



## SEC FORM-ACGR (FOR PC/RI)

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

1. For the fiscal year ended .....2023
2. SEC Registration Number .....CS201612055
3. BIR Tax Identification Number .....009-317-037-000
4. Exact Name of the Issuer as specified in its charter .....ALLIED CARE EXPERTS (ACE) MEDICAL  
CENTER-GENSAN, INC
5. Province, Country or other jurisdiction of incorporation or organization ...Philippines
6. Address of Principal Office ...2<sup>nd</sup> Floor, GENMEDEX, Santiago Boulevard, General Santos City
7. Postal Code .....9500
8. Issuer's telephone number, including area code ...083-305-2490
9. Former name, former address, and former fiscal year, if changed since last report  
.....
10. Industry Classification Code (For SEC's use only) .....

ANNUAL CORPORATE GOVERNANCE REPORT FOR PUBLIC COMPANIES AND REGISTERED ISSUERS				
RECOMMENDATION		COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
THE BOARD’S GOVERNANCE RESPONSIBILITIES				
Principle 1. ESTABLISHING A COMPETENT BOARD				
The company should be headed by a competent, working Board to foster the long-term success of the corporation, and to sustain its competitiveness and growth in a manner consistent with its corporate objectives and the long-term best interests of its shareholders/members and other stakeholders.				
Recommendation 1.1				
1	The Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company’s industry/sector.	Compliant	-By-Laws, Article 3, Section 8, page 6 -Manual on Corporate Governance, Principle 2, pages 4-5 -2023 Definitive Information Statement, Annex “B”, page 21 to 26	
2	The Board has an appropriate mix of competence and expertise.	Compliant		
3	Directors remain qualified for their positions individually and collectively to enable them to fulfill their roles and responsibilities and respond to the needs of the organization.	Compliant		
Recommendation 1.2				
1	The Board is headed by a competent and qualified Chairperson.	Compliant	-By-Laws, Article 4, Section 2, page 6 -2023 Definitive Information Statement, Annex “B”, page 21	
Recommendation 1.3				
1	The company provides a policy on training of directors.	Compliant	January 17, 2021, Center for Global Best Practices	
2	The company has an orientation program for first-time directors.		August 11, 2023, SEC Training conducted by MSRD, OGA and CGFD	
3	The company has relevant annual continuing training for all directors.		November 7, 2023, Institute of Corporate Directors	
Recommendation 1.4				

1	The Board has a policy on board diversity.	Compliant	- Manual on Corporate Governance, Principle 1.1.4, page 3 -2023 Definitive Information Statement, Annex “B”, page 21 to 26	
<b>Recommendation 1.5</b>				
1	The Board is assisted by a Corporate Secretary.	Compliant	-2023 Definitive Information Statement, Annex “B”, page 23-24 - Y2023 GIS, page 4	
2	The Corporate Secretary is a separate individual from the Compliance Officer.	Compliant		
3	The Corporate Secretary is not a member of the Board of Directors.	Non-Compliant		The By-laws require that the Corporate Secretary be a member of the Board of Directors.
4	The Corporate Secretary attends annual training/s on corporate governance.	Compliant	January 17, 2021, Center for Global Best Practices  August 11, 2023, SEC Training conducted by MSRD, OGA and CGFD	
<b>Recommendation 1.6</b>				
1	The Board is assisted by a Compliance Officer.	Compliant	-Minutes of the Board Meeting dated February 15, 2020, Page 2  - Y2023 GIS, page 4	
2	The Compliance Officer has a rank of Senior Vice-President or an equivalent position with adequate stature and authority in the corporation.	Non-Compliant		The Company is composed of medical professionals; thus, it is supported by a compliance officer who, although not a director/officer of the Company, has sufficient corporate background who can help the Company with its SEC compliance and who works with the president of the Company. The Compliance Officer for Y2022 was Atty. Fredelyn Gunay.
3	The Compliance Officer is not a member of the board.	Compliant		The Compliance Officer assists the Company in its compliance with the

				regulatory requirements and provides legal advice on relevant laws, SEC rules and regulations.
4	The Compliance Officer attends annual training/s on corporate governance.	Compliant	July 16 and 17, 2021, Center for Global Best Practices	
Principle 2. ESTABLISHING CLEAR ROLES AND RESPONSIBILITIES OF THE BOARD				
The fiduciary roles, responsibilities, and accountabilities of the Board, as provided under the law, the company’s articles of incorporation and bylaws, and other legal pronouncements and guidelines should be clearly made known to all directors as well as to shareholders/members and other stakeholders.				
Recommendation 2.1				
1	The Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company, shareholders and stakeholders.	Compliant	-Minutes of Board Meeting dated March 13, 2023, page 3 & 4. -2023 Definitive Information Statement, pages 16 to 17	
Recommendation 2.2				
1	The Board oversees the development and approval of the company’s business objectives and strategy.	Compliant	-Minutes of Board Meeting dated March 23, 2023, page 3 & 4.	
2	The Board oversees and monitors the implementation of the company’s business objectives and strategy.	Compliant		
Recommendation 2.3				
1	The Board ensures and adopts an effective succession planning program for directors, key officers and management.	Non-Compliant	-Manual on Corporate Governance, Principle 2.2.3, page 4	The hospital is still in the construction phase. The Board has yet to set up a formal succession planning program.
2	The Board adopts a policy for the retirement of directors and key officers.	Non-Compliant		The Company adheres to government regulations on the

				retirement of key officers.
Recommendation 2.4				
1	The Board aligns the remuneration of key officers and board members with the long-term interests of the company.	Compliant	-By-laws, Article 3, Section 7 -Manual on Corporate Governance, Principle 2.2.4, page 4 -Minutes of the Board Meeting on July 15, 2023, Pages 3 & 4 - 2023 Definitive Information Statement, pages 12 to 13	The Board has no written remuneration policy but the Board considers the Company's long term interest in determining the remuneration of key officers.
2	The Board adopts a policy specifying the relationship between remuneration and performance.	Compliant		The directors only receive per diem for their attendance in board/committee meetings.
3	The Directors do not participate in discussions or deliberations involving his/her own remuneration.	Compliant		
Recommendation 2.5				
1	The Board has a formal and transparent board nomination and election policy.	Compliant	-By-laws, Article 3, Section 2 -Manual on Corporate Governance, Principle 2.2.5, Page 4 to 6, -Special Board Meeting dated June 11, 2023, Page 3 -Special Board Meeting dated August 5, 2023, Page 3 - Y2023 Definitive Information Statement, pages 9	The Board conducts its elections in accordance with its Bylaws and Manual on Corporate Governance. It reviews the qualifications of the nominees as presented by the Nominations Committee.
2	The Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	Compliant		
3	The Board nomination and election policy includes how the company accepted nominations from shareholders/members.	Compliant		
4	The Board nomination and election policy includes how the board reviews the qualifications of nominated candidates.	Compliant		
5	The Board nomination and election policy includes an assessment of the effectiveness of the Board's processes in the nomination, election or replacement/removal of a director.	Non- Compliant		

6	The Board has a process for identifying the quality of directors/trustees that is aligned with the strategic direction of the company.	Compliant		
Recommendation 2.6				
1	The Board has overall responsibility in ensuring that there is a policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions.	Compliant	-Manual on Corporate Governance, Principle 2.2.6, Page 6 - 2023 Definitive Information Statement, pages 10 to 11	The Board reviews all material transactions, including transactions with related parties and ensure that the same are fair and for the interest of the Company.
2	The RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.	Compliant		
Recommendation 2.7				
1	The Board is primarily responsible for approving the selection of Management, led by the Chief Executive Officer (CEO) or his/her equivalent, and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive, as may be applicable).	Compliant	-Minutes of the Special Board Meeting dated December 21, 2023, pages 3 and 4 -Minutes of the Special Board Meeting, dated January 8,2024, Page 3 -SEC Form 17-C, 01-08-2024	The hospital is not yet operational. The President and other executive officers are elected by the Board.
2	The Board is primarily responsible for assessing the performance of Management, led by the CEO or his/her equivalent and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive, as may be applicable).	Non-Compliant		The hospital is not yet operational. The Board assesses the accomplishments of the executive officers.
Recommendation 2.8				
1	The Board establishes an effective performance evaluation framework that includes a standard or criteria for assessment and ensures that Management's performance is on par with the standards set by the Board and Senior Management.	Non-Compliant		The hospital is not yet operational. The Board has no formal Performance Evaluation

2	The Board establishes an effective performance evaluation framework that includes a standard or criteria for assessment and ensures that personnel's performance is on par with the standards set by the Board and Senior Management.	Non-Compliant		Framework for Management/Personnel yet. The Board assesses the accomplishments of the executive officers.
Recommendation 2.9				
1	The Board ensures that an appropriate internal control system is in place.	Compliant	-Manual on Corporate Governance, Principle 2.2.7, Page 6	The hospital is not yet operational. The Board has in place, an unwritten internal control strategy, wherein the Board monitors and manages potential and actual conflicts of interest.  It is in the process of crafting an internal audit charter.
2	The internal control system includes a mechanism for monitoring and managing potential/actual conflicts of interest of the board members/trustees, management and shareholders/members.	Compliant		
3	The Board adopts an Internal Audit Charter.	Non-Compliant		
Recommendation 2.10				
1	The Board ensures that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business risks.	Non-Compliant		The hospital is not yet operational. But the Board discusses during its meetings, the business risks concomitant to the medical industry.
2	The risk management framework guides the Board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies.	Non-Compliant		
Recommendation 2.11				

1	The Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary duties.	Non-Compliant		The Board is sufficiently guided by the By-laws and Manual on Corporate Governance of the Corporation. The Company has a simple organizational structure. Being medical professionals themselves, they are knowledgeable of their roles in the successful operation of their hospital.
2	The Board Charter serves as a guide to the directors/trustees in the performance of their functions.	Non-Compliant		
3	The Board Charter is publicly available.	Non-compliant		

### Principle 3. ESTABLISHING BOARD COMMITTEES

The board committees should be set up to the extent possible to support the effective performance of the Board's functions, particularly with respect to audit, risk management, compliance and other key corporate governance concerns, such as nomination and remuneration. The composition, functions and responsibilities of all the board committees should be contained in their respective board committee charters.

#### Recommendation 3.1

1	The Board establishes board committees that focus on specific board functions to aid in the optimal performance of its roles and responsibilities.	Compliant	-Manual on Corporate Governance, Principle 3, Page 6-9 -Minutes of the Special Board Meeting, dated January 8,2024, Page 3	
---	--	-----------	---	--

#### Recommendation 3.2

1	The Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.	Compliant	-Manual on Corporate Governance, Principle 3, Pages 7 -Minutes of the Joint Audit Committee and Special Board Meeting dated August 15,2023, pages 2 and 3	
2	The Audit Committee is composed of at least three (3) qualified non-executive directors, the majority of whom, including the Chairperson, are independent directors.	Compliant	-Manual on Corporate Governance, Principle 3, Pages 7 -SEC form 17-C dated January 8,2024	



3	All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.	Compliant	-Manual on Corporate Governance, Principle 3, Page 7 -2023 Definitive Information Statement, Annex “B”, page 21 to 26	
4	The Chairperson of the Audit Committee is not the Chairperson of the Board or of any other committee.	Compliant	-SEC form 17-C dated January 8,2024	
Recommendation 3.3				
1	The Board establishes a Corporate Governance Committee tasked to assist the Board in the performance of its corporate governance responsibilities, including the functions that were formerly assigned to a Nomination and Remuneration Committee.	Compliant	-Manual on Corporate Governance, Principle 3, Page 8 -Minutes of the Special Board Meeting dated January 8,2024, page 3 -SEC form 17-C dated January 8,2024  <i>The committee oversees the over-all governance of the Company. It also ensures that the directors nominated are qualified to hold and perform their duties.</i>	
2	The Corporate Governance Committee is composed of at least three (3) members, majority of whom, including the Chairperson, should be independent directors.	Compliant	-Manual on Corporate Governance, Principle 3, Pages 7 -SEC form 17-C dated January 8,2024	
Recommendation 3.4				
1	The Board establishes a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a company’s Enterprise Risk Management system to ensure its functionality and effectiveness.	Non-Compliant		The Company has a simple organizational structure; its directors/officers are composed mainly of medical professionals who are experts in running a hospital. The Board already handles the oversight of the Company’s risk management process.
2	The BROC is composed of at least three (3) members, the majority of whom should be independent directors, including the Chairperson.	Non-Compliant		
3	At least one member of the BROC has relevant thorough knowledge and experience on risk and risk management.	Non-compliant		
Recommendation 3.5				

1	All established committees have a Committee Charter stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.	Non-compliant		The Company has a simple organizational structure, composed mainly of medical professionals who are experts in running a medical facility. They are sufficiently guided by their Bylaws and Manual on Corporate Governance as to their duties and responsibilities in the Company.
2	The Committee Charters provide standards for evaluating the performance of a committee and its members.	Non-compliant		

#### Principle 4. FOSTERING COMMITMENT

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

#### Recommendation 4.1

1	The Directors attend and actively participate in all meetings of the Board, Committees and shareholders/members in person or through tele-/videoconferencing conducted in accordance with the rules and regulations of the Commission.	Compliant	-Minutes of the Annual Stockholders Meeting dated December 21, 2023	
2	The Directors review meeting materials for all Board and Committee meetings.	Compliant		
3	The Directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.	Compliant		

#### Recommendation 4.2

1	Non-executive directors concurrently serve in not more than ten (10) public companies and/or registered issuers. If concurrently sitting in at least three (3) publicly listed companies, the maximum concurrent directorships shall be five (5) public companies and/or registered issuers.	Non-compliant	-2023 Definitive Information Statement, Annex "B", page 21 to 26	Most of the concurrent directors are only within affiliated hospitals of the Company which operate on the same core operational standards and values.
<b>Recommendation 4.3</b>				
1	The Directors notify the company's board before accepting a directorship in another company.	Non-compliant		The Board is aware of the concurrent directorships. The concurrent directors are only within affiliated hospitals of the Company which operate on the same core operational standards and values.
<b>Principle 5. REINFORCING BOARD INDEPENDENCE</b>				
The Board should endeavor to exercise an objective and independent judgment on all corporate affairs.				
<b>Recommendation 5.1</b>				
1	The Board is composed of a majority of non-executive directors who possess the necessary qualifications.	Non-compliant		<p>The operation of the Company is unique, in that the same is being run by the doctors themselves.</p> <p>The directors being experts in hospital administration are also involved in the management of the hospital.</p>
<b>Recommendation 5.2</b>				
1	The Board has at least two (2) independent directors or such number as to constitute one-third (1/3) of the board, whichever is higher.	Compliant	-Manual on Corporate Governance, Principle 5, Page 9 -SEC form 17-C dated December 21,2023	
<b>Recommendation 5.3</b>				
1	The independent directors possess all the qualifications and none of the disqualifications to hold the position.	Compliant	-2023 Definitive Information Statement, Annex F : Certification of Independent Director	

Recommendation 5.4				
1	The company perpetually bars an independent director from serving in such capacity after the term limit of nine (9) years.	Non-compliant		For the interest of the Company, the independent directors, for meritorious reasons, may be retained as such even after 9 years.
2	In the instance that the company retains an independent director in the same capacity after nine (9) years, the Board provides meritorious justification and seeks shareholders'/members' approval during the annual regular meeting.	Compliant	The IDs have not yet reached the 9-year period	
Recommendation 5.5				
1	The positions of Chairperson of the Board and Chief Executive Officer (or its equivalent) are held by separate individuals.	Compliant	-SEC form 17-C dated December 21, 2023	
2	The Chairperson of the Board and Chief Executive Officer (or its equivalent) have clearly defined responsibilities.	Compliant	-By-laws, Article 4, Sections 2 and 4 Manual on Corporate Governance, Principle 1.1.2, Page 3 Manual on Corporate Governance, Principle 5.5.4, Page 11	
Recommendation 5.6				
1	The Board designates a lead director among the independent directors if the Chairperson of the Board is not an independent director.	Non-compliant		The organizational structure of the Company is simple; each of the independent directors are guided sufficiently by the Manual on Corporate Governance and Bylaws in their responsibilities in the Company
Recommendation 5.7				
1	The Directors/Trustees with material interest in a transaction affecting the corporation fully disclose his/her adverse interest, abstain from taking part in the deliberations for the same, and recuse from voting on the approval of transaction.	Compliant		The directors have no material interest in any transaction of the Corporation.
Recommendation 5.8				

1	The non-executive directors (NEDs) have separate periodic meetings with the external auditor and heads of the internal audit, compliance, and risk functions, without any executive directors present.	Non-compliant		The Company opts for a simple organizational structure that the directors/officers can effectively govern; its board of directors perform their duties in accordance with the Manual and Bylaws.
2	The meetings are chaired by the lead independent director, if applicable.	Non-compliant		

## Principle 6. ASSESSING BOARD PERFORMANCE

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

### Recommendation 6.1

1	The Board conducts an annual self-assessment of its performance as a whole.	Compliant	-2023 Definitive Information Statement, Board Assessment Report, Page 16-17	
2	The Chairperson conducts an annual self-assessment of his performance.			
3	The individual members conduct a self-assessment of their performance.			
4	Each committee conducts a self-assessment of its performance.	Non-compliant		The assessment is done at the board level. The Company opts to a simple organizational structure considering the nature of its business and the composition of its board and management

### Recommendation 6.2

1	The Board has in place a system that provides, at the minimum, criteria and process to determine the performance of the Board, individual directors/trustees and committees.	Compliant	-2023 Definitive Information Statement, Board Assessment Report, Page 16-17	
2	The system allows for a feedback mechanism from the shareholders/members.	Compliant		The stockholders can freely raise their concerns/issues to the Board/management during the annual

				stockholders meeting or at any time by email, telephone or thru written communication.
<b>Principle 7. STRENGTHENING BOARD ETHICS</b>				
The Board directors are duty-bound to apply high ethical standards, taking into account the interests of all stakeholders.				
<b>Recommendation 7.1</b>				
1	The Board adopts a Code of Business Conduct and Ethics, which provide standards for professional and ethical behavior, as well as articulate acceptable and unacceptable conduct and practices in internal and external dealings of board members.	Non-compliant		The directors are guided by the bylaws and manual in the performance of their duties and responsibilities. The Board conducts meetings regularly and is thus able to closely monitor the directors in the performance of their duties as such in the Company.
2	The Code is properly disseminated to the members of Board.	Non-compliant		
3	The Code is disclosed and made available to the public through the company website.	Non-compliant		The hospital is not yet operational. It is still in the process of codifying its business standards
<b>Recommendation 7.2</b>				
1	The Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.	Non-compliant		<p>The directors are guided by the bylaws and manual in the performance of their duties and responsibilities. The Board conducts meetings regularly and is thus able to closely monitor the directors in the performance of their duties as such in the Company.</p> <p>The hospital is not yet operational. It is still in the process of codifying its business standards</p>

