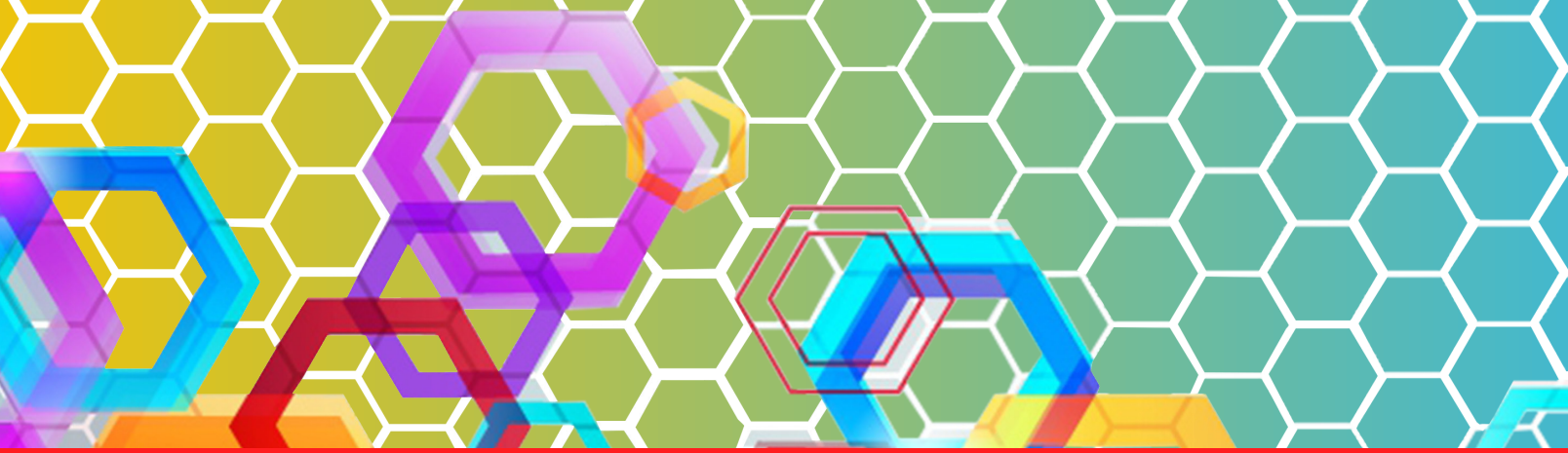




GRBANK

TRUSTED SINCE 1954

ANNUAL REPORT 2020



**EMPOWERING MSMEs...
ENRICHING PINOY LIVES**



ANNUAL REPORT 2020

OUR VISION

To be the most trusted and preferred rural bank in the Philippines by delivering innovative products “**Where Service is Best**”, enriching our people with a sense of ownership and commitment, and optimizing share of our stockholders.

OUR MISSION

As a responsive and ethical banking institution which values integrity, good governance and professional excellence, we are committed to our customers and fully accountable to our shareholders, partners and employees by delivering optimal results with transparent and efficient management systems.

We are a bank known for its outstanding support and commitment to MSMEs (micro, small and medium enterprises), nurturing and transforming them into viable and competitive business entities.

At the heart of this endeavor is our desire to see the lives of those we serve ever more enriched and capable of contributing to the success of our country, thereby improving the lives of every Filipino.

OUR VALUES

- S**- Stability
- P**-Professionalism
- I**-Integrity
- R**-Responsiveness
- I**- Innovative
- T**- Transparency



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from the
Chairwoman



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Overview of GRBank

- ❖ GRBank is a private solo bank, rural bank category, having varied business portfolio in loans, basic savings deposits, special savings, checking account, and bills payments propelled by a goal of “Empowering MSMEs, Enriching Pinoy Lives”.
- ❖ Top 5 market positions in the industry
- ❖ Total Assets: PHP 6.09B
- ❖ Total Deposits: PHP 4.7B
- ❖ Total Loans: PHP 4.38B
- ❖ Total Equity : PHP 1.19B; 21.23% CAR
- ❖ Local Network: 25 branches
- ❖ Solid track record spanning 66 years; among the ten Rural Banks to be opened in the Philippines when Bangko Sentral ng Pilipinas granted its Certificate of Authority on May 08, 1954; established primarily to provide financial services to the Guagua -Sta. Rita community; now has reached out to most communities of Pampanga and the rest of Central Luzon.
- ❖ A member of PDIC, PCHC, PhilPass and Bank Associations like Rural Bankers Association of the Philippines (RBAP), Confederation of Central Luzon Rural Banks (CCLRB) & Pampanga Federation of Rural Banks (PFRB)
- ❖ Majority-owned by the Carlos, Lapid and Coronel families whose major business interests are in financial services, real estate development and infrastructure.
- ❖ The founders handed down to their successors and employees the values of prudence, integrity and commitment to rural development. With over 66 years of existence, GRBank aims to be a bank of value, not just a bank of success. Such values have proven their worth as it continues to grow in strength and stability guided by these corporate concerns:
 - **Integrity**
 - **Optimum Financial Returns**
 - **Stability over Profitability**



CHAIRPERSON'S *Message*

Dear Fellow Stakeholders,

I would like to extend my heartfelt gratitude to our stakeholders for helping us overcome the challenges we went through in 2020. Life for everyone had not been easy but with all of you going the extra mile amid the crisis, we were able to end the year on a positive mark.

We managed to adjust to the new normal with the cooperation and hard work of our Board of Directors and employees as clearly manifested in notable improvement in our total assets and total capital as well as the attainment of our targets especially in terms of total income.

As we set our targets for 2021, it is with high hopes and optimism that I urge everyone to continue working for the attainment of our goals. GRBank believes that its people are the ones that make things happen as we all look forward to a brighter year with the development of Covid-19 vaccine that will allow us to go back to our normal lives. Indeed, there is so much to look forward to and be grateful for. I wish everyone good health, safety and more shared success in 2021.

Sincerely yours,


Amanda L. Carlos
Chairperson



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THE PRESIDENT'S *Report*

Dear Fellow Stakeholders,

The unprecedented 2020 was the year when the resilience of the Filipino people had been truly tested. Despite being caught off-guard by so many unpleasant events, we in GRBank are grateful that with our resilience, we have surpassed most targets and ended the year on a high note. Indeed, our hard work, perseverance and persistence to survive and thrive paid off.

It is with great pride to report on behalf of the Board of Directors that GRBank has maintained its position as the no.4 Rural Bank in the industry despite the unforeseen challenges in 2020.

