensive income	10,110,244	10,110,244	–	
REGULATORY ADJUSTMENTS				
Total outstanding credit accommodations to DOSRI	(5,311,271)	(5,311,271)	–	
Deferred tax asset	(41,998,933)	(42,421,758)	422,825	Deferred tax on share-based provision
Other tangible assets	(310,152,837)	(310,152,837)	–	
Tier 2 Capital - General Loan Loss Provision	20,312,551	20,312,551		
Total	1,511,275,133	1,327,255,942	–	

Credit risk-weighted assets (CRWA)

The Bank uses the Standardized Approach under Circular No. 538 in computing for its credit risk exposure. Below table shows total credit exposure, net of specific provisions, broken down by type of exposures and by risk bucket:

DECEMBER 31, 2025	0% – 50%	75% – 100%	150%	DEDUCTION FROM CAPITAL	TOTAL
ON-BALANCE SHEET ASSETS					
Due from BSP	1,653,231,022	–	–	–	1,653,231,022
Due from other banks	5,812,584,358	–	–	–	5,812,584,358
Financial assets at FVOCI	4,476,658,094	–	–	–	4,476,658,094
Investments at amortized cost	22,429,518,637	–	–	–	22,429,518,637
Loans and receivable, net	–	5,214,432,375	139,692,592	–	5,354,124,967
Securities purchased under agreements to resell	5,562,181,056	–	–	–	5,562,181,056
Other assets					
Bank premises, furniture, fixtures and equipment, net	–	304,933,776	–	–	304,933,776
Due from settlement partners	–	2,540,769,169	–	–	2,540,769,169
Other assets	–	1,886,859,662	–	–	1,886,859,662
Deferred tax assets				52,137,371	52,137,371
Intangible assets, net				239,309,608	239,309,608
Total On-Balance Sheet Assets, not covered by CRM	39,934,173,168	9,946,994,983	139,692,592	291,446,979	50,312,307,722
Total On-Balance Sheet Assets, covered by CRM	–	–	–	–	–
Total On-Balance Sheet Assets	39,934,173,168	9,946,994,983	139,692,592	291,446,979	50,312,307,722

DECEMBER 31, 2024	0% – 50%	75% – 100%	150%	DEDUCTION FROM CAPITAL	TOTAL
ON-BALANCE SHEET ASSETS					
Due from BSP	5,984,337,209	–	–	–	5,984,337,209
Due from other banks	1,760,376,491	–	–	5,311,271	1,765,687,762
Financial assets at FVOCI	3,246,395,829	–	–	–	3,246,395,829
Investments at amortized cost	10,403,280,085	–	–	–	10,403,280,085
Loans and receivable, net	–	2,363,126,635	157,007,754	–	2,520,134,389
Securities purchased under agreements to resell	2,456,719,802	–	–	–	2,456,719,802
Other assets					
Bank premises, furniture, fixtures and equipment, net	–	358,913,262	–	–	358,913,262
Due from settlement partners	–	2,016,654,861	–	–	2,016,654,861
Other assets	–	764,945,005	–	–	764,945,005
Deferred tax assets				41,998,934	41,998,934
Intangible assets, net				310,152,837	310,152,837
Total On-Balance Sheet Assets, not covered by CRM	23,851,109,415	5,503,639,763	157,007,754	357,463,041	29,869,219,974
Total On-Balance Sheet Assets, covered by CRM	–	–	–	–	–
Total On-Balance Sheet Assets	23,851,109,415	5,503,639,763	157,007,754	357,463,041	29,869,219,974

Below table shows the total gross credit-risk weighted assets (CRWA before deductions) broken down by type of exposures and by risk bucket:

Gross CRWA — December 31, 2025

RISK-WEIGHTED ON-BALANCE SHEET ASSETS	0% – 50%	75% – 100%	150%	TOTAL
Due from BSP	–	–	–	–
Due from other banks	2,906,292,179	–	–	2,906,292,179
Financial assets at FVOCI	–	–	–	–
Investments at amortized cost	–	–	–	–
Loans and receivable, net	–	5,214,432,375	209,538,888	5,423,971,263
Securities purchased under agreements to resell	–	–	–	–
OTHER ASSETS				
Bank premises, furniture, fixtures and equipment, net	–	304,933,776	–	304,933,776
Due from settlement partners	–	2,540,769,169	–	2,540,769,169
Other assets	–	1,886,859,662	–	1,886,859,662
Deferred tax assets	–	–	–	–
Intangible assets, net	–	–	–	–
Total On-Balance Sheet Assets, not covered by CRM	2,906,292,179	9,946,994,982	209,538,888	13,062,826,049
Total On-Balance Sheet Assets, covered by CRM	–	–	–	–
Total On-Balance Sheet Assets	2,906,292,179	9,946,994,982	209,538,888	13,062,826,049