DISCLOSURE AND TRANSPARENCY				
Principle 8. ENHANCING COMPANY DISCLOSURE POLICIES AND PROCEDURES				
The Board should establish corporate disclosure policies and procedures that are practical and in accordance with generally accepted best practices and regulatory expectations.				
Recommendation 8.1				
1	The Board establishes corporate disclosure policies and procedures to ensure a comprehensive, accurate, reliable and timely report to shareholders/members and other stakeholders that gives a fair and complete picture of a company's financial condition, results and business operations.	Compliant	-Manual on Corporate Governance, Principle 8, Page 12 -2023 Definitive Information Statement -SEC form 17Q for 2023  Available at the website of the Company at  <a href="https://acemcgensan.com/">https://acemcgensan.com/</a>	
Recommendation 8.2				
1	The company has a policy requiring all directors to disclose/report to the company any dealings in the company's shares within five (5) business days.	Compliant	-Manual on Corporate Governance, Principle 8, Page 12	
2	The company has a policy requiring all officers to disclose/report to the company any dealings in the company's shares within five (5) business days.	Compliant		
Recommendation 8.3				
1	The company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	Compliant	<a href="https://acemcgensan.com/ConsolidatedMCG_Final_000672.pdf">https://acemcgensan.com/ConsolidatedMCG_Final_000672.pdf</a>	
2	The company's MCG is submitted to the SEC.	Compliant		
3	The company's MCG is posted on the company website.	Compliant		
Recommendation 8.4				
1	The company's corporate governance policies and practices and all relevant information are disclosed in its Annual Corporate Governance Report (ACGR).	Compliant	Available at the Company's website at <a href="https://acemcgensan.com/">https://acemcgensan.com/</a>	
2	The company's ACGR is submitted to the SEC.	Compliant		
3	The company's ACGR is posted on the company website.	Compliant		

Principle 9. STRENGTHENING EXTERNAL AUDITOR'S INDEPENDENCE AND IMPROVING AUDIT QUALITY				
The company should establish standards for the appropriate selection of an external auditor, and exercise effective oversight of the same to strengthen the external auditor's independence and enhance audit quality.				
Recommendation 9.1				
1	The Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of external auditors.	Compliant	-Manual on Corporate Governance, Principle 3, Page 7; Principle 9.9.1, Page 12	
2	The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit Committee, approved by the Board and the shareholders/members.	Compliant	-2023 Definitive Information Statement, pages 13-14 -Manual on Corporate Governance, Principle 3, Page 7; Principle 9.9.1, Page 12	
3	For the removal of external auditor, the reasons for such removal or change are disclosed to the SEC, the shareholders/members, and the public through the company website and required disclosures.	Compliant	-2023 Definitive Information Statement, pages 13-14 -Manual on Corporate Governance, Principle 3, Page 7; Principle 9.9.1, Page 12	
Recommendation 9.2				
1	The Audit Committee Charter includes the Audit Committee's responsibility on: i. assessing the integrity and independence of external auditors; ii. exercising effective oversight to review and monitor the external auditor's independence and objectivity; and iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements.	Non-compliant		The Company, being run by the doctors themselves opt for a simple organizational structure. The responsibilities and duties of the committee are pursuant to the Manual on Corporate Governance and Bylaws.
2	The Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability and effectiveness on an annual basis.	Non-compliant		
Recommendation 9.3				



1	The company discloses the nature of non-audit services performed by its external auditor in the Annual Report to manage potential conflict of interest cases.	Compliant	-2023 Definitive Information Statement, pages 13-14 -2023 Definitive Information Statement: Y2022 Audited Financial Statements, Independent Auditor's Report	
2	The Audit Committee stays alert for any potential conflict of interest situations, given the guidelines or policies on non-audit services, which could be viewed as impairing the external auditor's objectivity.	Compliant	-2023 Definitive Information Statement, pages 13-14	

#### **Principle 10. INCREASING FOCUS ON NON-FINANCIAL AND SUSTAINABILITY REPORTING**

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

##### **Recommendation 10.1**

1	The Board has a clear and focused strategy on the disclosure of non-financial information.	Compliant	Manual on Corporate Governance, Principle 10.10.1, page 12 SEC Form 17C, dated November 7, 2023(postponement of ASM)	
2	The company discloses to all shareholders/members and other stakeholders the company's strategic and operational objectives with emphasis on the management of environmental, economic, social and governance (EESG) issues of its business which underpin sustainability.	Compliant	<i>Minutes of the Y2023 Annual Stockholders meeting</i>	

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

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

##### **Recommendation 11.1**

1	The company has a website to ensure a comprehensive, cost-efficient, transparent and timely manner of disseminating relevant information to the public.	Compliant	<a href="https://acemcgensan.com/">https://acemcgensan.com/</a>	
---	---	-----------	---	--

#### **INTERNAL CONTROL AND RISK MANAGEMENT FRAMEWORKS**

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

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

**Recommendation 12.1**

1	The company has an adequate and effective internal control system in the conduct of its business.	Non-Compliant		
2	The company has an adequate and effective enterprise risk management framework in the conduct of its business.	Non-compliant		The Hospital manages key risks relevant to the operation, but it has not yet adopted a written risk management framework.

**Recommendation 12.2**

1	The company has in place an independent internal audit function that provides an independent and objective assurance, and consulting services designed to add value and improve the company's operations.	Non-Compliant		The hospital is not yet operational. It has yet to set up an internal audit structure.
---	---	---------------	--	--

**CULTIVATING A SYNERGIC RELATIONSHIP WITH SHAREHOLDERS/MEMBERS**

**Principle 13. PROMOTING SHAREHOLDER/MEMBER RIGHTS**

The company should treat all shareholders/members fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.

**Recommendation 13.1**

1	The Board ensures that basic shareholder/member rights are disclosed in the Manual on Corporate Governance.	Compliant	<a href="https://acemcgensan.com/ConsolidatedMCG_Final_000672.pdf">https://acemcgensan.com/ConsolidatedMCG_Final_000672.pdf</a>	
---	---	-----------	---	--

**Recommendation 13.2**


1	The Board encourages active shareholder participation by sending the Notice of Annual and Special Shareholders'/Members' Meeting with sufficient and relevant information at least twenty-one (21) days before the meeting.	Compliant	<p><i>The notice is sent to the stockholders at least 21 days prior to the ASM.</i></p> <p><i>Y2023 Definitive Information Statement, Notice of Annual Stockholders Meeting</i></p>	
<b>Recommendation 13.3</b>				
1	The Board encourages active shareholder/member participation by making the result of the votes taken during the most recent Annual or Special Shareholders'/Members' Meeting publicly available the next working day.	Compliant	<i>Minutes of the Y2023 Annual Stockholders Meeting</i>	
2	The minutes of the Annual and Special Shareholders'/Members' Meetings were made available on the company website within five (5) business days from the date of the meeting.	Non-compliant		The minutes is uploaded in the website upon its approval by the stockholders.
<b>Recommendation 13.4</b>				
1	The Board makes available, at the option of a shareholder/member, an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner.	Non-Compliant		The Board, although without written procedure, initiates discussion re stockholder's concerns and issues.
<b>Recommendation 13.5</b>				
1	The Board establishes an Investor Relations Office (IRO) or Customer Relations Office (CRO) or its equivalent to ensure constant engagement with its shareholders/members.	Compliant	<p><i>The Investor RO of the Company is:</i></p> <p>1. <i>Heidie Q. Ombao</i>  2. <i>CP#0918-9000-394</i>  3. <i>n/a</i>  4. <i><a href="mailto:Heidiquintosombao0524@gmail.com">Heidiquintosombao0524@gmail.com</a></i></p> <p><i>The Marketing Consultant of the Company is:</i></p>	Ms. Ombao resigned from her position last August 12, 2023 and the Board has yet to appoint a new IRO.

			1. Corazon Daisy Caling 2. CP#0917-302-0100 3. n/a 4. corazon.caling77@gmail.com	
2	The IRO or CRO or its equivalent is present at every shareholders'/members' meeting.	Compliant	Present	
<b>DUTIES TO STAKEHOLDERS</b>				
<b>Principle 14. RESPECTING RIGHTS OF STAKEHOLDERS AND EFFECTIVE REDRESS FOR VIOLATION OF STAKEHOLDER'S RIGHTS</b>				
The rights of stakeholders established by law, by contractual relations and through voluntary commitments must be respected. Where stakeholders' rights and/or interests are at stake, stakeholders should have the opportunity to obtain prompt effective redress for the violation of their rights.				
<b>Recommendation 14.1</b>				
1	The Board identifies the company's various stakeholders and promotes cooperation between them and the company in creating wealth, growth and sustainability.	Compliant	Manual on Corporate Governance, Principle 14.14.1, Page 14	The Board has identified its various stakeholders, including the community that the hospital will serve, suppliers, medical professionals, among others and ensures coordination with them for the accomplishment of the Company's goals.
1	The Board establishes clear policies and programs to provide a mechanism on the fair treatment, protection and enforcement of the rights of stakeholders.	Compliant	Manual on Corporate Governance, Principle 14.14.1, Page 14	
<b>Principle 15. ENCOURAGING EMPLOYEES' PARTICIPATION</b>				
A mechanism for employee participation should be developed to create a symbiotic working environment consistent with the realization of the company's objectives and good corporate governance goals.				

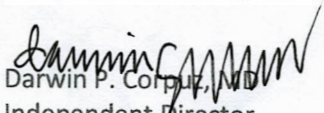
Recommendation 15.1				
1	The Board establishes policies, programs and procedures that encourage employees to actively participate in the realization of the company's goals and in its governance.	Compliant	<p><i>Manual on Corporate Governance, Principle 15.15.1, page 14</i></p> <p><i>Prospectus, page 46</i></p> <p><a href="https://acemcgensan.com/SRS-ACE-Gensan-1.14.19.pdf">https://acemcgensan.com/SRS-ACE-Gensan-1.14.19.pdf</a></p>	The hospital is still in the construction stage. The HR department will handle the task with respect to the employees of the Company.
Recommendation 15.2				
1	The Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program in its Code of Business Conduct and Ethics.	Non-Compliant	<p><i>Manual on Corporate Governance, Principle 15.15.2, page 14</i></p>	<p>The directors are guided by the bylaws and manual in the performance of their duties and responsibilities. The Board conducts meetings regularly and is thus able to closely monitor the directors in the performance of their duties as such in the Company.</p> <p>The hospital is not yet operational. It is still in the process of codifying its business standards</p>
2	The Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.	Non-Compliant		<p>The directors are guided by the bylaws and manual in the performance of their duties and responsibilities.</p> <p>The hospital is not yet operational. It is still in the process of codifying its business standards</p>
Recommendation 15.3				
1	The Board establishes a suitable framework for whistleblowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation.	Non-Compliant		The hospital is not yet operational. It is still in the

2	The Board establishes a suitable framework for whistleblowing that allows employees to have direct access to an independent member of the Board or a unit created to handle whistleblowing concerns.	Non- Compliant		process of codifying its Business Code of Ethics
3	The Board supervises and ensures the enforcement of the whistleblowing framework.	Non-Compliant		
Principle 16. ENCOURAGING SUSTAINABILITY AND SOCIAL RESPONSIBILITY				
The company should be socially responsible in all its dealings with the communities in which it operates. It should ensure that its interactions serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development.				
Recommendation 16.1				
1	The company recognizes and places importance on the interdependence between business and society, and promotes a mutually beneficial relationship that allows the company to grow its business, while contributing to the advancement of the society where it operates.	Compliant		The Company conducted gift-giving in Maria Goretti Home for Girls on December 2021.


This Annual Corporate Governance Survey for Y2023 was signed on June \_\_, 2024, by:

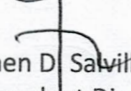
  
Fernando P. Carlos, MD  
Chairman

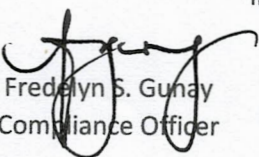
  
Geanie Cerna-Lopez, MD  
Corporate Secretary

  
Darwin P. Corpuz, MD  
Independent Director

Fredilyn G. Samoro, MD  
President

  
Jean D. Alcover-Banal, MD  
Independent Director

  
Stephen D. Salvilla, MD  
Independent Director

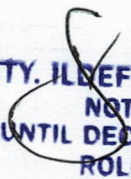
  
Fredelyn S. Gunay  
Compliance Officer

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public, for and in the City of ~~GENERAL SANTOS CITY~~, by the following affiants:

Name	PRC ID No. / Govt- Issued ID
1. Jean D. Alcover-Banal	TIN 912-794-071
2. Darwin P. Corpuz	TIN 228-883-923
3. Stephen D. Salvilla	TIN 255-590-845
4. Fredelyn S. Gunay	TIN 944-906-159
5. Fernando P. Carlos	TIN 165-253-188
6. Geanie Cerna-Lopez	TIN 136-728-447

**JUN 28 2024**

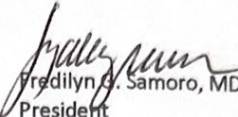
Doc No. 219  
Page No. 44  
Book No. XL  
Series of 2024.

  
**ATTY. ILDEFONSO O. LAMBOSO**  
NOTARY PUBLIC  
UNTIL DECEMBER 31, 2025  
ROLL NO. 43054  
PNC NO. 23-233  
PTR NO. 0882694, 09-01-2023 AT GSC.  
IBP RECEIPT NO. 2050, 09-29-2023 AT GSC.  
MCLE COMPLIANCE CERT. NO. VII-0011242  
TIN - 146-803-870



This Annual Corporate Governance Survey for Y2023 was signed on June 26, 2024, by:

Fernando P. Carlos, MD  
Chairman

  
Fredilyn G. Samoro, MD  
President

Geanie Cerna-Lopez, MD  
Corporate Secretary

Jean D. Alcover-Banal, MD  
Independent Director

Darwin P. Corpuz, MD  
Independent Director

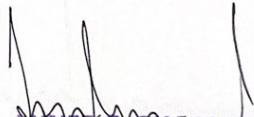
Stephen D. Salvilla, MD  
Independent Director

Fredelyn S. Gunay  
Compliance Officer

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public, for and in the City of ILOILO CITY  
by the following affiants:

Name	PRC ID No. / Govt- Issued ID
1. Fredilyn G. Samoro	TIN 158-036-702

Doc No. 480  
Page No. 97  
Book No. 4  
Series of 2024.

  
**ATTY. LYNNE C. SUGANOB**  
NOTARY PUBLIC FOR THE CITY & PROVINCE OF ILOILO  
UNTIL DECEMBER 31, 2025 REG. NO. 18  
ROLL OF ATTORNEY'S NO. 57489  
IBP NO. 364997 / 10-25-23  
PTR NO. 8418427 / 01-02-24  
RM. 207 LA SALETTE BLDG. VALERIA ST., ILOILO CITY  
MCLE COMPLIANCE NO. VII-0009700 / 04-14-25



## **ANNEX "B"**

### **INCUMBENT BOARD OF DIRECTORS/NOMINEES:**

- 1. AMADO MANUEL C. ENRIQUEZ, JR.** – 71 years old, Filipino
  - Founding Vice-President 2003- present; Philippine Rotary for Avoidable Blindness, Inc.
  - Board of Director since 2001-present, Founded 2001, Chairman of the Board 2007-08, 2017-2018; Treasurer 2015-2016; 2016-2017- Manila East Medical Center, Taytay, Rizal (Tertiary-100 bed capacity)
  - Member, Board of Directors since 2003-present, Founded 2003; Chairman 2012-2017- Paranaque Doctors Hospital, Better Living Subdivision, (Tertiary-100 bed capacity)
  - Chairman of the Board- 2014-2017; Unihealth-Paranaque Hospital and Medical Center, Sucat
  - Founding President, Chairman of the Board and CEO; Alaminos Medical Center Foundation, Inc. 2001-present
  - Founding Chairman of the Board, 2010- present; ACE Medical Center Valenzuela, Valenzuela City
  - Founding Chairman of the Board; ACE Medical Center Baliwag
  - Founding Chairman of the Board, 2010; ACE Medical Center Pateros, Pateros, Metro Manila
  - Founding Chairman of the Board; ACE Medical Center Quezon City
  - Founding Chairman of the Board; ACE Medical Center Malolos
  - Founding Chairman of the Board; ACE Medical Center Mandaluyong
  - Founding Chairman of the Board; ACE Medical Center Legazpi
  - Founding Chairman of the Board; ACE Medical Center Palawan
  - Founding Chairman of the Board; ACE Medical Center Cebu
  - Founding Chairman of the Board; ACE Medical Center Iloilo
  - Founding Chairman of the Board; ACE Medical Center Tacloban
  - Founding Chairman of the Board; ACE Medical Center Bohol
  - Founding Chairman of the Board; ACE Medical Center Dumaguete
  - Founding Chairman of the Board; ACE Medical Center Bacolod
  - Founding Chairman of the Board; ACE Medical Center Aklan
  - Founding Chairman of the Board; ACE Medical Center Bayawan
  - Founding Chairman of the Board; ACE Medical Center Dipolog
  - Founding Chairman of the Board; ACE Medical Center CDO
  - Founding Chairman of the Board; ACE Medical Center Zamboanga
  - Founding Chairman of the Board; ACE Medical Center General Santos
  - Founding Chairman of the Board; ACE Medical Center Butuan
  - Founding Chairman of the Board; ACE Medical Center Sariaya
  - Founding Chairman of the Board; ACE Medical Center Sta. Maria
  - Founding Chairman of the Board; Mt. Samat Medical Center
  - Founding Chairman of the Board; San Jose del Monte Muzon Medical Center
  - Founding Chairman of the Board; Misamis Oriental Doctors Hospital, Inc.
  - Founding Chairman of the Board; ACE Medical Center Pangasinan

**2. FREDILYN G. SAMORO – 58 years old, Filipino**

- Founding Member/Board Of Director-Healthlink Iloilo Inc
- Founding Member/Board Of Director- Iloilo Integrated School
- Founding Member/Board Of Director- Md Check-Iloilo Inc
- Founding Member- APMC-Aklan
- President – Acemc –Butuan Inc
- President – Acemc –Gensan Inc
- Board Of Director – Acemc –Iloilo Inc
- President – Phil Obstetrical & Gynecological Society-Panay Chapter-2015
- Board Of Director-Tagum Global Medical Center
- Professorial Lecturer – West Visayas State University College Of Medicine