Amid the persistent contraction of Philippines' Gross Domestic Product (GDP) by 11.5 % in the third quarter and inflation rate rising to 3.3% in November, GRBank has remained very stable with a remarkable net income of P139.9M which translated to a favorable Return on Equity (ROE) of 12.29%. Our Total Assets had risen to P6.09B or an astounding 7.03% increase. Total Deposits went up to P4.70B which is 10.89% higher than 2019. Total Loan Portfolio (TLP) grew to P4.38B or an almost 3% increase from the previous year. With 10.06% increase from 2019, GRBank has now a Total Capital of P1.19B.

Thanks to the Bangko Sentral ng Pilipinas (BSP) for its initiatives to help the economy bounce back which resulted in GRBank's single digit Past Due Ratio (PDR) of 8.97%. GRBank was able to cope well with this crisis. For the entire year, GRBank was able to maintain its stability, achieving a notable liquidity of 36.15% which is 4.15% greater than the previous year. Its Capital Adequacy Ratio (CAR) of 21.23% which is above BSP threshold of 10% made it possible for GRBank to be way ahead of its peers in the industry.

Other regulatory reliefs of BSP to Rural Banks such as lowering of reserve requirements and easing of regulation on Allowance for Credit Losses (ACL) which enabled them to boost their liquidity and extend credit at lower interest rates to spur countryside development have all been beneficial to GRBank.

In 2020, GRBank made remarkable achievements. Our partnership with DBP for ATM piggybacking program concluded with the signing of MOA in November. It was also last year that through collective effort, GRBank had been issued its Certificate of Eligibility (COE) for Basic Electronic Payment and Financial Services (EPFS) by the BSP which consequently qualified our bank to be a member of the Philippine Payments Management Inc. (PPMI). These initiatives and collaborations to embrace digitalization are all in line with the digital transformation efforts of the BSP for the rural banking industry.

The previous year which opened numerous opportunities for the rural banking industry has allowed GRBank to participate in various financial and recovery programs of the government from Covid-19 such as the Social Amelioration Program (SAP) of the Department of Social Welfare and Development (DSWD) where GRBank became a payout partner of RCBC and UnionBank for the disbursement of SAP fund. GRBank was able to pay out more than 200,000 beneficiaries before the end of 2020.

Amid all the disruptions, we were able to successfully launch our Financial and Digital Academy through our first webinar held in November via live stream on GRBank's FB page. This initiative is part of our advocacy on financial literacy and inclusion campaign.

The year 2020 will be surely seared into our memories because of its strong impact on how it had challenged the long-established certainties about what we used to believe as safe and healthy in all the areas of our lives. For 2021 and beyond, we project a better economy and banking environment. Hopefully with the discovery of vaccine to combat Covid-19, business and economy will start to recover. With our resilience, we will surmount all challenges that await us this 2021. I would like to thank the management team, employees, stockholders, directors, and all stakeholders for your unwavering support and commitment. I wish everyone good health, safety, and prosperity this new year.

Yours truly,



Jose Antonio Blas L. Carlos
President and CEO



Sr. EVP/COO's *Message*

The year 2020 although extremely challenging has opened many opportunities for the rural banking industry. The unforeseen global health and economic disruption has negatively impacted the lives and businesses globally causing company shutdowns and unemployment. GRBank is one of the few fortunate companies that has continued to thrive amid the Pandemic.

The year 2020 has kept us busier and made us work harder to enable us to take full advantage of the many opportunities that came along the way. We are truly grateful that we were able to continue serving our clients, keep our people employed and most especially help our nation bounce back and rebuild its economy from the ill-effects of Covid-19.

As we start another year and move towards ensuring that our Farmers and MSMEs get the best banking services we can offer, we would like to assure all our stakeholders that GRBank lives up to its vision, mission and commitment of enriching the lives of the underserved and vulnerable sectors particularly those who are in the countryside. We will continue to innovate and stay relevant by coming up with new products and services as we respond to the call of digital transformation, hence, improving the Bank's efficiency and providing convenience and ease to our clients.



Elizabeth C. Timbol
Senior Executive Vice-President
Chief Operating Officer



GRBANK

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SVP-ADMIN/OPERATIONS

Message

As we hurdled all the challenges we had confronted in 2020 brought about by the Pandemic, this health and economic crisis has taught us to be stronger and more resilient. Taking into account that some of our borrowers have not been spared by the impact of the Pandemic, GRBank has continued to find ways to reach out to its clients especially those who have been affected by the economic downturn.

GRBank has remained committed to the pivotal role it plays in the industry by continuing to extend loans and assistance to its clients to help hasten the recovery and rebuilding of the national economy in the midst of economic fallout. As we start to take our path towards a new journey, we pray that 2021 will be filled with new hopes and dreams to fulfill for all its stakeholders.

The presence of Covid 19 virus did not hinder GRBank to shine during the recently held Philippines Best Employer Brand Awards 2020 as it took pride in being conferred as one of the awardees together with top organizations in the country that are exemplary in HR and effectively using marketing communications for Human Resources Development.

Juggling strict implementation of safety protocols and employing strategies to define our business' future is difficult but we are grateful that we have managed to do it successfully. GRBank will continue to work hard in 2021 in order not to lose track of what we have started no matter how challenging it may be. With collective effort, we will soar higher to achieve our goals and targets for 2021.



Grace C. Glorioso

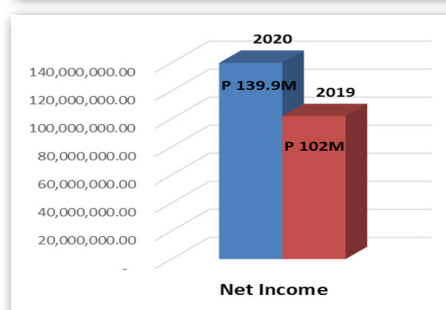
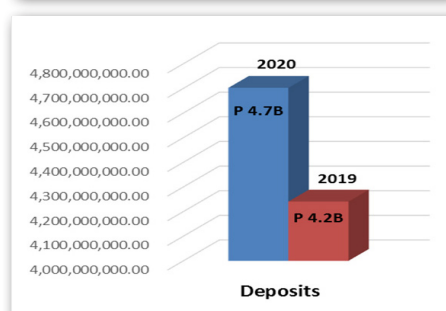
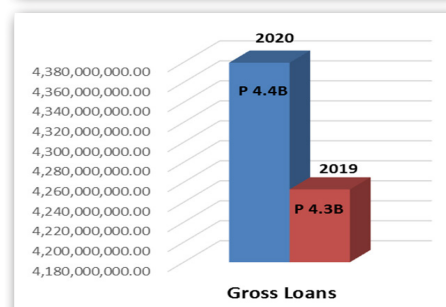
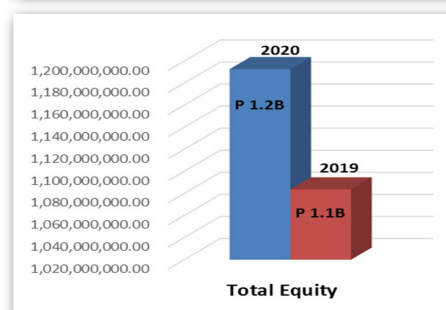
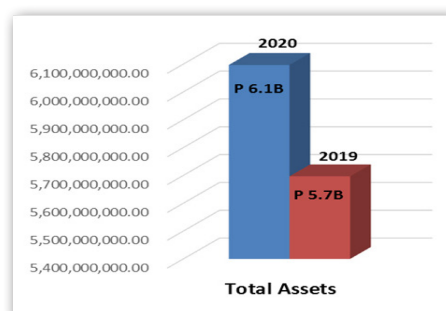
Senior Vice-President-Admin/Operations