Gross CRWA — December 31, 2024

RISK-WEIGHTED ON-BALANCE SHEET ASSETS	0% – 50%	75% – 100%	150%	TOTAL
Due from BSP	–	–	–	–
Due from other banks	880,188,245	–	–	880,188,245
Financial assets at FVOCI	–	–	–	–
Investments at amortized cost	–	–	–	–
Loans and receivable, net	–	2,363,126,635	235,511,631	2,598,638,266
Securities purchased under agreements to resell	–	–	–	–
OTHER ASSETS				
Bank premises, furniture, fixtures and equipment, net	–	358,913,262	–	358,913,262
Due from settlement partners	–	2,016,654,861	–	2,016,654,861
Other assets	–	764,945,005	–	764,945,005
Deferred tax assets	–	–	–	–
Intangible assets, net	–	–	–	–
Total On-Balance Sheet Assets, not covered by CRM	880,188,245	5,503,639,763	235,511,631	6,619,339,640
Total On-Balance Sheet Assets, covered by CRM	–	–	–	–
Total On-Balance Sheet Assets	880,188,245	5,503,639,763	235,511,631	6,619,339,640

The Bank has no off-balance sheet exposure, exposure covered by credit risk mitigation, exposure to securitization structures, credit protection products, and investments in other types of structured products.

Standardized credit risk weights were used in the credit assessment of asset exposures. Third party credit assessments were based on the ratings by Standard & Poor’s, Moody’s, Fitch and Philratings on exposures to Sovereigns, Multilateral Development Banks, Banks, Local Government Units, Government Corporations and Corporates.

Below table shows credit equivalent amount for off-balance sheet items, broken down by type of exposures:

	DECEMBER 31, 2025		DECEMBER 31, 2024	
	NOTIONAL PRINCIPAL	CREDIT EQUIVALENT AMOUNT	NOTIONAL PRINCIPAL	CREDIT EQUIVALENT AMOUNT
Direct credit substitutes	-	-	-	-
Transaction-related contingencies	-	-	-	-
Trade-related contingencies arising from movement of goods	-	-	-	-
Other commitments (which can be unconditionally cancelled at any time by the bank without prior notice)	840,591,622	-	19,375,611	-
Total	-	-	-	-
Total Risk-Weighted Off-Balance Sheet Assets		-		-

The off-balance sheet exposure pertains to the unutilized portion of unilaterally cancellable credit limits granted by the Bank. The Credit Equivalent Amount is nil as unutilized credit limits are unconditionally cancellable.

The Bank has no exposure covered by credit risk mitigation, exposure to securitization structures, credit protection products, and investments in other types of structured products.

Standardized credit risk weights were used in the credit assessment of asset exposures. Third party credit assessments were based on the ratings by Standard & Poor’s, Moody’s, Fitch and Philratings on exposures to Sovereigns, Multilateral Development Banks, Banks, Local Government Units, Government Corporations and Corporates.

Market risk-weighted assets (MRWA)

The Bank uses the Standardized Approach in computing for its market risk exposure. As of December 31, 2025, computed total market risk-weighted assets stood at Php 523.49 Million and consisted of foreign exchange exposures.

Below table shows total market risk-weighted assets broken down by type of exposures:

	2025	2024
USING STANDARDIZED APPROACH		
Interest rate exposures	-	-
Equity exposures	-	-
Foreign exchange exposures	523,492,551	62,512,600
Options	-	-
Sub-total (standardized approach)	523,492,551	62,512,600
Using internal models' approach	-	-
Total market risk-weighted assets	523,492,551	62,512,600

Foreign Exchange Exposures

	2025	2024
Total capital charge	41,879,404	5,001,008
Adjusted capital charge	52,349,255	6,251,260
Equivalent market risk-weighted assets	523,492,551	62,512,600

Operational risk-weighted assets

	2025	2024
Operational risk-weighted assets	947,512,707	212,445,515

The Basic Indicator Approach is used in the Bank’s computation of operational risk-weighted assets. Using this approach, operational risk-weighted assets is computed as 1.25 times fifteen percent of the average gross income reported by the Bank over the last three reporting periods. Given that the Bank commenced its operations in 2022, gross income for the previous three years from said year is nil which served as the basis for the operational risk charge in 2022.



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