**3. FRANCISCO N. LORENZO – 66 years old, Filipino**

- President, General Santos Medical Society
- President, The Rotary Club Of Metro Dadiangas
- Assistant Governor, Rotary District 3860
- Multiple Paul Harris Fellow, Rotary International
- Chairman, Committee On Ethics, St. Elizabeth Hospital
- Training Officer, Dept. Of Surgery, St. Elizabeth Hospital
- Board of Director, ACE Medical Center-Gensan Inc., 2016 to April 6, 2019
- Board of Director, ACE Medical Center-Gensan Inc., August 26, 2019 to Present
- Independent Director, ACE Medical Center-Gensan Inc., April 7, 2019 to August 25, 2020
- Vice Chairman, ACE Medical Center-Gensan Inc., 2016 to April 6, 2019
- Vice Chairman, ACE Medical Center-Gensan Inc., August 26, 2020 to Present
- Construction Committee Member, ACE Medical Center-Gensan Inc., April 6, 2019 to Present

**4. NATIVIDAD M. TORRE – 59 years old, Filipino**

- Board Member, Philippine Medical Womens Association ( National ), 2023
- Vice President, ACE Medical Center Gensan Inc., 2016 to Present
- Board of Director, ACE Medical Center Gensan Inc., 2016 to Present
- Construction Committee Member, ACE Medical Center-Gensan Inc., April 6, 2019 to Present
- President, Philippine Medical Womens Association General Santos City Chapter
- President, General Santos City Medical Society, 2006-2007
- President, Socsargen Internist Society
- Administrator, TUFAMATO Dialysis and Wellness Center, General Santos City, 2019 to 2022
- President, TUFAMATO Dialysis and Wellness Center, General Santos City, 2022
- Member, Philippine Medical Women's Association Chapter, 2001 to Present
- President, Zonta International General Santos City Chapter, 2000-2022

**5. JOCELYN S. FRIAL** – 57 years old, Filipino

- Administrator, UNANG YAKAP LYING-IN- 2014 up to Present
- Corporate Secretary, ACE Medical Center – Gensan, Inc. June 2016 to July 2019
- Board of Director, ACE Medical Center-Gensan Inc. June 2016 to Present
- Office Manager, ACE Medical Center-Gensan Inc. December 2019 to June 2020
- Corporate Treasurer, ACE Medical Center-Gensan Inc. August 2020 to Present
- Construction Committee Member, ACE Medical Center-Gensan Inc., April 6, 2019 to Present

**6. MARIETTA T. SAMOY** – 66 years old, Filipino

- Administrator, MCM Muntinlupa Medical Center, 2020-2021
- President, Las Pinas City Medical Center, 2020 -2021
- Business Office Head, Paranaque Doctors Hospital 2020-2021
- Business office head –LPCMC 2021
- President ,Acemc Mandaluyong
- President, ACE-Bayawan Medical Center , Negros Oriental, 2016 to present

**7. FERJENEL G. BIRON** – 58 years old, Filipino

- CEO, ENDURE MEDICAL, INC.; 2013 to June 2016, 2020-Present
- Founding President/CEO, PHIL PHARMAWEALTH, INC.; 1993-2004, 2013- June 2016, 2019- Present
- Member, House of Representatives 13th, 14th, 15<sup>th</sup> and 17<sup>th</sup> Congresses ; (Representing the 4th District of Iloilo) 2004-2013, 2016-2019
- President, SMARTLAB DIAGNOSTICS AND DIALYSIS CENTER, INC.; 2018- Present
- President, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER AKLAN, INC.; 2017- Present
- President, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER BACOLOD, INC.; 2017- Present
- Board of Director, SUPER BP MART CORPORATION; 2017- Present
- Board of Director, BOTIKANG PINOY, INC.; 2017- Present
- President, ALLIED CARE EXPERTS MEDICAL CENTER BUTUAN DEVELOPMENT CORP.; 2017- Present
- Board of Director, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER CAGAYAN DE ORO, INC.; 2016- Present
- Board of Director, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER BUTUAN, INC.; 2016- Present
- Board of Director, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER GENERAL SANTOS, INC.; 2016- Present
- President, AESTHETICA MANILA, INC.; 2015- Present
- President and Chairman, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER – ILOILO, INC. 2015-2020
- Chairman, ASIA PACIFIC MEDICAL CENTER (APMC) -ILOILO, INC (formerly ACE MC Iloilo, Inc.); 2021 to present

**8. GEANIE CERNA-LOPEZ** – 70 years old, Filipino

- Hospital Administrator, Unihealth Paranaque Hospital, 2015
- Hospital Administrator, Paranaque Doctors Hospital, 2016
- Past President, Medical Center Muntinlupa, 2016, 2019
- President, Paranaque Doctors Hospital, 2017
- President, Las Pinas City Medical Center, 2018
- Chief of Clinics, Medical Center Muntinlupa
- President, Medical Center Muntinlupa - 2019
- Chairwoman, Medical Center Muntinlupa – 2021-2022
- Medical Director, Unihealth Paranaque Hospital, 2017 up to 2019

- President, ACE Medical Center-Cebu, 2021
- Assistant Corporate Secretary, ACE Medical Center-Dumaguete, 2021
- President, Unihealth Paranaque Hospital, Present
- Vice President, ACE Medical Center-Cebu, Present
- Corporate Secretary, ACE Medical Center-Mandaluyong, Present
- Corporate Secretary, ACE Medical Center-Bayawan, Present
- Corporate Secretary, Paranaque Doctors Hospital, Present
- Corporate Secretary, Las Pinas City Medical Center, Present
- Assistant Corporate Secretary, ACE Medical Center-Bohol, Present
- Assistant Corporate Secretary, ACE Medical Center-Legazpi, Present
- Assistant Corporate Secretary, ACE Medical Center-Malolos, Present
- Vice President, ACE Medical Center-Palawan, Present
- Vice President, ACE Medical Center-Dumaguete, Present
- Board of Director, ACE Medical Center-Palawan, Present
- Board of Director, ACE Medical Center-Tuguegarao, Present
- Board of Director, ACE Medical Center-Panganisa, Present
- Board of Director, ACE Medical Center-Sariraya, Present
- Board of Director, ACE Medical Center-Tagum, Present
- Board of Director, ACE Medical Center-San Jose Del Monte, Present
- Board of Director, ACE Medical Center-Gensan, Present
- Board of Director, Diliman Doctors Hospital, Present
- Chairwoman, Obgyne Department, Las Pinas City Medical Center, Present

**9. FERNANDO P. CARLOS** – 62 years old, Filipino

- President, ACE Medical Center-Pateros (2011-present)
- President, ACE Medical Center-Quezon City (2012-present)
- President, ACE Medical Center-Tacloban (2014-present)
- President, ACE Medical Center-Dipolog (2017-present)
- President, ACE Medical Center-Sariaya ( 2021-present )
- President, St. Michael De Archangel Medical Center (2022)
- Board of Director, ACE Medical Center-Gensan (2018-present)

**10. DANILO C. REGOZO** – 60 years old, Filipino

- Assistant Secretary, Iloilo Medical Society, 2014-2016
- Vice-President, Iloilo Medical Society, 2016- 2017; 2017-2018
- Board Member, Iloilo Medical Society, 2018-2019; 2019-2020
- Associate Member, Philippine College Of Occupational Medicine, 1994-Present
- Proprietor, Farmacia Neo (Drugstore)
- Proprietor, Regozo Family Medicine Clinic
- Board of Director, ACE Medical Center Iloilo, 2015 to present (Executive Vice President, Asia Pacific Medical Center Iloilo, (Formerly ACE Medical Center Iloilo) 2021 to present
- Board of Director, ACE Medical Center Butuan, 2016 to present
- Board of Director, ACE Medical Center GENSAN, 2016 to present
- Board of Director, Asia Pacific Medical Center Aklan Formerly ACE Medical Center Aklan, 2017 to present
- Executive Vice President, Asia Pacific Medical Center Bacolod (formerly ACE Medical Center Bacolod), 2017 to present
- President, ExcelGlobal Inc. 2017 to 2022; Chairman of the Board, 2022 to present

**11. MA. EDITHA LOU C. PACIS** – 62 years old, Filipino

- Board of Director, ACE Medical Center-Gensan Inc. 2016 to Present
- Vice Chairman, ACE Medical Center-Gensan Inc. April 6, 2019 to August 25, 2020
- Construction Committee Member, ACE Medical Center-Gensan Inc., April 6, 2019 to Present
- Member, Philippine Medical Association
- Member, Philippine Pediatric Society
- Member, Philippines Medical Women Association
- Member, Philippine Medical Association-General Santos City Chapter
- Member, Philippine College Of Occupational Medicine
- Member, Haggai International
- Board of Director, Philippine Haggai Alumni Association, Inc
- Member, Healthcare Christian Fellowship International
- Corporate Secretary, General Santos Doctors Medical School Foundation

**12. FRANCIS G. LAVILLA** – 59 years old, Filipino

- Founding Member, ACE Medical Center-Butuan Development Corp., 2016 to Present
- Founding Member, ACE Medical Center-CDO., 2016 to Present
- Founding Member, ACE Medical Center-Gensan, 2016 to Present
- Founding Member/Director, ACE Medical Center-Butuan, 2016 to Present
- Founding Member, Excel Global Inc, 2017 to 2020
- President, Endure Medical Inc, 2010-2020
- Board of Director, ACE Medical Center-Gensan Inc., August 26, 2020 to Present

**13. NOEL R. ALOLOD** – 46 years old, Filipino

- Member, Philippine College of Physicians, Present
- Founder, ACE Medical Center-Gensan Inc., July 2016 to Present
- Independent Director, ACE Medical Center-Gensan Inc., August 26, 2020 to Present

**14. DARWIN P. CORPUZ** – 53 years old, Filipino

- Member, Philippine Medical Association
- Founder, ACE Medical Center-Gensan Inc., July 2016 to Present
- Independent Director, ACE Medical Center-Gensan Inc. July 31, 2019 to Present

**15. STEPHEN D. SALVILLA** – 41 years old, Filipino

- Member, Philippine Medical Association
- Diplomate, Philippine Board of Orthopaedics
- Fellow, Philippine Orthopaedic Association
- Founder, ACE Medical Center-Gensan Inc., July 2016 to Present
- Construction Committee Head, ACE Medical Center-Gensan Inc., April 6, 2019 to December 2020
- Construction Committee Member, ACE Medical Center-Gensan Inc., April 6, 2019 to Present

**16. GENEROSO M. ORILLAZA** – 66 years old, Filipino

- Director, ACE Medical Center Cagayan De Oro, May 2016 to Present
- Director, ACE Medical Center Malolos, November 2017 to Present
- Director, Tagum Global Medical Cenetr, Present

- Director, ACE San Jose Del Monte Muzon Medical Center, Present
- Director, ACE Medical Center Sariaya, Present
- Director, ACE Medical Center Mandaluyong, Present
- Director, ACE Sta. Maria Medical Center, Present
- Director, ACE Medical Center Gensan, Present
- Head, Gen Services, Unihealth Paranaque Hosp and Med Center
- Member, Exec Committee, Ace Medical Center Cagayan de Oro
- Member, Building Committee, Ace Medical Center Palawan
- Member, Construction Committee, Tagum Global Med Center
- Member, Construction Committee, Ace San Jose del Monte Muzon Med Center
- Member, Construction Committee, Ace Med Center Sariaya
- Member, Construction Committee, Ace Med Center Mandaluyong
- Member, Construction Committee, Ace Sta Maria Med Center
- Member, Construction Committee, Ace Med Center Gensan

**17. JASMIN L. MONTECILLO** – 52 years old, Filipino

- Founder, ACE Medical Center Gensan Inc, July 2016 to Present
- Board of Director, ACE Medical Center Gensan, September 28, 2016 to December 31, 2017
- Treasurer, Pediatric Association of General Santos City, 2011 to 2022
- PRO, Philippine Medical Association Gensan Chapter, 2012 to 2013

**18. JEAN D. ALCOVER-BANAL** – 43 years old, Filipino

- Founder, ACE Medical Center Gensan Inc, July 2016 to Present
- Board of Director, ACE Medical Center Gensan, September 28, 2016 to December 31, 2017
- Assistant Professor IV, MSU Gensan College of Medicine, 2022-Present
- Chief of Clinics, SOCSARGEN County Hospital, 2020-Present
- Medical Specialist II, Dr. Jorge P. Royeca City Hospital, 2018-Present
- Medical Director, SOCSARGEN County Hospital, 2016-2020
- Training Officer, Department of Internal Medicine, St. Elizabeth Hospital, 2020-2023

**INCUMBENT OFFICERS**

1. **AMADO MANUEL C. ENRIQUEZ, JR.** – Chairman, see foregoing Director's Profile
2. **FREDILYN G. SAMORO** - President, see foregoing Director's Profile
3. **FRANCISCO N. LORENZO** – Vice Chairman, see foregoing Director's Profile
4. **NATIVIDAD M. TORRE** – Vice-President, see foregoing Director's Profile
5. **GEANIE CERNA-LOPEZ** - Corporate Secretary, see foregoing Director's Profile
6. **JOCELYN S. FRIAL** – Corporate Treasurer, see foregoing Director's Profile
7. **RHODORA G. GAGWIS** – **Assistant Corporate Secretary**
  - Corporate Secretary, ACE Medical Center – Gensan, Inc. August 2019 to June 17, 2021
  - Assistant Corporate Secretary, ACE Medical Center – Gensan, Inc. June 18, 2021 to Present
  - Board of Director, ACE Medical Center-Gensan Inc., August 26, 2020 to June 17, 2021

## ANNEX "B"

### **INCUMBENT BOARD OF DIRECTORS/NOMINEES:**

- 1. AMADO MANUEL C. ENRIQUEZ, JR.** – 71 years old, Filipino
  - Founding Vice-President 2003- present; Philippine Rotary for Avoidable Blindness, Inc.
  - Board of Director since 2001-present, Founded 2001, Chairman of the Board 2007-08, 2017-2018; Treasurer 2015-2016; 2016-2017- Manila East Medical Center, Taytay, Rizal (Tertiary-100 bed capacity)
  - Member, Board of Directors since 2003-present, Founded 2003; Chairman 2012-2017- Paranaque Doctors Hospital, Better Living Subdivision, (Tertiary-100 bed capacity)
  - Chairman of the Board- 2014-2017; Unihealth-Paranaque Hospital and Medical Center, Sucat
  - Founding President, Chairman of the Board and CEO; Alaminos Medical Center Foundation, Inc. 2001-present
  - Founding Chairman of the Board, 2010- present; ACE Medical Center Valenzuela, Valenzuela City
  - Founding Chairman of the Board; ACE Medical Center Baliwag
  - Founding Chairman of the Board, 2010; ACE Medical Center Pateros, Pateros, Metro Manila
  - Founding Chairman of the Board; ACE Medical Center Quezon City
  - Founding Chairman of the Board; ACE Medical Center Malolos
  - Founding Chairman of the Board; ACE Medical Center Mandaluyong
  - Founding Chairman of the Board; ACE Medical Center Legazpi
  - Founding Chairman of the Board; ACE Medical Center Palawan
  - Founding Chairman of the Board; ACE Medical Center Cebu
  - Founding Chairman of the Board; ACE Medical Center Iloilo
  - Founding Chairman of the Board; ACE Medical Center Tacloban
  - Founding Chairman of the Board; ACE Medical Center Bohol
  - Founding Chairman of the Board; ACE Medical Center Dumaguete
  - Founding Chairman of the Board; ACE Medical Center Bacolod
  - Founding Chairman of the Board; ACE Medical Center Aklan
  - Founding Chairman of the Board; ACE Medical Center Bayawan
  - Founding Chairman of the Board; ACE Medical Center Dipolog
  - Founding Chairman of the Board; ACE Medical Center CDO
  - Founding Chairman of the Board; ACE Medical Center Zamboanga
  - Founding Chairman of the Board; ACE Medical Center General Santos
  - Founding Chairman of the Board; ACE Medical Center Butuan
  - Founding Chairman of the Board; ACE Medical Center Sariaya
  - Founding Chairman of the Board; ACE Medical Center Sta. Maria
  - Founding Chairman of the Board; Mt. Samat Medical Center
  - Founding Chairman of the Board; San Jose del Monte Muzon Medical Center
  - Founding Chairman of the Board; Misamis Oriental Doctors Hospital, Inc.
  - Founding Chairman of the Board; ACE Medical Center Pangasinan



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Amado Manuel C. Enriquez, Jr.**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*





CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Darwin Corpuz**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Dr. Fredilyn Gallega Samoro**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Fernando Carlos**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina T. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Francis G. Lavilla**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Francisco N. Lorenzo**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Geannie C. Lopez**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*





CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Ma. Editha Lou Pacis**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Jocelyn S. Frial**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*





CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Marietta T. Samoy**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Natividad M. Torre**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Noel Alolod**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina T. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Rhodora Gagwis**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA*

*Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi*

*Course Director & Lecturer*

*Center for Global Best Practices*

*Atty. Justina F. Callangan*

*Course Director & Lecturer*

*Center for Global Best Practices*



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Stephen Salvilla**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Geannie C. Lopez**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*





CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Fredelyn Gunay**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

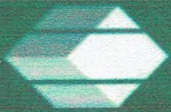
*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



Securities and  
Exchange  
Commission  
SEC

# CERTIFICATE OF ATTENDANCE

*is presented to:*

**Noel R. Alolod, M.D.**

*for attending the*

## Seminar for Issuer of Registered Securities

conducted by the Securities and Exchange Commission,  
led by the Markets and Securities Regulation Department –  
Securities Registration Division

SEC Headquarter, Makati City  
11 August 2023 | 8:30AM - 5:00PM

**Vicente Graciano P. Felizmenio, Jr.**  
Director

Certificate Code: SEC SRD 0001-2023

*This is a computer-generated certificate and is valid without signature.*





Securities and  
Exchange  
Commission  
PHILIPPINES

# CERTIFICATE OF ATTENDANCE

*is presented to:*

**Natividad Torre, M.D.**

*for attending the*

## **Seminar for Issuer of Registered Securities**

conducted by the Securities and Exchange Commission,  
led by the Markets and Securities Regulation Department –  
Securities Registration Division

**SEC Headquarters, Makati City**  
**11 August 2023 | 8:30AM - 5:00PM**

**Vicente Graciano P. Felizmenio, Jr.**  
Director

**Certificate Code:** SEC SRD 0034-2023

*This is a computer-generated certificate and is valid without signature.*





Securities and  
Exchange  
Commission  
PHILIPPINES

# CERTIFICATE OF ATTENDANCE

*is presented to:*

**Fredilyn G. Samoro, M.D.**

*for attending the*

## **Seminar for Issuer of Registered Securities**

conducted by the Securities and Exchange Commission,  
led by the Markets and Securities Regulation Department –  
Securities Registration Division

**SEC Headquarters, Makati City  
11 August 2023 | 8:30AM - 5:00PM**

**Vicente Graciano P. Felizmenio, Jr.**  
Director

**Certificate Code:** SEC SRD 0030-2023

*This is a computer-generated certificate and is valid without signature.*







Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Francisco N. Lorenzo

Allied Care Experts (ACE) Medical Center-Gensan Inc

for having completed the

## Corporate Governance Orientation Program

held on

November 7, 2023 | 8:00 AM - 12:00 PM

November 8, 2023 | 8:00 AM - 12:00 PM

through Zoom Meetings

A handwritten signature in black ink, appearing to read 'Maniego'.