SUMMARY OF SELECTED FINANCIAL INFORMATION

Minimum Required Data	Parent Bank (Solo)	
	Current Year (2020)	Previous Year (2019)
Profitability		
Total Net Interest Income	287,720,647.37	289,313,295.73
Total Non-Interest Income	45,309,697.11	32,644,995.24
Total Non-Interest Expenses	185,322,317.59	208,521,151.09
Pre-provision profit	147,708,026.89	113,437,139.88
Allowance for credit losses	233,448,802.25	194,863,748.67
Net Income	139,930,438.97	102,018,005.98
Selected Balance Sheet Data		
Liquid Assets	1,699,783,386.19	1,357,301,628.01
Gross Loans	4,379,589,597.56	4,252,816,223.58
Total Assets	6,096,973,325.65	5,696,723,873.83
Deposits	4,702,231,064.08	4,240,637,423.64
Total Equity	1,192,736,005.14	1,083,757,178.96
Selected Ratios		
Return on equity	12.29%	9.67%
Return on assets	2.37%	1.85%
Capital Adequacy Ratio	21.23%	19.79%
Capital Structure and Capital Adequacy		
Tier 1 capital and a breakdown of its components		
Paid up common stock	505,221,600.00	505,221,600.00
Retained Earnings	686,660,967.94	578,228,826.09
Cumulative foreign currency transaction	(38,903.17)	(3,038.16)
Tier 2 capital and a breakdown of its components		
General Loan Loss Provision	39,226,789.35	39,226,789.35
Deduction from Tier 1(50%)		
Deduction from Tier 2(50%) capital		
Total Qualifying Capital	1,191,843,664.77	1,122,674,177.28
Capital Requirements for credit risk		
Capital Requirements for operational risk	414,449,478.54	359,629,932.87
Others		
Cash Dividends Declared	30,000,000.00	51,013,296.00
Headcount		
Officers	63	64
Staff	62	69

*For banks with subsidiaries, the Financial summary should be presented side by side on a solo basis (parent) and on a consolidated basis (parent and subsidiaries) as provided under Sec. x190 of the MORB Financial Condition and Results of Operations.



GRBANK

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OPERATIONS' *Highlights*

BRANCH BANKING GROUP HIGHLIGHTS

The novel coronavirus (COVID-19) has a profound effect on people's lives and on the global economy. GRBank has a central role to play in not just supporting customers and employees, but society as well.

Just like most banks, GRBank triggered its business continuity plans (BCP) and quickly adjusted with the immediate impact of the pandemic and introduced new ways of doing things. With the organization structure in place, GRBank emerged as a strong bank still.

The bank saw three key areas to focus during this crisis: **servicing customers** – ensuring that they can avail of our services by keeping our branches open all throughout the height of the pandemic; **helping society** – supporting customers, employees and communities through the pandemic; and **responding to financial difficulty** – scenario planning, establishing more flexible credit policies for those affected.

The Branch Banking Group's (BBG) contribution was by making some adjustments in allowing clients to transact (deposit, withdraw and encash) wherever they are, without incurring additional cost. GRBank was also one with the call of BSP in waiving charges for clients' ease of doing business during the pandemic.

Overall, the year may have been a challenge but there is still success in adversity, for the BBG ended the year with P 4.7 billion in Deposits or 10.89% increase from last year's P 4.24 billion and achieved 132% of the target. The group likewise contributed 10.4% of the bank's income due to its efforts in the distribution of the DSWD's Social Amelioration Program. Here, the bank was able to reach out to more than 200,000 beneficiaries all over Central Luzon and distributed more than P 1.3 billion in funds. This was made possible through the partnership with RCBC-Diskartech.

GeRBilis was launched in November to give clients an added service for the payment of bills and other financial services like transfer of funds to other banks and ATM card withdrawals. Partners like i2i, ECPay, BDO and RCBC made all these possible.

The bank's efforts for digitalization are in full throttle to provide clients with a new digital banking experience for the future.

Lending Operations

Amid the COVID-19 crisis which hit not only the Philippine economy but global economy as well, the year 2020 can still be regarded as a significant year for GRBank. As the economy continued to decline, many businesses closed down and banks were worried on how their borrowers could make repayment for their loans. Because of the management's preparedness, GRBank was able to continue processing and releasing loans to help the borrowers cope with the challenges. Thus, a positive growth or 42% of its target quota on loans was achieved despite payments of many big ticket accounts.

With the guidance of the management, and collective efforts and cooperation of the staff of Credit Department, enhancements of the Bank's loan processes were continuously carried out. Policies and guidelines for new and diversified loan products were laid down to widen the Bank's clientele. As such, new personnel were hired for the Credit Department to handle new loan products. Some policies were also polished to achieve an effective credit risk management which will benefit not only the bank but the borrowers as well.

GRBank still managed to maintain a single digit past due ratio of 8.97% as of yearend of 2020 attributed to the collective efforts of all concerned and support of the management and cooperation of our borrowers.

Our partnership with the Agricultural Credit Policy Council (ACPC) of the Department of Agriculture (DA) was re-strengthened with new opportunities through the SURE Covid-19 ANYO (Agri-Negosyo) for Micro and Small Agribusiness covering the marginalized farmers and fisher folks, and KAYA (Kapital Access for Young Agripreneurs) for qualified agripreneurs to finance the capital requirements of their start-up or existing farm/fishery business. In addition, GRBank was able to get its accreditation with the Philippine Guarantee Corporation (PGC) for SME Credit Guarantee Facility to strengthen and expand its business reach. The Credit Department also started working on collaborations with the Development Bank of the Philippines (DBP) and Small Business Corporation (SBC) to help more MSMEs improve their businesses especially during this time of the pandemic.

