

CHARTER OF THE EXECUTIVE COMMITTEE

The Executive Committee of Citystate Savings Bank, Inc. ("ExeCom") shall assist the Board of Directors in fulfilling its duties and responsibilities with respect to approval of all operational policies and procedures of the Bank and handle other items that may be delegated by the Board of Directors.

ARTICLE I. GENERAL PROVISIONS

Section 1. Title - This document shall be known and cited as the "Executive Committee Charter" or "ExeCom".

Section 2. Review – This Charter shall be reviewed and updated, if necessary, at least annually.

Section 3. Repeal Clause – This Charter shall be in full force and effect unless expressly repealed by subsequent policy enactments duly approved by the Board of Directors.

Section 4. Effectivity - This Charter and its amendments shall take effect immediately upon approval by the Board of Directors of the Bank.

ARTICLE II. THE EXECUTIVE COMMITTEE

Section 1. Composition – There is hereby constituted a board-level Executive Committee composed of the **Chairman of the Board, President, at least one (1) non-executive director.**

The Chairman of the Board shall serve as the Chairperson of the Executive Committee. In case of his absence, he may delegate the chairmanship position to other member.

The Legal Department shall serve as the secretariat and custodian of minutes and/or resolutions of the Committee.

The EXECOM may call the Head of Internal Audit Department or in his/her absence the Deputy or designated Unit Head, and the Head of Compliance Department or in his /her absence the Deputy or designated Unit and Head of Risk Management Department or in his/her absence the Deputy of designated Unit to sit in the meeting as observers.

Section 2. Succession - In case of resignation of any or all of the regular members of the Committee, the Board will appoint new members from the remaining Board of Directors.

Section 3. Quorum - The attendance of the majority of all the members shall constitute a quorum.

Section 4. Meetings –The Committee shall meet regularly once a month, every third Tuesday of the month, on such date and time as may be designated by the Chairperson at the Bank's Head Office. Special meetings may be called by the Chairperson on such date and time as may be necessary.

Section 5. Powers of the Executive Committee – The Executive Committee shall have the following powers:

- a.) Approval of all policies and procedures endorsed by the Credit Committee (CreCom), Assets and Liability Committee (ALCO), Operations Committee (OpsCom), Promotions Committee (PromCom), Discipline Committee (DisCom), and other management-level committees;
- b.) Approval of new products and services of the Bank endorsed by the Management Committee;
- c.) Approval of credit proposals within its limits as delegated by the Board of Directors.
- d.) Adopt, amend, or modify its Internal Rules of Procedure, as it may deem fit;
- e.) Propose to the respective Department and/or Unit the adoption, amendment, or modification of all policy statements or established practices of the Bank;
- f.) Call or invite bank personnel on issues or matters affecting all policy statements of the Bank;
- g.) Resolve conflicts, procedural issues, or disputes raised by any or all of the management-level committees;
- h.) Such other powers as may be assigned from time to time by the Board of Directors or conferred upon it by other charters.

Section 6. Voting/Decision - Only the members of the Committee are entitled to vote. The Committee shall act and decide collectively on all matters or issues submitted before it and all decisions of the Committee shall be reached by a majority of all its members.

APPROVING AUTHORITY MATRIX

ITEMS/MATTERS	EXECOM	BOARD	REMARKS
1. Policies and Procedures endorsed by MANCOM	For Approval	For Ratification	
2. Credit Proposal- Transactions above P30 Million but not more than P50 Million;	For Approval	For Ratification	All P50 Million Above Transactions shall be approved by the Board
3. Policies and Procedures emanated from the Oversight and Trust Department (Risk, Compliance, Audit and RPT)		For Ratification	To be approved by their respective Board Level Committee (ROC, Corporate Governance, Audit, RPT Committee, and Trust Committee)

Note: Items/matters approved by the Committee shall be subject to ratification by the Board of Directors. Further, the items/matters approved by EXECOM shall be effective and immediately be implemented unless revoked by the Board of Directors.

Section 7. Reporting – The Executive Committee shall be reporting to the Board of Directors.

Section 8. Self-Assessment - To assess the effectiveness of the Executive Committee in performing its mandates and functions, each member shall accomplish the attached Self-Assessment Form every November of the year.

The Compliance Department shall collate all the forms and tabulate the results of the self-assessments and shall present it for discussion before the Committee in one of its meeting in December.

Adopted this 30th day of July 2019 at Pasig City, Philippines.

APPROVED BY:

MR. D. ALFRED A. CABANGON
Chairman

MR. ALFONSO G. SIY
Vice Chairman

MR. BENJAMIN V. RAMOS
Director/President

MR. J. ANTONIO A. CABANGON JR.
Director

MR. D. ARNOLD A. CABANGON
Director

MR. RAMON L. SIN
Director

ENGR. FEORELIO M. BOTE
Director

ATTY. EMMANUEL R. SISON
Director

J. WILFREDO A. CABANGON
Director

MS. SUSAN M. BELEN
Director

MR. LUCITO L. SIOSON
Independent Director

JUSTICE JOSE ARMANDO R. MELO
Independent Director

MR. WILFREDO S. MADARANG JR.
Independent Director

ATTY. JOSE RODERICK F. FERNANDO
Independent Director

MS. EDITH D. DYCHIAO
Independent Director