Pedro H. Maniego Jr.  
Managing Trustee





Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Darwin P. Corpuz

Allied Care Experts (ACE) Medical Center-Gensan Inc

for having participated in the

## Corporate Governance Orientation Program

held on

November 7, 2023 | 8:00 AM

10:29 AM - 9:14 AM

12:00 PM

November 8, 2023 | 8:00 AM - 12:00 PM

through Zoom Meetings

A handwritten signature in black ink, appearing to read 'Maniego', is placed above the name of the Managing Trustee.

Pedro H. Maniego Jr.  
Managing Trustee



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Fredilyn G. Samoro

Asia Pacific Medical Center - Iloilo, Inc.

for having completed the course

### Finance for Directors

held on

July 18, 2023 | 8:00 AM - 12:00 PM

July 19, 2023 | 8:00 AM - 12:00 PM

through Zoom Meetings

Carlos Jose P. Gatmaitan  
Chief Executive Officer



GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

Recommendation 1.5  
Recommendation 1.6

CORPORATE NAME: ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-GENSAN INC								
DIRECTORS / OFFICERS								
NAME/CURRENT RESIDENTIAL ADDRESS	NATIONALITY	INC'R	BOARD	GENDER	STOCK HOLDER	OFFICER	EXEC. COMM.	TAX IDENTIFICATION NUMBER
1. FERNANDO P. CARLOS	FILIPINO	Y	C	M	Y	Chairman		165-253-188-000
2. AMADO MANUEL C. ENRIQUEZ JR.	FILIPINO	Y	M	M	Y			137-371-892-000
3. FREDILYN G. SAMORO	FILIPINO	Y	M	F	Y	President		158-036-702-000
4. FRANCISCO N. LORENZO	FILIPINO	Y	M	M	Y	Vice Chairman	N/C	168-434-101-000
5. NATIVIDAD M. TORRE	FILIPINO	Y	M	F	Y	Vice President	C/C	153-524-154-000
6. JASMIN L. MONTECILLO	FILIPINO	Y	M	F	Y	Treasurer		242-083-673-000
7. MARIETTA T. SAMOY	FILIPINO	Y	M	F	Y	Asst. Treasurer	C/M	153-713-101-000
8. FERJENEL G. BIRON	FILIPINO	Y	M	M	Y			127-685-650-000
9. GEANIE A. CERNA - LOPEZ	FILIPINO	Y	M	F	Y	Corporate Secretary	A/M	136-728-447-000
10. GENEROSO M. ORILLAZA	FILIPINO	Y	M	M	Y		N/M	110-662-179-000
11. MA. EDITHA LOU C. PACIS	FILIPINO	Y	M	F	Y			134-713-321-000
12. FRANCIS G. LAVILLA	FILIPINO	N	M	M	Y			282-177-869-000
13. STEPHEN D. SALVILLA	FILIPINO	N	I	M	Y		C/M	255-590-845-000
14. DARWIN P. CORPUZ	FILIPINO	N	I	M	Y		A/C	228-883-923-000
15. JEAN D. ALCOVER-BANAL	FILIPINO	Y	I	F	Y		A/M	912-794-071-000
16. NOEL R. ALOLOD	FILIPINO	N		M	Y	Asst. Corporate Secretary	C/M	946-237-108-000
17. ELMER Z. SAMORO	FILIPINO	N		M	N	Chief Accounting Officer		151-370-500-000
18. FREDELYN S. GUNAY	FILIPINO	N		F	N	Compliance Officer		944-906-159-000
INSTRUCTION: FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE. FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR. FOR INC'R COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT. FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT. FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER, SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON. FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE; "A" FOR AUDIT COMMITTEE; "N" FOR NOMINATION AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.								

**5. JOCELYN S. FRIAL – 57 years old, Filipino**

- Administrator, UNANG YAKAP LYING-IN- 2014 up to Present
- Corporate Secretary, ACE Medical Center – Gensan, Inc. June 2016 to July 2019
- Board of Director, ACE Medical Center-Gensan Inc. June 2016 to Present
- Office Manager, ACE Medical Center-Gensan Inc. December 2019 to June 2020
- Corporate Treasurer, ACE Medical Center-Gensan Inc. August 2020 to Present
- Construction Committee Member, ACE Medical Center-Gensan Inc., April 6, 2019 to Present

**6. MARIETTA T. SAMOY – 66 years old, Filipino**

- Administrator, MCM Muntinlupa Medical Center, 2020-2021
- President, Las Pinas City Medical Center, 2020 -2021
- Business Office Head, Paranaque Doctors Hospital 2020-2021
- Business office head –LPCMC 2021
- President ,Acemc Mandaluyong
- President, ACE-Bayawan Medical Center , Negros Oriental, 2016 to present

**7. FERJENEL G. BIRON – 58 years old, Filipino**

- CEO, ENDURE MEDICAL, INC.; 2013 to June 2016, 2020-Present
- Founding President/CEO, PHIL PHARMAWEALTH, INC.; 1993-2004, 2013- June 2016, 2019- Present
- Member, House of Representatives 13th, 14th, 15<sup>th</sup> and 17<sup>th</sup> Congresses ; (Representing the 4th District of Iloilo) 2004-2013, 2016-2019
- President, SMARTLAB DIAGNOSTICS AND DIALYSIS CENTER, INC.; 2018- Present
- President, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER AKLAN, INC.; 2017- Present
- President, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER BACOLOD, INC.; 2017- Present
- Board of Director, SUPER BP MART CORPORATION; 2017- Present
- Board of Director, BOTIKANG PINOY, INC.; 2017- Present
- President, ALLIED CARE EXPERTS MEDICAL CENTER BUTUAN DEVELOPMENT CORP.; 2017- Present
- Board of Director, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER CAGAYAN DE ORO, INC.; 2016- Present
- Board of Director, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER BUTUAN, INC.; 2016- Present
- Board of Director, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER GENERAL SANTOS, INC.; 2016- Present
- President, AESTHETICA MANILA, INC.; 2015- Present
- President and Chairman, ALLIED CARE EXPERTS (ACE) MEDICAL CENTER – ILOILO, INC. 2015-2020
- Chairman, ASIA PACIFIC MEDICAL CENTER (APMC) -ILOILO, INC (formerly ACE MC Iloilo, Inc.); 2021 to present

**8. GEANIE CERNA-LOPEZ – 70 years old, Filipino**

- Hospital Administrator, Unihealth Paranaque Hospital, 2015
- Hospital Administrator, Paranaque Doctors Hospital, 2016
- Past President, Medical Center Muntinlupa, 2016, 2019
- President, Paranaque Doctors Hospital, 2017
- President, Las Pinas City Medical Center, 2018
- Chief of Clinics, Medical Center Muntinlupa
- President, Medical Center Muntinlupa - 2019
- Chairwoman, Medical Center Muntinlupa – 2021-2022
- Medical Director, Unihealth Paranaque Hospital, 2017 up to 2019

- President, ACE Medical Center-Cebu, 2021
- Assistant Corporate Secretary, ACE Medical Center-Dumaguete, 2021
- President, Unihealth Paranaque Hospital, Present
- Vice President, ACE Medical Center-Cebu, Present
- Corporate Secretary, ACE Medical Center-Mandaluyong, Present
- Corporate Secretary, ACE Medical Center-Bayawan, Present
- Corporate Secretary, Paranaque Doctors Hospital, Present
- Corporate Secretary, Las Pinas City Medical Center, Present
- Assistant Corporate Secretary, ACE Medical Center-Bohol, Present
- Assistant Corporate Secretary, ACE Medical Center-Legazpi, Present
- Assistant Corporate Secretary, ACE Medical Center-Malolos, Present
- Vice President, ACE Medical Center-Palawan, Present
- Vice President, ACE Medical Center-Dumaguete, Present
- Board of Director, ACE Medical Center-Palawan, Present
- Board of Director, ACE Medical Center-Tuguegarao, Present
- Board of Director, ACE Medical Center-Panganisa, Present
- Board of Director, ACE Medical Center-Sariraya, Present
- Board of Director, ACE Medical Center-Tagum, Present
- Board of Director, ACE Medical Center-San Jose Del Monte, Present
- Board of Director, ACE Medical Center-Gensan, Present
- Board of Director, Diliman Doctors Hospital, Present
- Chairwoman, Obgyne Department, Las Pinas City Medical Center, Present

**9. FERNANDO P. CARLOS** – 62 years old, Filipino

- President, ACE Medical Center-Pateros (2011-present)
- President, ACE Medical Center-Quezon City (2012-present)
- President, ACE Medical Center-Tacloban (2014-present)
- President, ACE Medical Center-Dipolog (2017-present)
- President, ACE Medical Center-Sariaya ( 2021-present )
- President, St. Michael De Archangel Medical Center (2022)
- Board of Director, ACE Medical Center-Gensan (2018-present)

**10. DANILO C. REGOZO** – 60 years old, Filipino

- Assistant Secretary, Iloilo Medical Society, 2014-2016
- Vice-President, Iloilo Medical Society, 2016- 2017; 2017-2018
- Board Member, Iloilo Medical Society, 2018-2019; 2019-2020
- Associate Member, Philippine College Of Occupational Medicine, 1994-Present
- Proprietor, Farmacia Neo (Drugstore)
- Proprietor, Regozo Family Medicine Clinic
- Board of Director, ACE Medical Center Iloilo, 2015 to present (Executive Vice President, Asia Pacific Medical Center Iloilo, (Formerly ACE Medical Center Iloilo) 2021 to present
- Board of Director, ACE Medical Center Butuan, 2016 to present
- Board of Director, ACE Medical Center GENSAN, 2016 to present
- Board of Director, Asia Pacific Medical Center Aklan Formerly ACE Medical Center Aklan, 2017 to present
- Executive Vice President, Asia Pacific Medical Center Bacolod (formerly ACE Medical Center Bacolod), 2017 to present
- President, ExcelGlobal Inc. 2017 to 2022; Chairman of the Board, 2022 to present





CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Geannie C. Lopez**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*



I. The motion to approve the agenda of the meeting was done by Dr. Frial and seconded by Dr. Torre.

II. Reading of the minutes of the BOD Meeting last January 5, 2020 done by the Corporate Secretary and corrections were made. Dr. Frial motioned to approve the minutes of the previous meeting seconded by Dr. Torre.

### III. Discussion

- [REDACTED]
- [REDACTED]
- [REDACTED]

IV. Treasurer's Report as of January 31, 2020 ( Please see attached report. )

### V. CONSTRUCTION MEETING

- [REDACTED]
- [REDACTED]
- [REDACTED]

### VI. Board Resolution

[REDACTED]

[REDACTED]

[REDACTED]

3. The engagement of Atty. Fredelyn Gunay as the new compliance officer was motioned by Dr. Torre seconded by Dr. Lorenzo.



CENTER FOR  
GLOBAL BEST PRACTICES  
(SEC Provider Accreditation Number CG2021-002)

*in collaboration with*



*presents this*

# CERTIFICATE OF ATTENDANCE

*to*

**Fredelyn Gunay**

*for participating in the 8-hour webinar*

## CORPORATE GOVERNANCE IN-HOUSE TRAINING

**Session 1:** New Code of Corporate Governance for  
Public Companies and Registered Issuers

**Session 2:** Revised Corporation Code of the Philippines

*held at 1:00 in the afternoon*

*on Friday & Saturday, July 16 & 17, 2021 via **zoom***

*Henry Belleza Aquende, MBM, Hon. DPA  
Founder & President*

*Center for Global Best Practices*

*Atty. Danny E. Bunyi  
Course Director & Lecturer  
Center for Global Best Practices*

*Atty. Justina F. Callangan  
Course Director & Lecturer  
Center for Global Best Practices*

Lavilla, Francis G.	-	1,683,836 votes
Alolod, Noel R.	-	1,851,695 votes
Regozo, Danilo C.	-	160,437 votes
Samoy, Marietta T.	-	1,595,109 votes
Corpuz, Darwin P.	-	1,762,009 votes
Cerna-Lopez, Geanie	-	1,595,137 votes
Salvilla, Stephen	-	2,091,940 votes

Attached as Annex “E” is the list of the directors, officers and stockholders who attended the meeting.

Except on the election of directors, an affirmative vote by the stockholders owning at least a majority of the outstanding capital stock shall be sufficient to approve matters requiring the stockholder's action. The holder of a majority interest of all outstanding stock of the Company entitled to vote at the meeting, in person or by proxy, shall constitute a quorum for the transaction of business. The holders of common stocks are entitled to one vote per share, but in connection with the cumulative voting feature applicable to the election of directors, each stockholder is entitled to as many votes as shall equal the number of shares held by such person at the close of business on the record date, multiplied by the number of directors to be elected. A stockholder may cast all of such votes for a single nominee or may apportion such votes among any two or more nominees. The shares shall be voted/cast by secret balloting and/or raising of hands. Stockholders shall be entitled to vote either in person or by proxy.

Below is the Board Performance Appraisal Report for the year 2022:

**PERFORMANCE ASSESSMENT FOR THE BOARD OF DIRECTORS**  
(January 1, 2022- December 31, 2022)

Good Corporate Governance Principles and Practices	Rating
1. The Board is composed of competent, hardworking members that foster the long-term success of the corporation and sustain its competitiveness and growth.	5
2. The Board is headed by a competent and qualified chairperson.	4
3. The Board practices diversity which avoids groupthink and ensures that optimal decision-making is achieved.	4
4. The Board members act on a fully-informed basis, in good faith, with due diligence and care, and in the best interest of the company and the shareholders and all other stakeholders	4
5. The Board oversees the development of and approves the company's business and strategy and monitor its implementation, in order to sustain the company's long-term viability and strength	5
6. The Board ensures an effective succession planning program for directors, key officers and Management to ensure the continuous and consistent growth of the company.	5
7. The Board aligns the remuneration of key officers and board members with the long-term interest of the company.	5
8. The Board has adopted a formal nomination and election policy which provides for the procedures on how the Board accepts nominations.	5

9. The Board ensures the integrity of related party transactions and other unusual transactions, particularly those which pass certain threshold materiality. The Board reviews and approves material RPTs to guarantee fairness and transparency of the transactions.	5
10. The Board has an internal control system in place and a mechanism to monitor and manage potential/actual conflicts of interests of board members, management and shareholders.	5
11. The Board has organized board committees to support the effective performance of the board functions, particularly, with respect to audit, risk management, compliance and other key corporate governance concerns, such as nomination and remuneration.	5
12. The Board endeavors to exercise an objective and independent judgment on all corporate affairs.	5
13. The Board has at least 2 independent directors, or at least 20% of the members of the Board, whichever is higher.	5
14. The Board regularly carries out evaluations to assess its performance as a body, and whether it possesses the right mix of backgrounds and competencies.	5
15. The Board applies high ethical standards, taking into account the interests of all stakeholders.	5
16. The Board has established corporate disclosure policies and procedures that are practical and in accordance with generally accepted best practices and regulatory expectations.	5

The current members of the Board of Directors have no existing contract and transaction with the Company as of September 30, 2023.

Except for per diem (P50,000.00/board meeting and P7,000.00 per committee meeting) for each director, there are no bonuses, profit sharing, or other compensation plans, contract, or arrangement in which any director, nominee for election as a director, or executive officer of the registrant will participate.

Our Company has not yet declared dividends since its incorporation in 2016, considering that our hospital is not yet operational as it is still in the construction stage. As stated in our By-Laws, dividends shall be declared and paid out of the unrestricted retained earnings which shall be payable in cash, property, or stock to all stockholders on the basis of outstanding stock held by the stockholders as often and at such times as may be decided by the Board of Directors

I. Upon motion by Engr Orillaza, seconded by Dr. Lavilla, the agenda of the meeting was approved.

II. The minutes of the BOD Meeting last February 18, 2023 was moved to be approved by Dr. Torre and seconded by Dr. Lavilla.

### **III. TREASURER's REPORT**

The Corporate Treasurer presented the following highlights of the Treasurer's Report as of March 10, 2023:

Total cash in bank: [REDACTED]

Total Issued checks : [REDACTED]

Total investment: [REDACTED]

### **IV. PRESIDENT'S REPORT**

#### **A. Marketing Update**

[REDACTED]

### **V. BOARD RESOLUTION**

1. Dr. Samoro motioned for the application for Certificate of Needs to Department of Health due to scarcity of nurses seconded by Dr. Lorenzo.

2. Dr. Lorenzo motioned for the postponement of Annual Stockholders Meeting from 2nd Sunday of May of each year to 3rd Monday of JULY (July 17, 2023 at 8am).

3. Dr. Samoro motioned for hiring the services of Architect Ignacio as the Project Team Head seconded by Engr. Orillaza.

4. Dr. Samoro motioned for restructuring the floor plan of the hospital to reduce the floor area so as to lessen the expenses seconded by Dr. Samoy.



**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
(083) 553-0605 / 0917-147-1905 / 0942-484-1238  
acemc.gensan@yahoo.com

5. Dr. Torre motioned for the approval of compensation package of Architect Ignacio at PhP90,000/month and additional expenses seconded by Dr. Samoy.

6. Dr. Samoro motioned for enlisting the help of RYC Tax Management services for 2023 at 5,000/month seconded by Dr. Torre.

## **VI. ADJOURNMENT**

There being no further matters to discuss, on motion duly made and seconded, the meeting was adjourned at 1:57pm. The schedule of the next Board Meeting is on March 18, 2023, 2:00 pm via teleconference.

Prepared by:

**Rhodora G. Gagwis**  
Assistant Corporate Executive Secretary

I. Upon motion by Engr. Generoso Orillaza, seconded by Dr. Geanie-Cerna Lopez, the agenda of the meeting was approved.

II. The minutes of the BOD Meeting last June 17, 2023 was moved to be approved by Dr. Marietta Samoy and seconded by Dr. Natividad M. Torre.