Moving towards 2021 with high hopes, GRBank shall continue to research, study and create more loan products that will uplift the lives of every Filipino to help them recover from the ill-effects of the Pandemic.

Accounting

With all the ongoing global health and economic uncertainties, 2020 still remained to be a busy year for the Accounting department as it continued to perform its usual tasks and carry out activities relevant to the present situation such as participation in the webinars on Bayanihan to Heal as One Act or Bayanihan 1 and Bayanihan to Recover as One Act or Bayanihan 2, and other relevant webinars pertaining to the impact of the pandemic in the banking industry. The department also took advantage of the situation to concentrate in enhancing reports in order to help the management project and prepare for whatever unfavorable circumstances this Pandemic may bring.

Implementation of the new accounting system was still in the transition phase as the department, in coordination with the IT and BusDev departments, continued to improve the loans and accounting system of the Bank for faster generation of reports and to keep pace with the BSP's call for digital transformation.

Treasury

Interest rates have gone down to an all-time low, in order to keep the economy afloat. GRBank has been resilient in adjusting to the new rate levels, and managed to support borrowers in order to help them recover in the new normal. The Net Income target was achieved with the help of GRBank's prudent treasury department, which foresees a better 2021 as it continues to provide financial services to Filipinos.



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Business Development

2020, the year when Pandemic outbreak had started devastating people's health and global economy, was likewise the year for a major turning point in GRBank's BusDev department as the need to accelerate digitalization became inevitable. Ironically, digital transformation is one of the few good things that has ever happened during the Pandemic.

Through its BusDev Department, GRBank was able to expedite and secure its Certificate of Eligibility (COE) for Basic Electronic Payment and Financial Services (EPFS) with the Bangko Sentral ng Pilipinas (BSP) which has also given way to its membership with Philippine Payments Management Inc. (PPMI). The same year marks another milestone with the signing of a Memorandum of Agreement (MOA) with the Development Bank of the Philippines (DBP) for the latter's ATM-piggybacking program wherein some selected GRBank branches will be installed Automated Telling Machines (ATM) to reach out to clients residing in remote areas and in order to keep pace with modern banking.

Human Resources

The HR department started the year 2020 with the continuation of training programs lined up for employees. Although, said programs were put on temporary hiatus, the HR Department continued to play a significant role in maintaining the emotional and physical health of the employees through constant guidance with the implementation of health protocols and policies to ensure their safety and protection amid the presence of Covid-19.

Despite the Pandemic, the entire department had been busy strengthening the morale of the employees to keep them motivated to work harder, and at the same time appreciative and grateful for having stable employment even during the crisis. The HR Department is expected to take-off again this 2021 as it continues to carry out its pending plans especially the unfinished training programs as it realizes the importance of empowering and building up the skills of the employees especially during these difficult times.

Audit and Compliance

Despite the pandemic, the Audit & Compliance Group managed to accomplish a major part of the planned activities for the year 2020. The team was able to finish auditing nine units which is almost 65% of the scheduled audit activities. Furthermore, through continuing education by attending virtual workshops, the team carried out some enhancements in the existing AML modules for the in-house training and orientation of the new employees, and updates for the existing employees.

Information Technology

In the year 2020, GRBank through its IT Department started to enhance the system that will support better integration of domestic and global payments. The ongoing activation of new PhilPass Plus will allow settlement of larger and various types and complexities of transactions using a single platform. GRBank believes that the IT Department plays a vital role in the digital transformation of the Bank.

GRBank's Financial Literacy and Inclusion Initiatives

GRBank's financial literacy and inclusion campaigns such as trips to schools and meetings with local entrepreneurs have been temporary put on hold because of Covid 19 outbreak. Taking advantage of digitalization has been the best medium to still continue GRBank's activities to ensure the safety of the employees and clients. GRBank was able to successfully launch its Financial and Digital Academy through its first webinar held via live stream on GRBank's FB page, taking up the following topics: Know your money, GerBilis, and FAQs on Bayanihan to Recover as One (BARO) Act. This initiative is part of GRBank President's advocacy on financial literacy and inclusion.

RISK MANAGEMENT

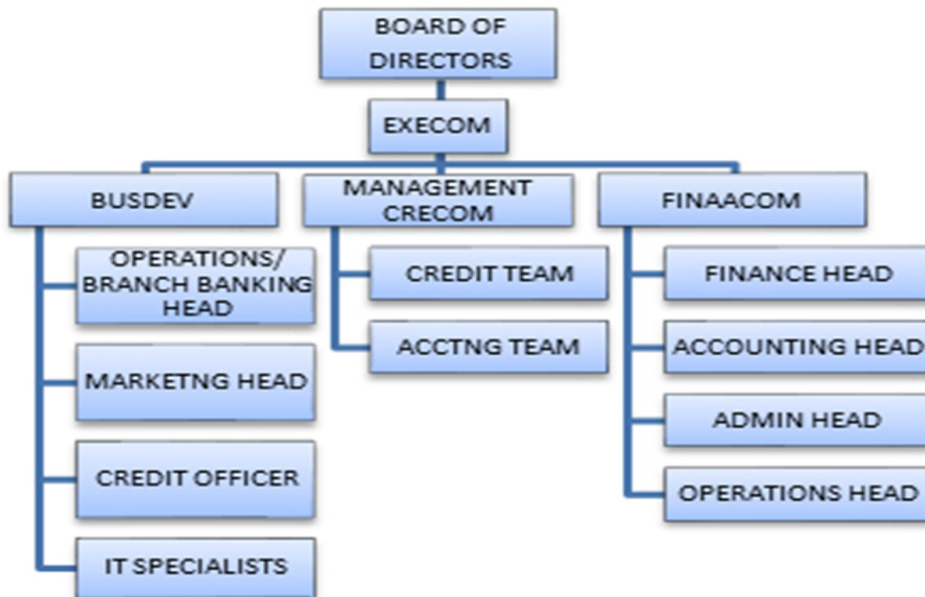
Mitigation and Management of Risks

Risk Management principles and directives set by the BSP have been the guiding tools of GRBank to manage and mitigate the risks involved pertaining to the implementation of its strategic plans. Formulation of internal policies as approved by the Board to mitigate the different identified risks such as operational, credit and liquidity, are also implemented. Regular training and seminars are provided to increase the awareness of the potential risks involved in the execution of routine processes. Inculcation and embodiment of integrity, transparency and prudence in the day-to-day operations involving all members of the organization are all part of the measures being taken to enhance opportunities, reduce threats and gain competitive advantage.