### III. TREASURER's REPORT

The Corporate Treasurer presented the following highlights of the Treasurer's Report:

Total cash in bank: [REDACTED]

Total Issued and outstanding checks : [REDACTED]

Total Loan Interest Payable : [REDACTED]

### IV. PRESIDENT'S REPORT

A. Summary of Investment ( As of July 14, 2023 )

[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

### V. OTHER MATTERS

A. Compensation Matrix

Chairman and President	PhP 100,000.00 per month
Vice President, Corporate Secretary and Treasurer	PhP 75,000.00 per month
Asst Corporate Secretary and Asst Treasurer	PhP 50,000.00 per month
Board of Directors/Officers	PhP 50,000.00 per BOD meeting
	PhP 50,000.00 per Special BOD meeting with a maximum of 2 Special BOD meetings per month.
Travel Allowance (MNL-GSC-MNL, ILO-GSC-ILO)	PhP 20,000.00





Accommodation Allowance	PhP 3,500.00
Committee Meetings	PhP 7,000.00 per committee meeting with a maximum of 4 committee meetings per month



## **VI. BOARD RESOLUTION**

1. Dr. Natividad M. Torre motioned for the approval of the compensation matrix as seconded by Dr. Stephen D. Salvilla, effective July 15, 2023, to wit:

Chairman and President	PhP 100,000.00 per month
Vice President, Corporate Secretary and Treasurer	PhP 75,000.00 per month
Asst Corporate Secretary and Asst Treasurer	PhP 50,000.00 per month
Board of Directors/Officers	PhP 50,000.00 per BOD meeting  PhP 50,000.00 per Special BOD meeting with a maximum of 2 Special BOD meetings per month.
Travel Allowance (MNL-GSC-MNL, ILO-GSC-ILO)	PhP 20,000.00
Accommodation Allowance	PhP 3,500.00
Committee Meetings	PhP 7,000.00 per committee meeting with a maximum of 4 committee meetings per month



The Defendants (based in Cebu) have already filed their Answer to the Complaint and Dr. Kionisala has filed a Motion for Partial Summary Judgment, but the same was opposed by the defendants on May 15, 2018. The Court has not yet ruled on the plaintiff's Motion for Partial Summary Judgment of May 2, 2018. Unless the Court resolves the Motion for Summary Judgment by the plaintiff, the case will not move on.

The Defendants filed a Motion to Dismiss the case for failure of the plaintiff to prosecute for lack of interest. The case was scheduled for Pre-Trial on April 30, 2021. Pre-trial was terminated. Case is set for presentation of plaintiff's evidence.

The Court rendered on August 9, 2022 a partial summary judgement on plaintiff's prayer for issuance of certificate of stock leaving the other issues sought for trial on the merits. However, instead of presenting his evidence plaintiff filed a motion to submit the case for decision based on legal issues through the filing of memorandum which is still pending for resolution.

3. Special Civil Action Case No. R-CEB-18-08795-SC, Branch XI, Cebu City (For Mandamus to Issue 100% Pre-Emptive Rights, Damages and for Attorney's Fees) - Leo T. Sumatra, Sps. Stephen Paul M. Bergado and Conchita B. Bergado, Marie Davielene Beatriz Ong-Dy and Leonard Matthew Dy, et. Al vs. Allied Care Experts (ACE) Medical Center-Cebu, Inc., GeanieCerna-Lopez and Velma T. Chan

The Petitioners have filed a Special Civil Action case for Mandamus, to compel the Respondents to immediately issue their 100% pre-emptive rights. The Petitioners claim they are entitled to 10 shares based on their computation of 0.000083333 ownership multiplied by 120,000 (increase in Capital).

Respondents received the Court Order on 11 December 2018. On November 25, 2020 at 8:30AM, a Judicial Dispute Resolution was conducted by RTC Branch 12, Cebu City via video conference hearing. Both parties did not come into an agreement. The Petitioners demanded PHP 600,000.00 from the Respondents. The case was scheduled for Pre-Trial on June 11, 2021. Pre-trial was terminated. Case is set for presentation of petitioners' evidence.

Presentation of petitioners' evidence. Petitioners have so far presented two (2) witnesses.

No director has resigned or declined to stand for re-election to the board of directors since the date of the last annual meeting of security holders due to disagreement with the registrant on any matter relating to the registrant's operations, policies and practices.

## **1.COMPENSATION OF DIRECTORS AND EXECUTIVE OFFICERS**

SUMMARY COMPENSATION TABLE

(a)	(b)	(c)	(d)	(e)
Name & Principal Position	Year	Salary	Bonus	Other Compensation
1.Fredilyn G. Samoro President	2022	PhP 960,000.00	-	-
2.Natividad M. Torre Vice President	2022	PhP 690,000.00	-	-
3.Jocelyn S. Frial Treasurer	2022	PhP 690,000.00	-	-
4.Geanie A. Cerna-Lopez Secretary	2022	PhP 480,000.00	-	-
5.Aggregate For The Officers And Directors As A Group	2023 Estim.	PhP 3,900,000	0.00	-
	2022	PhP 2,820,000	0.00	-
	2021	PhP 3,590,000	0.00	-

6. Aggregate For The Officers And Directors As A Group	2023 Estim.	PhP 3,900,000	0.00	-
	2022	PhP 2,820,000	0.00	-
	2021	PhP 3,590,000		

- a. The members of the Board receive a per diem of P50,000.00 for each board meeting. With respect to the officers of the Company, the Board of Directors, in its meeting on July 16, 2022, approved the monthly compensation for the following officers: Chairman- P100,000.00/month; President–P100,000.00/month; Vice President – P75,000.00/month; Corporate Secretary–P75,000.00/month; Treasurer – P75,000.00/month, Assistant Corporate Secretary – P50,000.00/month, Assistant Treasurer – P50,000.00/month. Aside from the aforementioned, there are no other bonus, profit sharing or other compensation plan, contract or arrangement in which any director, nominee for election as director, of the registrant will participate.
- b. The Company has no registered, non-contributory retirement plan at present.
- c. The Company has no existing options, warrants or rights to purchase any securities.

## **2.INDEPENDENT PUBLIC ACCOUNTANTS**

The Company's external auditor is the auditing firm of Dimaculangan, Dimaculangan and Co. CPA's. For the year 2023, the board recommends the appointment of Dimaculangan Dimaculangan and Co. CPAS as the Company's external auditor, based on the recommendations of the Audit Committee composed of Dr. Darwin Corpuz[Chairperson/Independent Director], Dr. Geanie Cerna-Lopez and Dr. Noel R. Alolod(Independent Director), subject to stockholders' approval.

The Audit committee evaluates proposals based on the quality of service, commitment for deadline and fees. The committee may require a presentation from each proponent to clarify some issues.

1. Dimaculangan, Dimaculangan and Co. CPA's, represented by its engagement partner, Ms.Maria Teresita Z. Dimaculangan, is the external auditors of the Company for the most recently completed year 2022. Pursuant to SRC Rule 68 (3) (b) (iv) of the Amended Implementing Rules and Regulations of the Securities Regulation Code (SRC) (re: rotation of external auditors), the Company has not engaged Ms.Maria Teresita Z. Dimaculangan for more than five years.
2. Representatives of Dimaculangan, Dimaculangan and Co. CPA's are expected to be present during the stockholders' meeting. The representatives will have the opportunity to make statements if they desire to do so and will be available to respond to appropriate questions from the security holders.
3. During the two (2) most recent fiscal years or any subsequent interim period, the independent auditor has not resigned nor was dismissed or has declined to stand for reappointment after the completion of the current audit.
4. The aggregate annual external audit fees billed for each of the last two (2) fiscal years for the audit of the registrant's annual financial statements or services that are normally provided by the external auditor are as follows:  
For the year 2022 - P194,409.00  
For the year 2021 - P145,000.00
5. The above audit fees are inclusive of the following: (a) audit, other assurance and related services by the External Auditor that are reasonably related to the performance of the audit or review of the Company's financial statements P194,409.00; and (b) no other fees, which covers out of pocket expenses i.e. air

## II. INVOCATION

The invocation was led by Dr. Natividad Torre.

III. Upon motion by Dr. Fredilyn Samoro seconded by Dr. Marietta Samoy, the agenda for the meeting has been approved.

## IV. CONFIRMATION OF THE NOMINEES FOR THE Y2022 ELECTIONS

The chairman of the Nominations Committee, Dr. Francisco N. Lorenzo, presented and read the List of Nominees for Board of Directors for the year 2023 to 2024.

Dr. Samoro moved to approve the nominees for the upcoming elections, seconded by Dr. Samoy.

Thereafter, the Board confirmed the following candidates:

Final List of Candidates for Board of Directors Year 2023			
	Nominees	Nominated As	Nominated by
1	Dr. Marietta T. Samoy	Regular Director	Dr. Amado Manuel C. Enriquez, Jr.
2	Dr. Amado Manuel C. Enriquez, Jr.	Regular Director	Dr. Marietta T. Samoy
3	Dr. Geanie A. Cerna-Lopez	Regular Director	Engr. Generoso M. Orillaza
4	Dr. Francis G. Lavilla	Regular Director	Dr. Fredilyn G. Samoro
5	Dr. Fredilyn G. Samoro	Regular Director	Dr. Ma. Editha Lou C. Pacis
6	Dr. Danilo C. Regozo	Regular Director	Dr. Francis G. Lavilla
7	Dr. Ferjenel G. Biron	Regular Director	Dr. Danilo C. Regozo
8	Dr. Ma. Editha Lou C. Pacis	Regular Director	Dr. Natividad M. Torre
9	Dr. Natividad M. Torre	Regular Director	Dr. Darwin P. Corpuz
10	Dr. Franciso N. Lorenzo	Regular Director	Dr. Rhodora G. Gagwis
11	Engr. Generoso M. Orillaza	Regular Director	Dr. Geanie A. Cerna-Lopez
12	Dr. Jasmin Montecillo	Regular Director	Dr. Jocelyn S. Frial
13	Dr. Stephen D. Salvilla	Independent director	Dr. Franciso N. Lorenzo
14	Dr. Darwin P. Corpuz	Independent director	Dr. Stephen D. Salvilla
15	Dr. Jean Alcover-Banal	Independent director	Dr. Noel R. Alolod



## **II. INVOCATION**

The invocation was led by Dr. Noel R. Alolod.

**III.** Upon motion by Dr. Natividad M. Torre seconded by Dr. Noel R. Alolod, the agenda for the meeting has been approved.

## **IV. APPROVAL OF THE WITHDRAWAL OF NOMINATION OF DR. DANILO REGOZO**

Dr. Francisco N. Lorenzo, Chairman of Nominations Committee, presented the letter of Dr. Danilo C. Regozo with the intention of withdrawing his acceptance as one of the nominees for Regular Director for year 2023 to 2024.

## **V. CONFIRMATION OF THE NOMINATION OF DR. FERNANDO P. CARLOS**

The chairman of the Nominations Committee, Dr. Francisco N. Lorenzo, presented and read the nomination of Dr. Fernando P. Carlos subsequent to Dr. Danilo C. Regozo's withdrawal of acceptance of his nomination as Regular Director for the year 2023 to 2024.

Thereafter, the Board confirmed to wit:

<b>Nominee for Regular Director (Y2023-2024)</b>			
	<b>Nominees</b>	<b>Nominated As</b>	<b>Nominated by</b>
1	Dr. Fernando P. Carlos	Regular Director	Dr. Fredilyn G. Samoro

## **VI. Board Resolution**

1. Dr. Marietta T. Samoy motioned to approve the nomination of Dr. Fernando P. Carlos in replacement of Dr. Danilo C. Regozo as a Regular Director for year 2023 to 2024; as seconded by Engr. Generoso M. Orillaza.

## Directors and Executive Officers

### 1. Directors/Nominees and Executive Officers

There are fifteen (15) members of the Board, three (3) of whom are independent directors. The term of office of each member is one (1) year; they are elected at the annual stockholders' meeting to hold office until the next succeeding annual stockholders' meeting and until his/her successor is elected and qualified. A director who is elected to fill any vacancy holds office only for the unexpired term of his predecessor. The current members of the Board of Directors are the following:

1. Amado Manuel C. Enriquez, Jr.
2. Fredilyn G. Samoro
3. Francisco N. Lorenzo
4. Natividad M. Torre
5. Jocelyn S. Frial
6. Ma. Editha Lou C. Pacis
7. Marietta T. Samoy
8. Ferjenel G. Biron
9. Geanie Lopez-Cerna
10. Generoso M. Orillaza
11. Danilo C. Regozo
12. Francis G. Lavilla
13. Stephen D. Salvilla (Independent Director)
14. Noel R. Alolod (Independent Director)
15. Darwin P. Corpuz (Independent Director)

### Nominees for Election as Members of the Board of Directors

The following have been nominated to the Board for the ensuing year:

1. Dr. Marietta T. Samoy
2. Dr. Geanie A. Cerna-Lopez
3. Dr. Fredilyn G. Samoro
4. Dr. Francis G. Lavilla
5. Engr. Generoso M. Orillaza
6. Dr. Jasmin Montecillo
7. Dr. Ma. Editha Lou C. Pacis
8. Dr. Natividad M. Torre
9. Dr. Franciso N. Lorenzo
10. Dr. Ferjenel G. Biron
11. Dr. Fernando P. Carlos
12. Dr. Amado Manuel C. Enriquez, Jr.
13. Dr. Jean Alcover-Banal ( Independent Director )
14. Dr. Stephen D. Salvilla ( Independent Director )
15. Dr. Darwin P. Corpuz ( Independent Director )

The Company has complied with the guidelines on the nomination and election of independent directors as set forth in Rule 38 of the Amended Implementing Rules and Regulations of the Securities Regulation Code. The independent directors, Dr. Stephen D. Salvilla, Dr. Jean Alcover-Banal and Dr. Darwin Corpuz, were nominated by Dr. Rodney Jun Garcia, Dr. Rhodora G. Gagwis and Dr. Rodrigo K. Salangsang respectively. The nominees are not related to their respective nominating stockholder and were pre-screened by the Nominations Committee composed of Dr. Franciso N. Lorenzo(chairperson), Dr. Maria Sonrisa Dela Cruz Gabor, Engr. Generoso M. Orillaza, Dr. Jocelyn S. Frial and Dr. Darwin P. Corpuz.

The Company's key executive officers as of September 30, 2023 are as follows:

Fredilyn G. Samoro	- President/COO
Natividad M. Torre	- Vice-President
Geanie A. Cerna-Lopez	- Corporate Secretary
Jocelyn S. Frial	- Treasurer
Rhodora G. Gagwis	- Assistant Corporate Secretary
Marietta T. Samoy	- Assistant Treasurer

The Officers (per the Company's By-Laws) are elected/appointed annually by the Board of Directors during its organizational meeting following the annual stockholders' meeting, each to hold office for one (1) year until the next organizational meeting of the Board in the following year or until a successor shall have been elected/appointed and shall have qualified.

Please refer to attached Annex "B" (pages 21 to 27) for the summary of qualifications of the current Directors/Nominees and Executive Officers.

### Significant Employees

The Corporation relies significantly on the continued collective efforts of its senior executive officers and expects each employee to do his share in achieving the Corporation's goals.

### Family Relationships

Dr. Amado Manuel C. Enriquez, Jr., his wife Marilyn R. Enriquez, sons, Miguel Antonio R. Enriquez and Dr. Michael Edward R. Enriquez, and Dr. Fernando P. Carlos, are stockholders of the Company. Except for them, there are no other family relationships up to the fourth civil degree either by consanguinity or affinity among directors, executive officers, persons nominated or chosen by the Company to become directors, or executive officers, any security holder of certain record, beneficial owner or management.

### Certain Relationships and Related Transactions

The Company, in the normal course of business, has entered into transactions with related parties principally consisting of:

As of September 30, 2023:

Category	Outstanding Balance	Transaction Amount	Outstanding Balance	Transaction Amount	Outstanding Balance
	2020	2021	2021	2022	2022
Advances from Shareholders	P8,690,550	(P8,690,550)	0	35,455,567	35,455,567

#### Advances from Shareholders

In 2020, the company called on to its founders to be ready to help in the construction of the hospital in case the need arises given the current situation. It has been a rough time to the company, the pandemic is really taking its toll, so any help from the founders would surely go a long way.



To heed this call, some of the founders voluntarily parked some of the excess resources with the company ready for use in case needed. These funds, however, were not used in 2020 so the company decided to liquidate these amounts and return them to the founders. As of the first quarter 2021, these advances from shareholders are now fully paid.

In 2022, however, there was an immediate need of funds, thus, the company called on their founders to lend a hand which were positively answered. As at close of 2022, a total of P35,455,567 were reported as related account transaction.

### **Involvement in Certain Legal Proceedings**

**There are no pending material legal proceedings to which the registrant or any of its subsidiaries or affiliates is a party of.**

As of September 30, 2023, the following directors are parties to the following legal proceedings in their capacity as officers of Allied Care Experts (ACE) Medical Center-Cebu Inc.:

1. Amado Manuel C. Enriquez, Jr.
2. Geanie Cerna-Lopez
3. Marietta T Samoy
4. Generoso M. Orillaza

1. Civil Case No. R-CEB-18-01248-CV, Branch XI, Cebu City (Complaint for Declaration of Sale in Installment as Subscription Contract, Declaration of Rights or Pre-Emption, and for Attorney's Fees) - Dax Matthew M. Quijano, Rosemarie P. Quijano, Eric Y. Cheung, Girlie Cheung, Candice Joy A. Sia vs. ACE Medical Center-Cebu, Inc., Geanie Cerna-Lopez, Velma T. Chan, Luisito R. Co, Maita Cruz, Roberto M. De Leon, Amado Manuel C. Enriquez Jr., Floram C. Limotlimot, Roland Mark M. Gigataras, Joy C. Luna, Nicolas S. Molon, Felix P. Nolasco, Generoso M. Orillaza, Ronald L. Ramiro, Marietta T. Samoy and Evangeline Y. Zozobrado

On March 7, 2018, complainants Dax Matthew M. Quijano, Rosemarie P. Quijano, Eric Y. Cheung, Girlie Cheung, Candice Joy A. Sia, through counsel filed a civil complaint against the Hospital and its Directors (as stated above) praying the Court to direct the defendants ACE Medical Center Cebu and its President and Corporate Secretary to issue the plaintiff's Certificate of Stock and declare the sale in installment as subscription contract, to allow him to exercise pre-emptive rights to the increase in capital approved by the Board on November 12, 2016.

The Defendants have already filed their Answer to the Complaint.

We filed a Motion to Dismiss the Complaint for lack of interest of the plaintiffs to prosecute the case last August 5, 2020. A Judicial Dispute Resolution was scheduled but failed. Case is up for pre-trial conference.

The judicial dispute resolution (JDR) failed. The case is up for pre-trial conference on April 13, 2023

2. Civil Case No. R-CEB-18-00601-CV, Branch XI, Cebu City (Complaint for Issuance of Certificate of Stock, Declaration of Sale in Installment as Subscription Contract, Declaration of Rights or Pre-Emption, and for Attorney's Fees ) – Ferdinand P. Kionisala vs. Allied Care Experts (ACE) Medical Center-Cebu, Inc., Geanie Cerna-Lopez, Velma T. Chan, Luisito R. Co, Maita Cruz, Roberto M. De Leon, Amado Manuel C. Enriquez, Jr., Floram C. Limotlimot, Roland Mark M. Gigataras, Joy C. Luna, Nicolas S. Molon, Felix P. Nolasco, Generoso M. Orillaza, Ronald S. Ramiro, Marietta T. Samoy, and Evangeline Y. Zozobrado

On February 5, 2018, complainant Ferdinand P. Kionisala filed a civil complaint against the Hospital and its Directors (as stated above) praying the Court to direct the defendants ACE Medical Center Cebu and its President and Corporate Secretary to issue the plaintiff's Certificate of Stock and declare the sale in installment as subscription contract, to allow him to exercise pre-emptive rights to the increase in capital approved by the Board on November 12, 2016.



## **II. INVOCATION**

The invocation was led by Dr. Natividad M. Torre.

**III.** Upon motion by Dr. Francisco N. Lorenzo seconded by Dr. Marietta Samoy, the agenda for the meeting has been approved.

## **IV. BOARD RESOLUTIONS**

1. Dr. Francis Lavilla motioned for the confirmation of the newly elected Board of Directors and that the present set of officers will be maintained except for the three positions of Chairman, Corporate Treasurer and Assistant Corporate Secretary ( Non-Board ). Dr. Geanie Cerna-Lopez seconded the motion.

Confirmation of the newly elected Board of Directors , to wit :

1. Dr. Amado Manuel C. Enriquez, Jr.
2. Dr. Francisco N. Lorenzo
3. Dr. Fredilyn G. Samoro
4. Dr. Natividad M. Torre
5. Dr. Geanie Cerna-Lopez
6. Dr. Jasmin L. Montecillo
7. Dr. Marietta T. Samoy
8. Dr. Ma. Editha Lou C. Pacis
9. Dr. Fernando P. Carlos
10. Dr. Ferjenel G. Biron
11. Dr. Francis G. Lavilla
12. Engr. Generoso M. Orillaza
13. Dr. Darwin P. Corpuz – Independent Director
14. Dr. Jean Alcover-Banal – Independent Director
15. Dr. Stephen Salvilla – Independent Director



**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
(083) 553-0605 / 0917-147-1905 / 0942-484-1238  
acemc.gensan@yahoo.com

While the new set of officers for year 20234-2024 are as follows :

1. Dr. Fernando P. Carlos – Chairman
2. Dr. Francisco N. Lorenzo – Vice Chairman
3. Dr. Fredilyn G. Samoro- President
4. Dr. Natividad M. Torre – Vice President
5. Dr. Geanie Cerna – Lopez – Secretary
6. Dr. Noel R. Alolod – Asst Corporate Secretary ( Non-Board )
7. Dr. Jasmin L. Montecillo - Treasurer
8. Dr. Marietta T. Samoy – Asst. Treasurer



## **V. Adjournment**

There being no further matters to discuss, upon motion duly made and seconded, the meeting was adjourned at around 9:28 AM.

Prepared by:

**Noel R. Alolod, MD**  
Assistant Corporate Secretary



## **II. INVOCATION**

The invocation was led by Dr. Natividad M. Torre.

**III.** Upon motion by Dr. Jasmin L. Montecillo seconded by Engr. Generoso Orillaza, the agenda for the meeting has been approved.

## **IV. BOARD RESOLUTIONS**

1. Dr. Stephen D. Salvilla motioned and seconded by Dr. Franciso N. Lorenzo the confirmation of the Constitution of Committees for year 2023-2024, as follows :

### **Audit Committee**

1. Dr. Darwin P. Corpus (Independent Director)– chairman
2. Dr Jean Alcover Banal (Independent Director)
3. Dr Geanie Cerna-Lopez

### **Corporate Governance Committee**

1. Dr Jean Alcover Banal (Independent Director) – chairman
2. Dr. Stephen Salvilla (Independent Director)
3. Dr Ma. Editha Lou Pacis

### **Nomination and Election Committee**

1. Dr Francisco Lorezo – chairman
2. Dr Darwin Corpuz (Independent Director)
3. Dr Jocelyn Frial
4. Dr Hiyasmin Clarissa Babar
5. Engr Generoso Orillaza

### **Compensation and Remuneration Committee**

1. Dr Natividad Torre – chairman
2. Dr. Stephen Salvilla (Independent Director)
3. Dr. Marietta Samoy
4. Dr Noel Alolod
5. Dr Rodrigo Salangsang

## SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER

1. December 21, 2023  
Date of Report
2. SEC Identification Number CS201612055    3. BIR Tax Identification No. 009-317-037
4. ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-GENSAN INC.  
Exact name of issuer as specified in its charter
5. Philippines  
Province, country or other jurisdiction of incorporation
6. Industry Classification Code:  (SEC Use Only)
7. 2<sup>nd</sup> Floor, Genmedex, Santiago Boulevard, General Santos City    9500  
Address of principal office    Postal Code
8. 09175504889  
Issuer's telephone number, including area code
9. Not applicable  
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Founder	600
Common	150,290
Preferred	60,000

- .....
11. Indicate the item numbers reported herein: **Item 4.**

The Board, during its organizational meeting on December 21, 2023, has considered the following:

Item 4. Election of Officers

The following officers were elected for the year 2023-2024 and until their successors are duly elected and qualified:

1. Dr. Fernando P. Carlos - Chairman
2. Dr. Francisco Lorenzo - Vice Chairman
3. Dr. Fredilyn Samoro- President
4. Dr. Natividad Torre - Vice President
5. Dr. Geanie Cerna-Lopez - Corporate Secretary
6. Dr. Noel Alolod- Asst. Corporate Secretary
7. Dr. Jasmin Montecillo - Treasurer
8. Dr. Marietta Samoy - Asst. Treasurer

**SIGNATURES**

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-GENSAN, INC.**  
Issuer

**21 December 2023**  
Date

By:

  
**GEANIE CERNA-LOPEZ, M.D.**  
Corporate Secretary



## SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER

1. **December 21, 2023**  
Date of Report
2. SEC Identification Number **CS201612055**    3. BIR Tax Identification No. **009-317-037**
4. **ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-GENSAN INC.**  
Exact name of issuer as specified in its charter
5. **Philippines**  
Province, country or other jurisdiction of incorporation
6. Industry Classification Code:  (SEC Use Only)
7. **2<sup>nd</sup> Floor, Genmedex, Santiago Boulevard, General Santos City**    **9500**  
Address of principal office    Postal Code
8. **09175504889**  
Issuer's telephone number, including area code
9. **Not applicable**  
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Founder	600
Common	150,290
Preferred	60,000

- .....
11. Indicate the item numbers reported herein: Items 3,4 and 9

The stockholders, during their Annual Meeting on December 21, 2023 , has considered the following:

**Item 3. Appointment of Independent Accountant**

The stockholders approved the appointment of Dimaculangan, Dimaculangan and Company CPAs, as the Corporation's External Auditor for Year 2023.

**Item 4. Election of Directors**

The stockholders elected the following Directors for Year 2023-2024, to hold office as such until their successors are duly elected and qualified:

1. Dr. Marietta T. Samoy
2. Dr. Geanie A. Cerna-Lopez
3. Dr. Fredilyn G. Samoro
4. Dr. Francis G. Lavilla
5. Engr. Generoso M. Orillaza
6. Dr. Jasmin Montecillo
7. Dr. Ma. Editha Lou C. Pacis
8. Dr. Natividad M. Torre
9. Dr. Franciso N. Lorenzo
10. Dr. Ferjenel G. Biron
11. Dr. Fernando P. Carlos
12. Dr. Amado Manuel C. Enriquez, Jr.
13. Dr. Jean Alcover-Banal ( Independent Director )
14. Dr. Stephen D. Salvilla ( Independent Director )
15. Dr. Darwin P. Corpuz ( Independent Director )

**Item 09. Other Events**

- Approval of the Year 2022 Audited Financial Statements

The stockholders approved/ratified the audited financial statements of the Corporation for year 2022, which showed a Total Assets of PhP 648,606,350.00.

## SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-GENSAN, INC.**

Issuer

December 21, 2023

Date

By:

  
**GEANIE CERNA-LOPEZ, M.D.**  
Corporate Secretary

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER

1. January 8, 2024  
Date of Report
2. SEC Identification Number CS201612055 3. BIR Tax Identification No. 009-317-037
4. ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-GENSAN INC.  
Exact name of issuer as specified in its charter
5. Philippines  
Province, country or other jurisdiction of incorporation
6. Industry Classification Code:  (SEC Use Only)
7. 2<sup>nd</sup> Floor, Genmedex, Santiago Boulevard, General Santos City 9500  
Address of principal office Postal Code
8. 09175504889  
Issuer's telephone number, including area code
9. Not applicable  
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Founder	600
Common	150,290
Preferred	60,000

- .....
11. Indicate the item numbers reported herein: **Item 9.**

The Board, during its organizational meeting on January 8, 2024, has considered the following:

#### Item 9. Other Events

##### \*Constitution of the Board Committees

The Board of Directors approved the appointment of the members of the various committees, as follows:

##### Audit Committee

1. Dr. Darwin P. Corpus (Independent Director)– Chairman
2. Dr Jean Alcover Banal (Independent Director)
3. Dr Geanie Cerna-Lopez

##### Corporate Governance Committee

1. Dr Jean Alcover Banal (Independent Director) – Chairman
2. Dr. Stephen Salvilla (Independent Director)
3. Dr Ma. Editha Lou Pacis

##### Nomination and Election Committee

1. Dr Francisco Lorezo – Chairman
2. Dr Darwin Corpuz (Independent Director)
3. Dr Jocelyn Frial (Non-voting)
4. Dr Hiyasmin Clarissa Babar (Non-voting)
5. Engr Generoso Orillaza

##### Compensation and Remuneration Committee

1. Dr Natividad Torre – Chairman
2. Dr. Stephen Salvilla (Independent Director)
3. Dr. Marietta Samoy
4. Dr Noel Alolod (Non-voting)
5. Dr Rodrigo Salangsang (Non-voting)

## SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-GENSAN, INC.

Issuer

8 January 2024

Date

By:



GEANIE CERNA-LOPEZ, M.D.  
Corporate Secretary



## I. CALL TO ORDER/DECLARATION OF QUORUM

The meeting was called to order by the President, who presided the meeting, in behalf of the Chairman, with the concurrence of the chairman of the audit committee, at around 7:59 in the evening of August 15, 2023.

There were 14 directors present via zoom; all the members of the audit committee were likewise present thru zoom.

## BOARD OF DIRECTORS

Board of Director	Position	Place	Gadget	Notice Received
1. Dr. Fredilyn Samoro	President	Iloilo		
2. Dr. Francis Lavilla	Director	Iloilo		
3. Dr. Francisco N. Lorenzo	Director	General Santos City		
4. Dr. Amado Manuel Enriquez, Jr.	Director	Quezon City		
5. Dr. Marietta Samoy	Asst. Treasurer	Las Pinas		
6. Dr. Geanie Cerna-Lopez	Secretary/Member, Audit Committee	Alabang		
7. Dr. Natividad Torre	Vice President	General Santos City		
8. Dr. Jocelyn Frial	Treasurer	General Santos City		
9. Dr. Stephen D. Salvilla	Independent Director	General Santos City		
10. Dr. Noel Alolod	Independent Director/Member, Audit Committee	General Santos City		
11. Dr Darwin Corpuz	Independent Director/Chairman, Audit Committee	General Santos City		
12. Dr, Ferjenel G. Biron	Director	Iloilo		
13. Dr. Ma. Editha Lou C. Pacis	Director	General Santos City		
14. Engr. Generoso M. Orillaza	Director	Manila		

Also Present : Dr. Rhodora G. Gagwis, Sir Elmer Samoro

Absent : Dr. Danilo Regozo

Thereafter, the Corporate Secretary certified the presence of quorum to validly transact business during the meeting.



## **II. INVOCATION**

The invocation was led by Dr. Natividad M. Torre.

III. Upon motion by Dr. Geanie Cerna-Lopez seconded by Dr. Jocelyn S. Frial, the agenda for the meeting was approved.

## **IV. APPROVAL OF THE Y2022 AUDITED FINANCIAL STATEMENTS**

The external auditor presented the audited financial report for year 2022. After some discussions by the board and committee members, the chairman of the audit committee recommended the approval of the Company's year 2022 audited financial statements. Thereafter, upon motion duly made and seconded, the Board approved the year 2022 audited financial statements, as follows:

RESOLVED, That the Y2022 audited financial statements of the Company is hereby approved; the same shall be presented to the stockholders for ratification in the forthcoming annual stockholders meeting.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]



**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**

(083) 553-0605 / 0917-147-1905 / 0942-484-1238

acemc.gensan@yahoo.com

DMA – WSP &  
Recommendation 10.1.2  
Recommendation 13.3  
**DRAFT**

**MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING**  
**OF ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**

Conducted Via Zoom Teleconferencing

2/F, GENMEDEX, Santiago Blvd., General Santos City

on December 21, 2023

-----

**I. Invocation**

An opening prayer was offered to start off the annual meeting.

**II. Call to Order**

The Vice Chairman presided over the meeting, under the supervision of the Chairman. The meeting was called to order at around 8:00 in the morning.

**III. Declaration of Quorum:**

The Corporate Secretary confirmed that the notice for the meeting has been published (online and in print) in Malaya Business Insight and The Manila Time, on November 30, 2023 and December 1, 2023. Likewise, the notice of meeting, the definitive information statement together with the Y2022 SEC Form 17A of the Corporation was posted in the Corporation's website on December 4, 2023.

There are 1,523 stockholders of the Corporation, holding 147,070 shares of the outstanding capital stock of the Company. Each share is entitled to one vote except in the election of director where each share is entitled to as many votes as there are nominees to be elected.

The Corporate Secretary certified to the existence of quorum with the attendance of stockholders representing at least 90.22% of the outstanding capital stock, either in person or by proxy; 75.23 % attended personally and 24.77 % were represented by proxy. The list of attendees is attached hereto as Annex "A".

**IV. Welcome Message from the Chairman**

The Vice Chairman gave the stockholders and guests a warm welcome to the 7<sup>th</sup> Annual Stockholders' Meeting of ACEMC Gensan. He asked for the shareholders' constant support and cooperation as the Corporation continues its great mission of providing the people of Gensan a reliable medical facility that will be run by an excellent group of medical practioners.



**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
(083) 553-0605 / 0917-147-1905 / 0942-484-1238  
acemc.gensan@yahoo.com

## **VI. Reading and Approval of the Minutes of the Annual Stockholders' Meeting on June 22, 2022**

A copy of the minutes of the Y2022 Annual Stockholder's Meeting was flashed on the screen. Dr. Natividad M. Torre moved to approve the said minutes; the motion was seconded by Dr. Francis G. Lavilla. There was no objection raised, thus, the minutes of the meeting on June 22, 2022 was unanimously approved by 132,680 shares of the outstanding capital stock present during the meeting.

## **VII. Presentation and Approval of the Y2022 Audited Financial Statements**

The corporate treasurer, Dr. Jocelyn S. Frial presented her report on the financial status of the Corporation for the year ending 2022. A copy of the financial statement for fiscal year 2022 was posted in the Company's website.

The following are the highlights of Dr. Jocelyn S. Frial's report:

Total Assets increased by about 25% or PhP127,885,834.00 in 2022.

**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER - GENSAN INC.**  
**STATEMENTS OF FINANCIAL POSITION**  
 (Amounts in Philippine Peso)

ASSETS	Notes	As at December 31,	
		2022	2021
CURRENT ASSETS			
Cash	6	2,062,256	6,553,305
Advances and other receivables		104,538	20,800
Prepayments		48,000	40,000
		2,214,794	6,614,105
NONCURRENT ASSETS			
Construction in progress	9	531,051,726	402,202,238
Property and equipment (net)	8	90,970,831	90,917,074
Advances to contractors and suppliers	7	24,369,000	20,987,100
		646,391,557	514,106,412
TOTAL ASSETS		648,606,351	520,720,517
LIABILITIES AND EQUITY			
CURRENT LIABILITIES			
Accounts payable and other liabilities	10	35,151,573	21,353,697
NONCURRENT LIABILITIES			
Notes payable	11	214,292,000	177,192,000
Advances from shareholders	12	35,455,567	-
		249,747,567	177,192,000
TOTAL LIABILITIES		284,899,140	198,545,697
EQUITY			
Share capital - net	13	153,520,000	151,950,000
Share premium	13	226,034,717	170,293,501
Revaluation increment on land	8	51,301,213	51,301,213
Deficit	1	(67,148,719)	(51,369,894)
		363,707,211	322,174,820
TOTAL LIABILITIES AND EQUITY		648,606,351	520,720,517

(The accompanying Notes to Financial Statements is an integral part of these Financial Statements)





**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
(083) 553-0605 / 0917-147-1905 / 0942-484-1238  
acemc.gensan@yahoo.com

The Company has sufficient internal controls and risk management system to ensure the efficient management of the various risks concomitant to our hospital business.

The Company's external auditor is the auditing firm of Dimaculangan, Dimaculangan and Co., CPAs

The aggregate annual external audit fees billed for year 2022 was P194,409.00. The said fees include: (a) audit, other assurance and related services by the External Auditor that are reasonably related to the performance of the audit or review of our financial statements (P 145,000.00); and (b) no other fees, which covers out of pocket expenses i.e. air and land transportation, accommodation, reproduction of reports and other miscellaneous expenses were accrued by the Company as of September 30, 2023.

The Company has not yet declared dividends since its incorporation in 2016, considering that the Company has not yet commenced business operations. As stated in our By-Laws, dividends shall be declared and paid out of the unrestricted retained earnings which shall be payable in cash, property, or stock to all stockholders on the basis of outstanding stock held by the stockholders as often and at such times as may be decided by the Board of Directors.

Dr. Ma. Editha Lou C. Pacis moved for the ratification of the year 2022 Audited Financial Report and was seconded by Dr. Hiyasmin Clarissa B. Babar. Without any objection raised on Dr. Pacis's motion, the Y2022 Audited Financial Statements of the Corporation, was ratified by the stockholders present, representing 132,680 of shares.