Risk Appetite and Strategic Planning

Living up to its vision of becoming the most trusted and preferred rural bank in the country where the value of integrity, transparency and efficient management systems are carried out ensures strong financial position. GRBank also sees to it that stability is not compromised over profitability and adequate capital ratios are maintained. Credit and liquidity risks are well monitored and within approved-limits of the Board. Risks are managed well by policies and procedures to ensure internal control. The foregoing which are also given emphasis are part of the Banks goals and plans as written in the Bank's strategic map.

Risk Management Structure



To sustain safe and sound operations, GRBank has adopted a suitable structure where the Board is responsible for the over-all formulation and management of an effective risk management system. At the same time, the Execom has been tasked to monitor the systems to ensure proper allocation of resources. Other management committees are in place to handle the day-to-day operations of the bank ensuring that safe and sound practices are implemented properly. These management committees report to the Execom and the Board as mandated by their charters.



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Risk Management Process

Management CRECOM, FINAACOM and BUSDEV committees were created, composed of members from different departments for the purpose and objective of recommending new policies and innovations necessary to mitigate the risks identified, and monitoring the risks within their respective departments and all the branches.

The establishment of the different committees and their respective duties is attributed for the continuous improvement of the management of the Bank's risks. Among others, these committees/ departments shall regularly perform risk monitoring activities, in order to promptly detect deficiencies in the policies, procedures and processes, and propose corrective actions. The frequency of monitoring shall reflect the risks involved and the frequency and nature of changes in the operating environment. The scope and breadth of the activities of these committees shall be subject to independent periodic review by the Execom.

All units of the Bank shall conduct self-assessment exercises of the specific risks inherent in their activities, including their identification and assessment with regard to their frequency of occurrence and materiality, and shall report the identified events to the Execom. This shall allow the Bank to identify changing risks upon their occurrence and respond to them promptly.

Although known to be proactive when it comes to business opportunities, GRBank ensures that it carries out prudent financial management practices and principles at all times. During a new product approval process, the risk related to each new product, activity, process and system, or their amended versions, will be identified and assessed, and mitigating controls will be established. The same shall be done for expansion initiatives and IT infrastructure enhancements. Insurance policies may be used to confront losses which may occur as a result of events such as third-party claims resulting from errors and omissions, employee or third-party fraud and natural disasters.

Disaster recovery and business continuity plans shall take into account different types of plausible scenarios to which the Bank may be vulnerable, commensurate with the size and complexity of the Bank's operations. The plan shall include alternate or recovery sites in case of downtime due to communication/ connection problems and disasters. Such plans shall periodically be reviewed and tested, frequency of which will be determined by each unit of the Bank. With regard to the adequacy of human resources, all efforts shall be made to ensure that staff have appropriate expertise and training. In addition, adequate performance assessment systems and career advancement procedures should be in place.

The Bank's Manual on Money Laundering and Terrorist Financing Program, which is regularly updated, ensures to protect and preserve the integrity and confidentiality of bank accounts. It also ensures that GRBank shall not be used as a money laundering site for the proceeds of any unlawful activity, thereby contributing to the safety, soundness and integrity of the national banking and financial system. The Branch Banking Group and Credit Group, where customer front-end activities start, are responsible for the proper implementation of customer due diligence procedures. The Head of Operations sees to it that transactions are properly monitored while the compliance office sees to it that covered or suspicious transactions are reported properly. The Board through the Audit and Compliance Committee shall ensure that oversight of the Bank's anti-money laundering and combating the financing of terrorism compliance management is adequate.

CORPORATE GOVERNANCE

Management Stability

GRBank's core management is one of the well-organized, committed and stable among rural banking institutions in the country today. Since banks operate mainly on the value of trust, GRBank is equally careful in maintaining its goodwill at all times. Given our present standing, we believe that GRBank has gained the trust and confidence of communities where we are present.

Combining the right balance of centralized and decentralized management, GRBank's top officers devote hands-on management style to provide crucial decisions.

GRBank practices good corporate governance in a broad umbrella concept, extending to all relationships between the bank and its shareholders, customers, employees, suppliers, regulators and other government institutions. The Board oversees the activities of the Bank and acts with utmost integrity and transparency and in accordance with the Bank's code of conduct to promote good corporate governance, increase public confidence, and seeing to it that the actions are in the best interests of the Bank and their own interest are put behind those of the Bank. In 2018, several policies have been approved to continuously improve GRBank's governance practices.

GOVERNANCE STRUCTURE

Board Composition

GRBank's Board of Directors is composed of nine directors, more than 60% of whom serve as non-executive directors including one independent director. This provides independent views and judgement to ensure that corporate matters are discussed openly for transparency and strategies are provided with objective views and ideas. Members of the Board are professionals with extensive experience and expertise in various fields-banking, accounting, finance, education, entrepreneurship and marketing. Except for the independent director, other directors are mostly members of the second and third generation of the Carlos, Lapid and Coronel families. Election of directors is held during the Annual Stockholders' Meeting. Directors serve for one year until the next election. Through the Nomination and Remuneration Committee, GRBank ensures that all directors pass the criteria set in the Policy on Nominations and Qualifications of Directors.

<u>Board Composition</u>											
Executive Directors	<table border="1"><tr><td>█</td><td>█</td><td>█</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr></table>	█	█	█							
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Non-Executive Directors	<table border="1"><tr><td>█</td><td>█</td><td>█</td><td>█</td><td>█</td><td></td><td></td><td></td><td></td><td></td></tr></table>	█	█	█	█	█					
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Independent Director	<table border="1"><tr><td>█</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr></table>	█									
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As the Board of Directors support the continuing education of its GRBank family, they keep themselves abreast with the latest trends, developments and regulations surrounding the banking industry by attending different conventions on banking, business, finance and technology.



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Board Functions:

- ❖ The Chairperson and the Board shall provide direction and leadership for the effective execution of the Bank's plans in accordance with the Bank's business model.
- ❖ The Board of Directors shall be ultimately responsible for the overall good governance and risk management of the Bank, ensuring that risk appetites are within the limits set.
- ❖ It shall oversee the full compliance of the Bank with the rules and regulations of regulators and other government institutions including provisions of the AMLA and its Implementing Rules and Regulations to protect all stakeholders of the Bank.

Board Committees

Board committees were created to handle special duties for the board to ensure efficiency, focus and responsiveness to deal with specific issues that require specialized areas of expertise.

Executive Committee

The Executive Committee is composed of three executive directors appointed by the Board and oversees the overall risk management policies and procedures of the Bank. It approves or recommends policies and procedures proposed by different management/sub-committees and are confirmed by the Board. This committee is in-charge of monitoring the strategic plans and approval of loan applications below PHP2million.