### **VIII. President's Report**

The following are the highlights of the president's report:

- Under Dr. Enriquez' leadership, the Board of Directors are being assisted by the Governance Team, Board Committees and other Executive Officers in running the Corporation; in compliance with the SEC requirements as a registered issuer.
- Presentation of Incumbent Executive Officers and ACEMC Gensan Employees
- Number of Board Resolutions passed for year 2022 to 2023 : 17 Board Resolutions
- Overall view of the Hospital Project
  - 6-storey hospital building
  - Level 2, 200 bed capacity hospital
  - Total Floor Area : 26,388 sq. m.
  - Lot Area : 10,663 sq. m
  - Location : Lagao, Digos-Makar Road, General Santos City
- Presentation of the Construction Committee, headed by Dr. Francisco N. Lorenzo and acting as Consultant Engineer, Engr. Generoso Orillaza
- Project Management Team spearheaded by Alviento, Ignacio & Associates
- Construction Update
  - To date, 31 contracts have already been awarded with following as the major contractors :
    - RR Sagaray Engineering
    - Brun Aircondition and Refrigeration
    - JFS Electrical Corporation
    - JFS Precision Technology Corporation





**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
(083) 553-0605 / 0917-147-1905 / 0942-484-1238  
acemc.gensan@yahoo.com

- Spurway Enterprises
- Synchronized Solutions Inc
- Philips Glass & Aluminum Supply Inc
- Total Cost of Awarded Contracts : PhP930,683,976.26
- Value of Accomplishment : PhP516,394,007.66
- A 6.8 magnitude earthquake last November 17, 2023, hit the SOCSARGEN area that caused major damages to the building structure
- Measures already performed as a result of the earth quake :
  - Inspection of the Building Officials, Gensan's Fire Department and Insurers
- Resumption of the Construction will start once clearance was obtained from the Building Officials
- Presentation of the images on the extent of damages on the building structure caused by the earthquake.
- Due to the earthquake, reevaluation of the ACEMC Gensan's timeline is needed, as follows :
  - Target of Completion : Last quarter of 2024
  - Start of Commercial Operation : 1<sup>st</sup>-2<sup>nd</sup> quarter of 2025
- Presentation of Sources of Funds for the Project
  - Initial Capitalization from the Founders
  - Proceeds from Initial Public Offering ( IPO )
  - Bank Loan with Land Bank of the Philippines at PhP650M with Interest Rate at 6.5%
    - a) Term Loan 1 ( Building )-PhP 500M
    - b) Term Loan 2 ( Hospital Equipment )-PhP 150M
    - c) Presentation of summary of drawdowns from Landbank of the Philippines with Total Interest paid to date, PhP14,260,692.27
- Renewal of engagement with Dimaculangan, Dimaculangan and Co. CPA's as External Auditor
- Appointment of Atty. Fredilyn Gunay as Compliance Officer
- Total Collection from IPO as of December 31, 2022 PhP 206,386,999
- No dividends was declared during 2020, 2021 and 2023
- Presentation of the Financial Highlights for the the periods ending September 30, 2023, December 31, 2022 and 2021, Summary of Expenses and Statement of Financial Condition.
  - Total Assets : PhP 648,606,351.00
  - Total Liability : PhP 284,899,140.00
  - Total Equity : PhP 363,707,211.00
- The board of directors worked hard to be able to accomplish our goals. Attached is their attendance for the year 2023 and their performance appraisal report for year 2023.



**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
(083) 553-0605 / 0917-147-1905 / 0942-484-1238  
acemc.gensan@yahoo.com

## **IX. Ratification of the Acts and Proceedings of the Board of Directors, Officers and Management of the Corporation for the Period from June 22, 2022 to December 20, 2023**

Dr. Jean D. Alcover-Banal moved for the ratification of all the acts and proceedings of the Board of Directors, Officers and Management of the Corporation for the period June 22, 2022 up to December 20, 2023 which was duly seconded by Engr. Generoso M. Orillaza. The list of corporate acts to be ratified was flashed on the screen. Thereupon, the stockholders present, representing 132,680 shares of the outstanding capital stocks approved to ratify all the acts and proceedings of the Board of Directors, officers, and management for the covered period.

## **X. Election of Directors for the Year 2023-2024**

Voting was done via the Webinar voting poll launched during the meeting. All the votes had been cast in favor of the 15 nominees; thereafter, they were declared as the duly elected members of the Board of Directors for 2023-2024.

The following were elected as members of the Board of Directors for the year 2023-2024:

<b>Names of Nominees</b>	<b>Number of Votes</b>
1. Dr. Marietta T. Samoy	88,298
2. Dr. Fredilyn G. Samoro	186,971
3. Dr. Geanie Cerna-Lopez	88,640
4. Dr. Amado Manuel C. Enriquez, Jr.	137,468
5. Dr. Ma. Editha Lou C. Pacis	94,317
6. Dr. Jasmin L. Montecillo	153,267
7. Dr. Natividad M. Torre	112,278
8. Dr. Francisco N. Lorenzo	103,927
9. Dr. Ferjenel G. Biron	398,584
10. Dr. Fernando P. Carlos	120,836
11. Dr. Francis G. Lavilla	141,299
12. Engr. Generoso M. Orillaza	89,431
<b>Independent Directors</b>	
1. Dr. Jean D. Alcover-Banal	88,350
2. Dr. Darwin P. Corpuz	85,993
3. Dr. Stephen D. Salvilla	101,034

## **VII. Appointment of External Auditor for Year 2023**

Dr. Jasmin Montecillo moved for the appointment of Dimaculangan, Dimaculangan and Co., CPAs as the Corporation's External Auditor for the year Y2023 for a reasonable fee to be determined by management, duly seconded by Dr. Darwin Corpuz. There was no objection raised by the stockholders, thus, the appointment of Dimaculangan, Dimaculangan and Co., CPAs was approved by the stockholders present, owning 132,680 shares of the outstanding shares.



**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
(083) 553-0605 / 0917-147-1905 / 0942-484-1238  
acemc.gensan@yahoo.com

### **VIII. Adjournment**

There being no other matters to discuss, the meeting was adjourned at around 8:54 AM in the morning, upon motion duly made by Dr. Marietta Samoy and seconded by Dr. Stephen D. Salvilla.

Prepared by:

**Geanie Cerna-Lopez, M.D.**  
Corporate Secretary

Attested by:

**Fernando P. Carlos, M.D.**  
Chairman



**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
 (083) 553-0605 / 0917-147-1905 / 0942-484-1238  
 acemc.gensan@yahoo.com

## ANNEX “A”

### List of Attendees

1	Edward D. Carillo	
2	Dr. Agnes Jean M. Villaflor	
3	Agnes L. Padilla-Escalera	
4	Joyce Suzzane A. Alfafara	
5	Dr. Amado Manuel C. Enriquez Jr.	Director/ Chairman
6	Andrea Bella Q. Sumergido	
7	Ann Marie S. Deita	
8	Annabelle A. Glimada	
9	Arque P. Dayaday Jr.	
10	Antoneth Beronio Bernabe	
11	Bernard G. Behimino	
12	Dr. Carlos D. Lazara II	
13	Catherine D. Alavar	
14	Ceazar John E. Templonuevo	
15	Clint Joseph P. Celestial	
16	Charito S. Ansagay	
17	Charito S. Pascua	
18	Charlene Mae L. Ho	
19	Cheery Ivy O. Baldemor	
20	Cheryl E. Quesada	
21	Sheba Marie Fantin Chiu	
22	Christine Joy L. Arim	
23	Christopher E. Santianez	
24	Marlene Octavio Jabilles	
25	Dara Jireh P. Tingal	
26	Darlene Natividad E. Rendon	
27	Deane Krystel Q. Lacuesta	
28	Paolo Petrina G. Reyes Represented by His Guardian Mary Claire G. Reyes	
29	Diana Luz D. Serrano	
30	Dr. Danilo C. Regozo	Director
31	Dr. Natividad M. Torre	Director/ Vice President
32	Dr. Felicisimo De Castro	
33	Dr. Ferjenel G. Biron	Director
34	Dr. Francis G. Lavilla	Director
35	Dr. Stephen D. Salvilla	Independent Director
36	Patsy Phiala G. Reyes Represented by Her Guardian Mary Claire G. Reyes	
37	Engr. Lino O. Montilla	
38	Ernalyn L. Caresosa	
39	Esperanza D. Jawali	
40	Ethel Mae F. Bureros	
41	Evangeline G. Jose	
42	Dr. Francisco N. Lorenzo	Director/ Vice Chairman
43	Dr. Fredilyn G. Samoro	Director/ President
44	Pierre Patricia G. Reyes Represented by His Guardian Mary Claire G. Reyes	
45	Dr. Geanie A. Cerna Lopez	Director/ Corporate Secretary



**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
 (083) 553-0605 / 0917-147-1905 / 0942-484-1238  
 acemc.gensan@yahoo.com

46	Engr. Generoso M. Orillaza	Director
47	Genest Jan S. Ramirez II	
48	Germie L. Rapista	
49	Gina C. Galinato	
50	Gina M. Sariente	
51	Glorymae N. Coscos	
52	Gunay, Fredelyn Sotelo	
53	Helen B. Nograles	
54	HELEN C. LEDESMA	
55	Dr. Hiyasmin Clarissa B. Babar	
56	Lopelino L. Pinatacan	
57	Vinice Mae Corazon V. Insular	
58	Jaime D. Chavez	
59	Jaime P. Borra III	
60	Dr. Jasmin L. Montecillo	Director
61	Jay Ariel D. Cosmod	
62	Dr. Jean D. Banal-Alcover	
63	Jennifer D. Bermejo	
64	Jerson M. Franco	
65	Jesseca Jay M. Ruiz	
66	Jhojeit T. Peñaflor	
67	Dr. Jocelyn S. Frial	Director/ Corporate Treasurer
68	Joselito Palmejar Gutierrez	
69	Joseph Angelo Gutierrez	
70	Ma. Josie Lumbré Gutierrez	
71	Joseph Benedict M. Del Carmen	
72	Judith C. Hayao	
73	Kathlene Mae O. Pateño	
74	Kent Francis P. Bautista	
75	Kevin R. Gecosala	
76	Francis Jay P. Labrador	
77	Lany T. Tamesis	
78	Lei Justine P. Labrador	
79	Leo L. Labrador	
80	Leonila P. Celestial	
81	Leslie D. Rubin	
82	Lester B. Maulion	
83	Basilisa M. Ygnalaga	
84	Lizl L. Camilo	
85	Lloridel C. Ching	
86	Lolita D. Balunos	
87	Louie Niel Rendon	
88	Romeo P. Januto	
89	Abraham S. Accad	
90	Ma. Chona S. Omana	
91	Dr. Ma. Editha Lou C. Pacis	Director
92	Ma. Nova M. Lacson	
93	Marianita Buhia	
94	Dr. Marietta T. Samoy	Director/ Asst. Corporate Treasurer
95	Dr. Marilyn R. Enriquez	



**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
 (083) 553-0605 / 0917-147-1905 / 0942-484-1238  
 acemc.gensan@yahoo.com

96	Dr. Marissa A. Orillaza	
97	Marjoe Angelo B. Chong	
98	Marlene R. Dela Gente	
99	Mary Ann S. Rivera	
100	Mary Bernadette P. Suarez	
101	Mary Grace P. Sta.Rita	
102	Marylyn J. Nacua	
103	Dr. Darwin P. Corpuz	Independent Director
104	Oscar Alabat Mama	
105	Dr. Meride D. Lavilla	
106	Michael C. Conche	
107	Dr. Michael Edward R. Enriquez	
108	Dr. Miguel Antonio R. Enriquez	
109	Arturo C. Agustin	
110	Ephraim P. Galzote	
111	Neil Edrian B. Nograles	
112	Nelida R. Rendon	
113	Nelson B. Ayuda	
114	Nimrod P. Ponce	
115	Vincent Oliver C. Torre	
116	Dr. Noel R. Alolod	Independent Director
117	Noel R. Rendon	
118	Norma D. Pasandalan	
119	Norman C. Bendoy	
120	Doris B. Rosales	
121	Jenny Rose G. Sedanto	
122	Pisces Raymond Y. Lumaque	
123	Prezil L. Segues	
124	Relinda S. Caresosa	
125	Mary Claire G. Reyes	
126	Rhuel N. Huelar	
127	Richelle C. Barcelete	
128	Riza S. Berenio	
129	Roberto L. Ayco	
130	Dr. Rodney Jun M. Garcia	
131	Dr. Rodrigo K. Salangsang Jr.	
132	Rosario C. Torre	
133	Ruben D. Abaro, Jr	
134	Celso B. Canzana Jr.	
135	Sandrew S. Asentista	
136	Sarah Jane L. Alfaro	
137	Sarah Jean Talapas-Suwaib	
138	Sharlyn S. Lara	
139	Jessel O. Cofleros	
140	Maria Rowena D. Peligro	
141	Dr. Fernando P. Carlos	
142	Valerie Hannah C. Torre	
143	Vaneza A. Dumaguit	
144	Veralou De Los Reyes	
145	Victoria Escobilla	
146	Zenaida A. Duron	
147	Zenaida B. Besagas	





**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
 (083) 553-0605 / 0917-147-1905 / 0942-484-1238  
 acemc.gensan@yahoo.com

148	Zeny F. Flordeliz	-
	Present By Proxy	
149	Dr. Eugenio G. Cu	
150	Dr. Roberto M. De Leon	
151	Dr. Ma. Angel Rodriguez-Bandola	
152	Dr. Melannie Marie C. Arias	
153	Dr. Angelito Yat L. Balay	
154	Dr. Kenneth C. Crisostomo	
155	Dr. Jose M. Edang, Jr	
156	Dr. Ma. Sonrisa D. Gabor	
157	Dr. Rhodora G. Gagwis	
158	Dr. Raymund G. Gagwis	
159	Dr. Mary Aileenette O. Guazo	
160	D. Rex Jeffrey Montecillo	
161	Dr. Ma. Theresa D. Samonte	
162	Glenn Ian S. Divinigracia	
163	Jaesel Madlangbayan	
	Guests	
164	Sheila Mae Eldian	ACEC Gensan Staff
165	Alyssa Villarte	ACEC Gensan Staff
166	Cristine Khate Lejarso	ACEC Gensan Staff
167	Brenda Balanza	ACEC Gensan Staff
168	Melanie Cancer	ACEC Gensan Staff
169	Chryslene Reyes	ACEC Gensan Staff
170	Corazon Caling	Administrative Manager
171	Elmer Samoro	Chief Accounting Officer
172	Cherry Duran	External Auditor
173	Marites Dimaculangan	External Auditor



**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
 (083) 553-0605 / 0917-147-1905 / 0942-484-1238  
 acemc.gensan@yahoo.com

## ANNEX “B”

### ATTENDANCE OF DIRECTORS FOR THE YEAR 2023

	Name of Director	01.21. 2023	02.18. 2023	03.13. 2023	04.15. 2023	05.20. 2023	06.17. 2023	07.15. 2023	08.19. 2023	09.24. 2023	10.23. 2023	11.18. 2023	12.16. 2023	% of Attendance
1	ALOLOD, NOEL R.	P	P	P	P	P	P	P	P	P	P	A	P	91.67
2	BIRON, FERJENEL G.	A	A	A	A	P	P	A	P	A	P	P	P	50.00
3	CERNA-LOPEZ, GEANIE A.	P	P	P	A	P	P	P	P	A	P	P	P	83.33
4	CORPUZ, DARWIN P.	A	P	P	P	P	P	P	P	P	P	A	P	83.33
5	ENRIQUEZ, AMADO MANUEL JR. C.	A	P	P	P	P	P	P	P	P	P	P	P	91.67
6	FRIAL, JOCELYN S.	P	P	P	P	P	P	P	A	P	P	P	P	91.67
7	LAVILLA, FRANCIS G.	P	P	P	P	P	P	P	P	P	P	P	P	100.00
8	LORENZO, FRANCISCO N.	P	P	P	P	P	P	P	P	P	P	P	P	100.00
9	ORILLAZA, GENEROSO M. ENGR.	P	P	P	P	P	P	P	P	P	P	P	P	100.00
10	PACIS, MA. EDITHA LOU C.	P	P	P	P	P	P	P	P	P	P	A	P	91.67
11	REGOZO, DANILO C.	A	A	P	P	P	P	P	P	P	P	P	P	83.33
12	SALVILLA, STEPHEN D.	P	P	P	A	A	A	P	P	A	A	A	A	41.67
13	SAMORO, FREDILYN G.	P	P	P	P	P	P	P	P	P	P	P	P	100.00
14	SAMOY, MARIETTA T.	P	P	P	P	P	P	P	P	A	P	P	P	91.67
15	TORRE, NATIVIDAD M.	P	P	P	P	P	P	P	P	P	P	A	P	91.67



**“ANNEX C”**

Below is the Board Performance Appraisal Report for the year 2023:

**PERFORMANCE ASSESSMENT FOR THE BOARD OF DIRECTORS**  
 (January 1, 2023- December 31, 2023)

Good Corporate Governance Principles and Practices	Rating
1. The Board is composed of competent, hardworking members that foster the long-term success of the corporation and sustain its competitiveness and growth.	5
2. The Board is headed by a competent and qualified chairperson.	4
3. The Board practices diversity which avoids groupthink and ensures that optimal decision-making is achieved.	4
4. The Board members act on a fully-informed basis, in good faith, with due diligence and care, and in the best interest of the company and the shareholders and all other stakeholders	5
5. The Board oversees the development of and approves the company's business and strategy and monitor its implementation, in order to sustain the company's long-term viability and strength	5
6. The Board ensures an effective succession planning program for directors, key officers and Management to ensure the continuous and consistent growth of the company.	5
7. The Board aligns the remuneration of key officers and board members with the long-term interest of the company.	5
8. The Board has adopted a formal nomination and election policy which provides for the procedures on how the Board accepts nominations.	5
9. The Board ensures the integrity of related party transactions and other unusual transactions, particularly those which pass certain threshold materiality. The Board reviews and approves material RPTs to guarantee fairness and transparency of the transactions.	5
10. The Board has an internal control system in place and a mechanism to monitor and manage potential/actual conflicts of interests of board members, management and shareholders.	5
11. The Board has organized board committees to support the effective performance of the board functions, particularly, with respect to audit, risk management, compliance and other key corporate governance concerns, such as nomination and remuneration.	5
12. The Board endeavors to exercise an objective and independent judgment on all corporate affairs.	4



**ALLIED CARE EXPERTS (ACE) MEDICAL CENTER–GENSAN, INC.**  
**Barangay Lagao, General Santos City**  
 (083) 553-0605 / 0917-147-1905 / 0942-484-1238  
 acemc.gensan@yahoo.com

13. The Board has at least 2 independent directors, or at least 20% of the members of the Board, whichever is higher.	5
14. The Board regularly carries out evaluations to assess its performance as a body, and whether it possesses the right mix of backgrounds and competencies.	5
15. The Board applies high ethical standards, taking into account the interests of all stakeholders.	5
16. The Board has established corporate disclosure policies and procedures that are practical and in accordance with generally accepted best practices and regulatory expectations.	5

## CERTIFICATION OF INDEPENDENT DIRECTOR

I, **STEPHEN D. SALVILLA**, Filipino, of legal age and a resident of General Santos City, having been duly sworn in accordance with law do hereby declare that:

1. I am a nominee for independent director of **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")** and have been its independent director since January 1, 2018 to December 31, 2018; January 1, 2019 to April 6, 2019; June 18, 2021 to June 22, 2022; June 22, 2022 to December 21, 2023; December 22, 2023 to current.