Board Credit Committee

The Board Credit Committee, composed of seven directors with two consultants, takes care of the deliberations of loan applications of more than PHP2million. The committee recommends policies to the Board, approves loans in accordance with the credit risk policies and procedures of the Bank, and is responsible in monitoring credit exposure limits, SBL and large exposures.

Audit and Compliance Committee

The Audit and Compliance Committee is composed of three non-executive directors, wherein the third member is the independent director whose main function is to protect the Bank's assets by playing a key role in financial control and reporting. The Committee examines the major risk exposures of the bank with regard to management's accountability on monitoring and controlling such risk exposures. It also oversees the functions of the internal audit and compliance group to ensure that they are always relevant to the operations of the Bank.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee which is made up of three non-executive directors assists the Board in its oversight duties to shareholders by ensuring that the Board and Top Management comprise of individuals that are best able to discharge the responsibilities of Directors and Executives, having regard to the law and aspire to excellence in governance standards at all times.

Performance Assessment of the Board

The Board has created an internal self-rating system to determine and measure compliance, good governance principles and strategic initiatives. Each director self-rates and rates the other directors by answering a set of questionnaires. Assessment is done yearly and proper action is done where weaknesses are seen.

For the year 2020, overall assessment showed the Board's adherence to its code of conduct and compliance to policies. Improvement has been attributed to its committees while recommendations are attributed to improved operations, development of employees and directors, good governance and, innovation and growth strategies. The harmonious relationship has been maintained between Management and staff and among members of the Board.

Attendance to meetings is likewise part of the assessment. In terms of attendance, the Board got an average of 94%, the Audit and Compliance Committee achieved 83%, the Executive Committee got 100% and the Board Credit Committee had 99%. Directors are responsible in ensuring that they attend the meetings of the Board and their respective committees as well as contribute valuable ideas and strategies for the proper implementation of plans, provide control and to safeguard the assets of the Bank. Details of attendance per member are seen below.

<u>BOARD OF DIRECTORS</u>	PRESENCE	%	
AMANDA L. CARLOS	12/12	100%	
JOSE ANTONIO BLAS L. CARLOS	12/12	100%	
ELIZABETH C. TIMBOL	12/12	100%	
GRACE C. GLORIOSO	12/12	100%	
MICHAEL B. LAPID	12/12	100%	
BENIGNO N. RICAFORT	7/12	58%	
MICHAEL FRANCIS L. CARLOS	12/12	100%	
DIANA C. CRUZ	12/12	100%	
CARLOS S. CORONEL	11/12	92%	94%

<u>BOARD CREDIT COMMITTEE</u>	PRESENCE	%	
JOSE ANTONIO BLAS L. CARLOS	37/37	100%	
ELIZABETH C. TIMBOL	37/37	100%	
GRACE C. GLORIOSO	37/37	100%	
MICHAEL B. LAPID	37/37	100%	
MICHAEL FRANCIS L. CARLOS	37/37	100%	
DIANA C. CRUZ	37/37	100%	
CARLOS S. CORONEL	34/37	92%	99%

<u>EXECUTIVE COMMITTEE</u>	PRESENCE	%	
JOSE ANTONIO BLAS L. CARLOS	34/34	100%	
ELIZABETH C. TIMBOL	34/34	100%	
GRACE C. GLORIOSO	34/34	100%	100%

<u>AUDIT COMMITTEE</u>	PRESENCE	%	
BENIGNO N. RICAFORT	3/6	50%	
MICHAEL B. LAPID	6/6	100%	
DIANA C. CRUZ	6/6	100%	83%

Succession Planning

GRBank's succession plan focuses mainly on Executive Officers and senior management positions starting at the top of the organization, particularly the Board of Directors, the President and CEO and going down to the lowest level given the retention value of offering development opportunities as well as the increase in profitability associated with competent and motivated workforce.

A change in leadership is inevitable for all organizations and can be a very challenging time. Therefore, it is the policy of GRBank to be prepared for eventual changes in its leadership and key positions-either planned or unplanned to ensure the stability and accountability of the Bank. The Board of Directors shall be responsible for implementing this policy and its related procedures. The Board with the assistance of the Executive Committee will assess the needs of the Bank to help



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ensure the selection of a qualified and capable candidate who is a representative of the community; a good fit for the Bank's mission, vision, goals, and objectives; and who has the necessary skills for the organization. The Board will appoint an interim key officer to ensure that the Bank continues to operate without disruption.

Remuneration Policy

GRBank's remuneration policy is not only focused on providing fair compensation and remuneration in accordance with industry standards, job requirements and work performance that are aligned with the Bank's values and objectives, but is also geared to attract competent candidates, and retain and motivate its employees and members of the Board. Compensation packages for employees include additional allowances that increments as the employee's tenure progresses, thereby encouraging them to stay longer with the Bank. Fringe benefits are likewise enjoyed by regular employees while the Board receives some allowance, aside from per diem every meeting that is commensurate to their effort, responsibilities and time.

Dividends

The Bank shall, at the end of each fiscal year, apply the amount of its earnings, in excess of operating expenses during such fiscal year to (1) a capital retirement fund to provide for the gradual retirement of the government's equity investment in the Bank, if any (2) establishing and maintaining a reserve for bad and doubtful accounts, (3) replenishing any impairment to its capital. Any sums remaining shall be distributed as dividends to stockholders, but no dividends in excess of 20% per annum shall be paid. The Board has to approve the declaration of dividends as of record date and specifies the date of distribution, which is usually during the annual stockholders meeting.

Related Party Transactions

It is the policy of the Bank and the responsibility of the Board to ensure that there is an effective compliance with existing laws, rules and regulations and that no stakeholder is unduly disadvantaged in handling transactions with directors, officers, stockholders, their related interests (DOSRI), the Bank's affiliates and other related parties. All extensions of credit and other bank related transactions to related parties shall be on an arm's length basis, handled in a sound and prudent manner, with integrity and in accordance with the Bank's credit granting criteria and other policies in relation to the transaction and in the regular course of business, and upon terms not less favorable to the Bank than those offered to non-related borrowers. Directors and officers with personal interest in a transaction do not participate in any deliberation, approval or voting of the transaction. The Board sees to it that interest of depositors, creditors, and stockholders are protected through proper disclosure, review and approval of related party transactions.

Consumer Protection

GRBank values its customers. Thus with more than 60 years of dedicated untarnished banking service excellence, the Bank continues to innovate and usher in a more improved banking service by implementing its Customer Assistance and Protection Program to further complement the well-being of its customers. The program is set to cater the concerns, complaints and appreciate compliments to further enhance the delivery of its banking service and promote transparency in all transactions with the Bank. There is a customer assistance and protection group that is in charge of processing customer concerns received through any of the branch managers or department heads. Aside from personal channels, concerns may be coursed through a hotline number or through the Bank's customer service email. Feedback is given within a specified timeframe and resolutions, which are well formulated are suggested to the customer. The Bank values both the customer and relationship thus we ensure that "GRBank...Where Service is Best" is practiced faithfully.

MAJOR STOCKHOLDERS

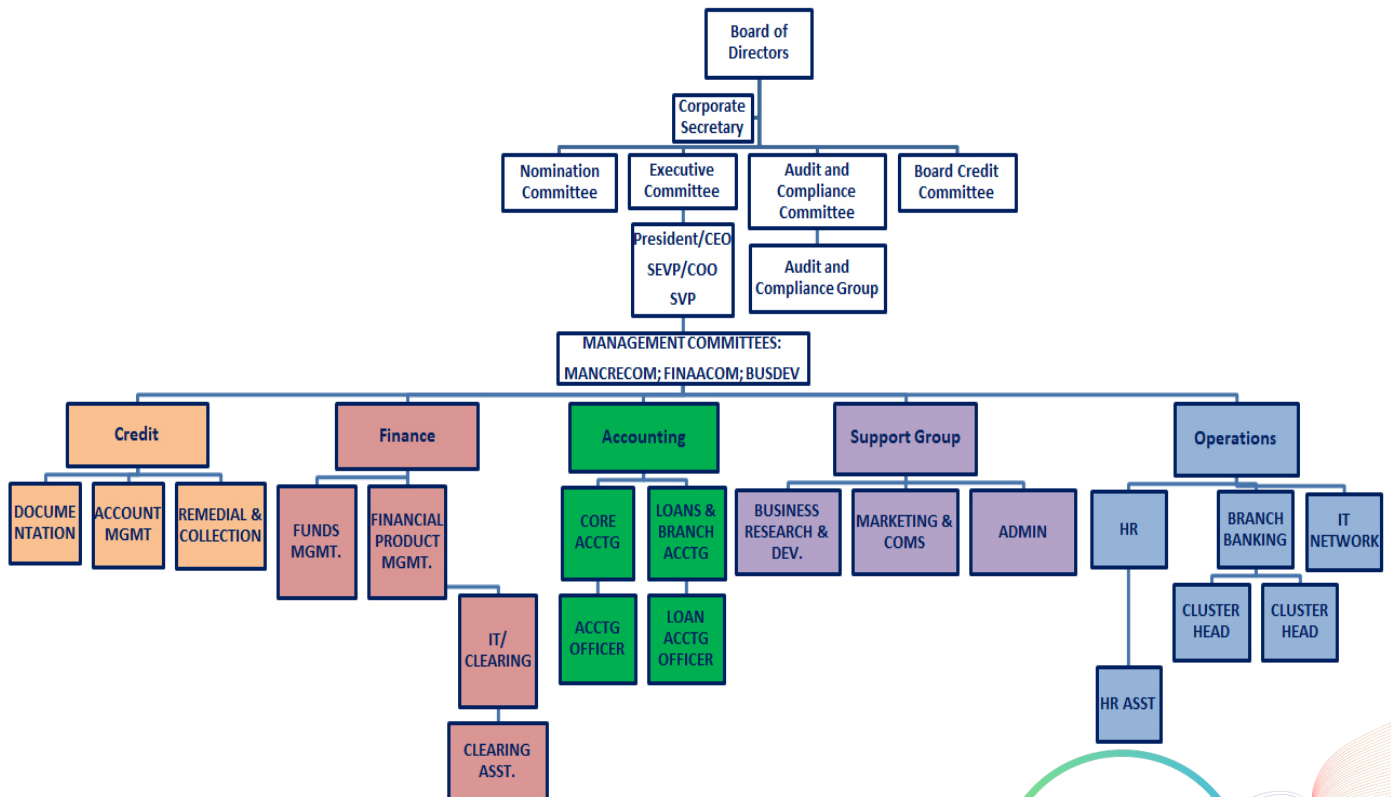
As of December 31, 2020, below are the major stockholders of Guagua Rural Bank, Inc. of record, owning more than 2% of Common stocks.

Name of Stockholder	Type of Share	Citizenship	Percentage
Carlan Realty & Dev. Corp.	Common	Filipino	19.76%
Fourteen Stars Realty Inc.	Common	Filipino	20.71%
Yellow Green Global Corp.	Common	Filipino	14.92%
CORSAN Realty Corp.	Common	Filipino	14.79%
Kapalaran Realty Development, Inc.	Common	Filipino	7.59%
San Jose, Bettina L.	Common	Filipino	2.33%
Lapid, Cinderella	Common	Filipino	2.33%
Basa, Gina L.	Common	Filipino	2.33%
Lapid, Michael B.	Common	Filipino	2.33%
Lapid, Mario B.	Common	Filipino	2.33%
Lapid, Anthony B.	Common	Filipino	2.33%
Lapid, Daniel B.	Common	Filipino	2.33%
Total Common			97.33%

Directors of Ownership Structure as of December 31, 2020

Name of Director	Position/ Type of Directorship	No. of Years as Director	Total No. of Direct (D) and Indirect Shares (I)	Percent to Total Outstanding Shares
Amanda L. Carlos	Chairperson/ Non-Executive Director	48	3 (D)	0.00%
Elizabeth C. Timbol	Sr. Executive Vice President/COO Executive Director	28	127 (D)	0.00%
Michael Francis L. Carlos	Non-Executive Director	1st term: 1 yr. 2nd term: 1 yr.	127 (D)	0.00%
Jose Antonio Blas L. Carlos	President & CEO Executive Director	36	5,475 (D)	0.11%
Grace C. Glorioso	Sr. Vice President Admin/Operations Executive Director	24	127 (D)	0.00%
Carlos S. Coronel	Non-Executive Director	12	75 (D)	0.00%
Diana C. Cruz	Non-Executive Director	5	22,367 (D)	0.44%
Michael B. Lapid	Non-Executive Director	4	117,580 (D)	2.33%
Benigno N. Ricafort	Independent Director	3	1 (D)	0.00%

ORGANIZATIONAL CHART



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CORPORATE SOCIAL RESPONSIBILITY

Adapting Corporate Social Responsibility amid the Pandemic had been one of the highlights in the activities of GRBank in 2020. GRBank believes that part of its mission is to serve its stakeholders which include the community where it operates. Apart from the threat of the Pandemic, our country was also devastated by the typhoon Ulysses where some communities in Pampanga and some parts of Region 2 were badly affected. During these difficult times, GRBank went out of its way to do a little act of kindness in the spirit of bayanihan for the typhoon victims. The Bank's 25 branches served as drop-off points for donations in cash or kind. GRBank Foundation took care of the logistics and distribution to the victims.