2. I am affiliated with the following companies or organizations (including government-owned and controlled corporations):

Company/Organization	Position/Relationship	Period of Service

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")**, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances

4. I am related to the following director/officer/substantial shareholder of \_\_\_\_\_ other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code

Name of Director/Officer/Substantial Shareholder	Company	Nature of Relationship

5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding/ I disclose that I am the subject of the following criminal/administrative investigation or proceeding (as the case may be);
6. (For those in government service/affiliated with a government agency or GCC) I have the required written permission or consent from the (head of agency/department) to be an independent director in **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")**, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules
7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances





8. I shall inform the Corporate Secretary of **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")** of any changes in the abovementioned information within five days from its occurrence.

Done this \_\_\_ day of \_\_\_\_\_, at \_\_\_\_\_

**STEPHEN D. SALVILLA**  
Affiant

SUBSCRIBED AND SWORN to before me this **MAY 09 2024** day of \_\_\_\_\_, at \_\_\_\_\_  
**GENERAL SANTOS CITY** affiant personally appeared before me and exhibited to me his/her  
TIN# 255-590-845 issued on \_\_\_\_\_, at \_\_\_\_\_

Doc No 263  
Page No 53  
Book No XXXIII  
Series of 2024

**ATTY. ILDEFONSO O. LAMBOSO**  
NOTARY PUBLIC  
UNTIL DECEMBER 31, 2025  
ROLL NO. 43054  
PNC NO. 23-233  
PTR NO. 0882684, 09-01-2023 AT GSC  
IBP RECEIPT NO. 2050, 09-29-2023 AT GSC  
MCLE COMPLIANCE CERT. NO. VII-0011242  
**TIN - 146-803-870**



## CERTIFICATION OF INDEPENDENT DIRECTOR

I, **DARWIN P. CORPUZ**, Filipino, of legal age and a resident of General Santos City, having been duly sworn in accordance with law do hereby declare that:

1. I am a nominee for independent director of **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")** and have been its independent director since January 1, 2019 – April 6, 2019; April 6, 2019 – December 2019; December 2019 – August 26, 2020; August 26, 2020 to June 18, 2021; June 18, 2021 to June 22, 2022; June 22, 2022 to December 21, 2023; December 22, 2023 to current.

2. I am affiliated with the following companies or organizations (including government-owned and controlled corporations):

Company/Organization	Position/Relationship	Period of Service

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")**, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances

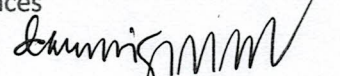
4. I am related to the following director/officer/substantial shareholder of \_\_\_\_\_ other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code

Name of Director/Officer/Substantial Shareholder	Company	Nature of Relationship

5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding/ I disclose that I am the subject of the following criminal/administrative investigation or proceeding (as the case may be);

6. (For those in government service/affiliated with a government agency or GCC) I have the required written permission or consent from the (head of agency/department) to be an independent director in **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")**, pursuant to Office f the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules

7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances





8. I shall inform the Corporate Secretary of **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")** of any changes in the abovementioned information within five days from its occurrence.

Done this \_\_\_ day of \_\_\_\_\_, at \_\_\_\_\_.

  
**DARWIN P. CORPUZ**  
Affiant

SUBSCRIBED AND SWORN to before me this MAY 09 2024 day of \_\_\_\_\_, at \_\_\_\_\_  
**GENERAL SANTOS CI** affiant personally appeared before me and exhibited to me his/her  
TIN# 228-883-923 issued on \_\_\_\_\_, at \_\_\_\_\_

Doc No 262  
Page No 53  
Book No XXXII  
Series of 2024

  
**ATTY. ILDEFONSO O. LAMBOSO**  
NOTARY PUBLIC  
UNTIL DECEMBER 31, 2025  
ROLL NO. 43054  
PNC NO. 23-233  
PTR NO. 0882684, 09-01-2023 AT GSC  
IBP RECEIPT NO. 2050, 09-29-2023 AT GSC  
MCLE COMPLIANCE CERT. NO. VII-0011242  
TIN # 146-803-870

## CERTIFICATION OF INDEPENDENT DIRECTOR

I, **JEAN ALCOVER-BANAL**, Filipino, of legal age and a resident of General Santos City, having been duly sworn in accordance with law do hereby declare that:

1. I am a nominee for independent director of **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")** and have been its independent director since December 21, 2023 to Current.
2. I am affiliated with the following companies or organizations (including government-owned and controlled corporations):

Company/Organization	Position/Relationship	Period of Service
MSU Gensan Com.	Assistant Professor IV	2022 to Present
Socsargen County Hospital	Chief of Clinic	2016 to Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")**, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances
4. I am related to the following director/officer/substantial shareholder of \_\_\_\_\_ other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code

Name of Director/Officer/Substantial Shareholder	Company	Nature of Relationship
None		

5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding/ I disclose that I am the subject of the following criminal/administrative investigation or proceeding (as the case may be);
6. (For those in government service/affiliated with a government agency or GCC) I have the required written permission or consent from the (head of agency/department) to be an independent director in **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")**, pursuant to Office f the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules
7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances




8. I shall inform the Corporate Secretary of **Allied Care Experts (ACE) Medical Center-Gensan Inc. ("ACE-Gensan")** of any changes in the abovementioned information within five days from its occurrence.

Done this \_\_\_ day of \_\_\_\_\_, at \_\_\_\_\_.

  
JEAN ALCOVER-BANAL  
Affiant

SUBSCRIBED AND SWORN to before me this **MAY 09 2024** day of \_\_\_\_\_, at  
**GENERAL SANTOS CITY** affiant personally appeared before me and exhibited to me his/her  
\_\_\_\_\_ issued on \_\_\_\_\_, at \_\_\_\_\_

Doc No 264  
Page No 57  
Book No XXVII  
Series of 2024

  
ATTY. ILDEFONSO O. LAMBOSO  
NOTARY PUBLIC  
UNTIL DECEMBER 31, 2025  
ROLL NO. 43054  
PNC NO. 23-233  
PTR NO. 0882684, 09-01-2023 AT GSC,  
IBP RECEIPT NO. 2050, 09-29-2023 AT GSC,  
MCLE COMPLIANCE CERT. NO. VII-0011247  
TIN - 146-803-870

6. Aggregate For The Officers And Directors As A Group	2023 Estim.	PhP 3,900,000	0.00	-
	2022	PhP 2,820,000	0.00	-
	2021	PhP 3,590,000		

- a. The members of the Board receive a per diem of P50,000.00 for each board meeting. With respect to the officers of the Company, the Board of Directors, in its meeting on July 16, 2022, approved the monthly compensation for the following officers: Chairman- P100,000.00/month; President-P100,000.00/month; Vice President – P75,000.00/month; Corporate Secretary-P75,000.00/month; Treasurer – P75,000.00/month, Assistant Corporate Secretary – P50,000.00/month, Assistant Treasurer – P50,000.00/month. Aside from the aforementioned, there are no other bonus, profit sharing or other compensation plan, contract or arrangement in which any director, nominee for election as director, of the registrant will participate.
- b. The Company has no registered, non-contributory retirement plan at present.
- c. The Company has no existing options, warrants or rights to purchase any securities.

## **2. INDEPENDENT PUBLIC ACCOUNTANTS**

The Company's external auditor is the auditing firm of Dimaculangan, Dimaculangan and Co. CPA's. For the year 2023, the board recommends the appointment of Dimaculangan Dimaculangan and Co. CPAS as the Company's external auditor, based on the recommendations of the Audit Committee composed of Dr. Darwin Corpuz[Chairperson/Independent Director], Dr. Geanie Cerna-Lopez and Dr. Noel R. Alolod(Independent Director), subject to stockholders' approval.

The Audit committee evaluates proposals based on the quality of service, commitment for deadline and fees. The committee may require a presentation from each proponent to clarify some issues.

1. Dimaculangan, Dimaculangan and Co. CPA's, represented by its engagement partner, Ms. Maria Teresita Z. Dimaculangan, is the external auditors of the Company for the most recently completed year 2022. Pursuant to SRC Rule 68 (3) (b) (iv) of the Amended Implementing Rules and Regulations of the Securities Regulation Code (SRC) (re: rotation of external auditors), the Company has not engaged Ms. Maria Teresita Z. Dimaculangan for more than five years.
2. Representatives of Dimaculangan, Dimaculangan and Co. CPA's are expected to be present during the stockholders' meeting. The representatives will have the opportunity to make statements if they desire to do so and will be available to respond to appropriate questions from the security holders.
3. During the two (2) most recent fiscal years or any subsequent interim period, the independent auditor has not resigned nor was dismissed or has declined to stand for reappointment after the completion of the current audit.
4. The aggregate annual external audit fees billed for each of the last two (2) fiscal years for the audit of the registrant's annual financial statements or services that are normally provided by the external auditor are as follows:  
For the year 2022 - P194,409.00  
For the year 2021 - P145,000.00
5. The above audit fees are inclusive of the following: (a) audit, other assurance and related services by the External Auditor that are reasonably related to the performance of the audit or review of the Company's financial statements P194,409.00; and (b) no other fees, which covers out of pocket expenses i.e. air

and land transportation, accommodation, reproduction of reports and other miscellaneous expenses were accrued by the Company as of December 31, 2022.

### **3. OTHER MATTERS**

#### **Action with Respect to Reports**

The approval of the stockholders on the following will be taken up:

1. Minutes of the June 22, 2022 Annual Stockholders' Meeting. The Minutes cover the following items:

1. Invocation
2. Call to Order
3. Proof of Notice of the Meeting
4. Certification of Quorum
5. Welcome Message from the Chairman of the Board
6. Reading and Approval of the Minutes of the Annual Stockholders' Meeting last June 17, 2021 by the Corporate Secretary
7. Presentation and Approval of Year 2021 Audited Financial Statements
8. President's Report
9. Ratification of Acts and Proceedings of the Board of Directors, Officers and Management of the Corporation for the Period from June 17, 2021 to June 21, 2022
10. Election of Directors for the Year 2022-2023
11. Appointment of External Auditor for Year 2022
12. Other Matters
13. Adjournment

The approval or disapproval of the above Minutes will refer only to the correctness of the Minutes and will not constitute an approval/disapproval of the matters stated in the Minutes.

2. Audited Financial Statements for the year ending 31 December 2022.

#### **Other Proposed Actions**

1. Ratification of all corporate acts and resolutions during the past year of the Board, Officers and Management. These acts are covered by resolutions duly adopted in the usual course of business such as opening of bank accounts and designation of authorized signatories for various transactions, etc.
2. Election of Directors for Y2023-2024
3. Appointment of External Auditor for fiscal year ending 31 December 2023

#### **Amendment of Charter, By-Laws and other Documents**

There is no action to be done with respect to the charter of the Corporation.

#### **Voting Procedures**

Except on the election of directors, an affirmative vote by the stockholders owning at least a majority of the outstanding capital stock shall be sufficient to approve matters requiring stockholder's action. The holder of a majority interest of all outstanding stock of the Company entitled to vote at the meeting, in person or by proxy, shall constitute a quorum for the transaction of business. The holders of common stocks are entitled to one vote per share, but in connection with the cumulative voting feature applicable to the election of directors, each stockholder

## SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER

1. November 7, 2023  
Date of Report
2. SEC Identification Number CS201612055    3. BIR Tax Identification No. 009-317-037
4. ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-GENSAN INC.  
Exact name of issuer as specified in its charter
5. Philippines  
Province, country or other jurisdiction of incorporation
6. Industry Classification Code:  (SEC Use Only)
7. 2<sup>nd</sup> Floor, Genmedex, Santiago Boulevard, General Santos City                      9500  
Address of principal office                      Postal Code
8. 09175504889  
Issuer's telephone number, including area code
9. Not applicable  
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Founder	600
Common	147,560
Preferred	60,000

- .....
11. Indicate the item numbers reported herein: **Item 9.**

The Board, during its special board meeting on November 7, 2023, has considered the following:

- Postponement of Y2023 Annual Stockholders Meeting

The Board has approved the postponement of the Y2023 annual stockholders meeting from November 27, 2023 to December 21, 2023, as the Company would want to complete the preparation of the materials to be presented in the meeting.

The Board has likewise fixed the record date for the stockholders entitled to notice of and to vote during the said annual stockholders meeting to be on December 1, 2023.

Attached is the Secretary's Certificate on the approval thereof by the Board of Directors.

#### SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-GENSAN, INC.  
Issuer

November 7, 2023  
Date

By:

  
RHODORA G. GAGWIS, M.D.  
Assistant Corporate Secretary



Republic of the Philippines)  
City of GENERAL SANTOS CITY S.S.

### SECRETARY'S CERTIFICATE

I, RHODORA G. GAGWIS, being the duly elected Assistant Corporate Secretary of Allied Care Experts (ACE)- Medical Center-Gensan, Inc.["ACE-Gensan"], hereby certify that the Board of Directors of ACE-Gensan, in a Special Board meeting held on November 7, 2023, approved the postponement of its annual stockholders meeting from November 27, 2023 to December 21, 2023. The Board of Directors approved the following resolution:

RESOLVED, That the Board of Directors of Allied Care Experts (ACE) Medical Center-Gensan, Inc.["ACE-Gensan"] hereby approves the postponement of the annual stockholders meeting of ACE-Gensan from November 27, 2023 to December 21, 2023 as it is still completing the materials to be presented in the meeting.

RESOLVED FURTHER, That the record date for the stockholders entitled to notice of and to vote during the said annual stockholders meeting is hereby fixed to be on December 1, 2023.

Issued this \_\_\_\_\_ 2023, in \_\_\_\_\_, Philippines.

  
Rhodora G. Gagwis  
Assistant Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public, for and in the City of GENERAL SANTOS CITY, Philippines, this NOV 10 2023, affiant exhibited to me her Professional Regulation Commission, as follows:

Name


PRC No.

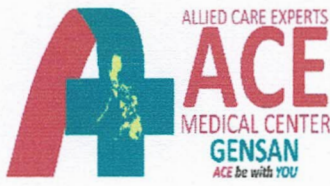
Rhodora G. Gagwis

PRC#108928

NOTARY PUBLIC

Doc. No. NJ  
Page No. 71  
Book No. CXVII  
Series of 2023.

  
**ATTY. ILDEFONSO O. LAMBOSO**  
NOTARY PUBLIC  
UNTIL DECEMBER 31, 2023  
ROLL NO. 43054  
PTR NO. 0493682/12-12-2022 AT GSC  
IBP RECEIPT NO. 1719/12-21-2022 AT GSC  
MCLE COMPLIANCE CERT. NO. VII-001124  
TIN NO. 146-803-870



**NOTICE OF THE ANNUAL STOCKHOLDERS MEETING  
OF  
ALLIED CARE EXPERTS (ACE) MEDICAL CENTER-GENSAN INC.**

DEAR STOCKHOLDERS:

Please take notice that the Annual Meeting of Stockholders of Allied Care Experts (ACE) Medical Center -Gensan Inc. will be held on December 21, 2023, Thursday, at 8:00 in the morning; the meeting will be conducted via Zoom Webinar. Kindly confirm your presence for the meeting by registering on or before December 15, 2023.

To register for the meeting, click the link below:

<https://us06web.zoom.us/j/kcNl1mBeuv>

The link will provide you the process for the registration. You will receive a confirmation email once you have successfully registered in the platform, including the details and procedures in the conduct of the meeting. Voting will be done via the online tool which you can access once you have logged in to the zoom meeting. The host will launch the following voting link during the meeting, where participants will be prompted to cast their votes.

[acegensanvote.com](http://acegensanvote.com)

Please note the following voting procedure:

1. Log in using the link and voting code provided by ACE. Voting codes will be generated by the system which will be given to the election committee once the list of voters are final. The codes will be provided to the respective voters by the election committee via email or SMS through the email address or mobile number that you have submitted to the corporation.
2. Use the input box to cast votes on preferred candidate/s. You may indicate the desired number of votes in the input box for each candidate or you may cast all your available votes on a single candidate.
3. Review your preferred list of candidate/s. A pop-up box will show your chosen candidate/s. Kindly review.
4. Click "Submit" to confirm your votes.
5. Click "Export PDF" for your voting receipt. This will let you download a PDF of your voting receipt. This is optional.



The meeting shall be recorded (visual and audio) for future reference.

The Agenda:

- I. Call to Order
- II. Invocation
- III. Determination of Quorum
- IV. Welcome Message from the Chairman of the Board
- V. Reading and Approval of the Minutes of the Y2022 Annual Stockholders' Meeting
- VI. Annual Financial Report
- VII. President's Report
- VIII. Ratification of the Acts and Proceedings of the Board of Directors, Officers, and Management of the Corporation
- IX. Election of the Board of Directors for the year 2023-2024
- X. Appointment of External Auditor for the year 2023
- XI. Adjournment

Only stockholders of record at the close of business on December 1, 2023 (Record Date) shall be entitled to notice of and to vote at the meeting. If you cannot personally attend the meeting, you may opt to send your proxy to attend in your behalf. Kindly submit your duly executed proxy form with the undersigned, via email, at [compliance.acemcgensan@gmail.com](mailto:compliance.acemcgensan@gmail.com), preferably, not later than December 15, 2023, to enable your proxy to register in the Zoom Webinar. A sample of the proxy form is available at the Corporation's website for your reference. [NOTE: Management is not soliciting proxies]

The Information Statement and Management Report and SEC Form 17-A will be available at the Corporation's website at <http://acemcgensan.com/>.

You may contact the undersigned via email at [compliance.acemcgensan@gmail.com](mailto:compliance.acemcgensan@gmail.com), or through telephone number: (083) 305-2490, if you have inquiries or concerns regarding the meeting.

Very truly yours,

**GEANIE A. CERNA-LOPEZ**  
Corporate Secretary