GRBank also helped out in the distribution of SAP funds to more than 200,000 beneficiaries all over Central Luzon.



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BOARD OF DIRECTORS



Name of Director : **Amanda L. Carlos**
 Age & Nationality : 89 yrs., Filipino
 Board Position: Chairperson since 2009,
 Non-Executive Director

Past Position: Director of Guagua
 Rural Bank, Inc. 1972-2008

Education: B. S. Education



Name of Director : **Jose Antonio Blas L. Carlos**
 Age & Nationality : 62 yrs., Filipino
 Board Position: President & CEO since 2009
 Executive Director since 1984

Committee: Executive Committee
 Board Credit Committee

Concurrent Positions: President, Sta. Rita College
 Director, Mary The Queen Academy

Education: Master in Business Administration
 Ateneo Graduate School of Business
 Bachelor of Arts In Economics
 Ateneo De Manila University



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Name of Director : **Elizabeth C. Timbol**
 Age & Nationality : 51 yrs., Filipino
 Board Position: Sr. Executive Vice President/COO
 Executive Director since January 1992

Committee:
 Executive Committee
 Board Credit Committee

Concurrent Positions:
 Stockholder, CARLAN Corp.
 President, RBAP 2020-2021

Education:
 Master in Business Administration
 Ateneo Graduate School of Business
 BS Commerce major Legal Management
 De La Salle University, Manila

Name of Director : **Diana C. Cruz**
 Age & Nationality : 64 yrs., Filipino
 Board Position: Non-Executive Director since April 2015

Committee:
 Audit and Compliance Committee
 Board Credit Committee

Concurrent Positions:
 President of CRESDI Marketing Corp.

Education:
 BS Commerce – Accounting; CPA
 St. Paul's College, Manila



Name of Director : **Grace C. Glorioso**
 Age & Nationality : 47 yrs., Filipino
 Board Position: Sr. Vice President-Admin/Operations
 Executive Director since January 1996

Committee:
 Executive Committee
 Board Credit Committee

Concurrent Positions:
 Stockholder, CARLAN Corp.

Education:
 BSC major in Management of Financial
 Institutions (with honors)
 De La Salle University, Manila
 Master in Business Administration
 (units earned)
 Ateneo Graduate School of Business

Name of Director : **Michael B. Lapid**
 Age & Nationality : 60 yrs., Filipino
 Board Position: Non-Executive Director, January 1994- 1998
 and since January 2016

Committee:
 Audit and Compliance Committee
 Board Credit Committee
 Nomination & Remuneration Committee

Concurrent Positions:
 President, Mary The Queen Academy

Education:
 BS Physics at Don Bosco College Seminary
 Master in Business Economics at University
 of Asia and the Pacific
 Master in Theology at Divine Word
 Diploma in Management, College of London



Name of Director : **Carlos S. Coronel**
 Age & Nationality : 51 yrs., Filipino
 Board Position: Non-Executive Director, since January 2008
 Committee: Board Credit Committee
 Nomination & Remuneration Committee
 Concurrent Positions: President, Corsan Realty Corporation
 Director, Stockholder of Allied Concrete Products, Inc. & Majestic Shipping Corp.
 Chief Operating Officer, Kapalaran Realty Development, Inc.
 Gen. Manager, Don Antonio Sports Center
 Education: BS Management
 Ateneo De Manila University



Name of Director : **Michael Francis L. Carlos**
 Age & Nationality : 49 yrs., Filipino
 Board Position: Non-Executive Director, 2015 and since February 2020
 Committee: Board Credit Committee
 Nomination & Remuneration Committee
 Concurrent Positions: President, Big Goals Corporation
 President, Blue Ribbon Maguire Sports
 Director, Prodigy Maguire Concepts, Inc.
 Director, Beaverton Maguire, Inc.
 Director, JDI Maguire, Inc.
 Director, Bowerman Maguire Group, Inc.
 Education: BS Business Management
 De La Salle University



Name of Director : **Benigno N. Ricafort**
 Age & Nationality : 82 yrs., Filipino
 Board Position: Non-Executive/Independent Director, since January 2018
 Committee: Audit and Compliance Committee, Chairman
 Concurrent Positions: Chairman, Chamber of Commerce of the Philippine Islands
 President/Founder, Kapampangan Development Foundation (KDF)
 Education: BSC Finance
 San Beda College, Manila
 MBA, Economics
 St. John University, New York, USA
 Degree of Honorary Doctor of Philosophy, Institutional Development & Management
 Sultan Kudarat Polytechnic State College



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BOARD CREDIT COMMITTEE



EXECUTIVE COMMITTEE



AUDIT & COMPLIANCE COMMITTEE



BOARD NOMINATION & REMUNERATION COMMITTEE



ADMIN & OPERATIONS GROUP



AUDIT & COMPLIANCE GROUP



CREDIT DEPARTMENT



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MANAGEMENT CREDIT COMMITTEE



ACCOUNTING & FINANCE GROUP



BUSINESS DEVELOPMENT COMMITTEE



FINAAACOM

BRANCH BANKING



MAIN OFFICE



AC-HENSON



AC-FRIENDSHIP



APALIT



BALANGA



BALIBAGO



BETIS



CAPAS



CONCEPCION



DINALUPIHAN



FLORIDABLANCA



MARKET



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BRANCH BANKING



LUBAO



MABALACAT



MAGALANG



MALOLOS



TARLAC



KAMIAS



OLONGAPO



MEXICO



ORANI



PORAC



SAN FERNANDO



SINDALAN



STA. RITA

PRODUCTS & SERVICES

DEPOSITS:

Regular Savings, Golden Kiddie Savings,
Smile Checking Account, Golden Check Plus,
Special Savings Account,
Golden Earner Saving Account, Long Term Deposit,
GRBank Dollar Account, GRBank Cash Card

LOANS:

SME Loans Housing Loan, Car Loan, Agri Loans,
Assignment of Deposit, Salary Loan,
SSS Pensions Loan, OFW

GeRBilis Services:

ATM Card Withdrawals;
Fund transfer to other banks; Payments (bills, credit cards,
loans; insurance, gov't services, loading);
Remittances (International & Domestic)



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- Bills Payment
- Transfer Funds
- Local and International Remittance

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EMPOWERING MSMEs...
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