

# Certification

I Ariel V. Ajesta, Chief Compliance Officer of Citystate Savings Bank, Inc. with SEC registration number A 1997-9587 with principal office at 2<sup>nd</sup> Floor Citystate Centre Bldg., 709 Shaw Blvd., Pasig City, on oath state:


- 1) That on behalf of Citystate Savings Bank, Inc. , I have caused this **SEC 20-Information Statement-Preliminary** to be prepared;
- 2) That I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records;
- 3) That the company **Citystate Savings Bank, Inc.** will comply with the requirements set forth in SEC Notice dated **24 June 2020** for a complete and official submission of reports and/or documents through electronic mail; and
- 4) That I am fully aware that documents filed online which requires pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of a filing fee.

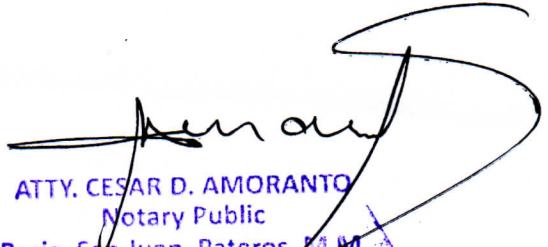
IN WITNESS WHEREOF, I have hereunto set my hand this JUL 14 2020 day of PASIG CITY, 2020.

  
**ARIEL V. AJESTA**  
Affiant

SUBSCRIBED AND SWORN to before me this JUL 14 2020 day of PASIG CITY, 2020.

NOTARY PUBLIC

  
DOC. NO. 90  
PAGE NO. 174  
BOOK NO. 2020  
SERIES OF 2020

  
ATTY. CESAR D. AMORANTO  
Notary Public  
Pasig, San Juan, Pateros, M.M.  
Until December 31, 2020  
686 B Shaw Blvd. Kapitolyo, Pasig City  
PTR No. 5241956 Jan. 2, 2020  
IBP. No. 089122 January 2, 2020 Roll No. 6637  
MCLE EXEMPT - Until April 14, 2022  
Appointment No. 3 (2019-2020)

# COVER SHEET

A 1 9 9 7 - 9 5 8 7

S.E.C Registration Number

C I T Y S T A T E S A V I N G S B A N K I N C .

(Company's Full Name)

C I T Y S T A T E C E N T R E B U I L D I N G

7 0 9 S H A W B O U L E V A R D P A S I G C I T Y

(Business Address: No. Street City/ Town / Province)

ARIEL V. AJESTA

Contact Person

8 4 7 0 - 3 3 3 3

Company Telephone Number

1 2 3 1

Month Day  
Fiscal Year

2 0 - I S

FORM TYPE

Month Day  
Annual Meeting

G S E D

Secondary License Type, If Applicable

C R M D

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

\_\_\_\_\_ LCU

Document I.D

\_\_\_\_\_

Cashier

S T A M P S

## NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

The Annual Meeting of Stockholders of Citystate Savings Bank will be held on **August 18, 2020 at 9:00 AM** via remote communication/video conferencing to take up the following matters:

- I. Calling of Meeting to Order
- II. Certification of Notice of Meeting
- III. Determination of existence of quorum
- IV. Reading and approval of the Minutes of the Stockholders' Meeting held on May 28, 2019
- V. Consideration of the President's Report on the Results of the Bank's Operations for the Year Ended 31 December 2019 (Annual Report and Financial Statements of the Bank)
- VI. Confirmation/Ratification of the Acts of the Board of Directors, Corporate Officers/Management, Executive and Board Level Committee, including the Related Party Transactions entered into by the Company from May 28, 2019 to July 28, 2020
- VII. Election of Members of the Board of Directors
- VIII. Appointment of External Auditor and Fixing of Remuneration
- IX. Approval of the Amendment to the By-Laws
- X. Approval of the Subscriptions of Amb. ALC Holdings and Management Corp. (AAHMC) to 42,000,000 shares, Top Ventures Investments and Management Corp. (TVIMC) to 7,680,000 shares and Eternal Garden Memorial Park Corp. (EGMPC) to 320,000 shares of Citystate Savings Bank, Inc. (CSBI)
- XI. Such other business as may properly come before the meeting
- XII. Adjournment

Only Stockholders of record as of **July 28, 2020** will be entitled to notice and to vote at this meeting.

If a stockholder or member intends to participate in a meeting through remote communication, stockholders or members are requested to register by sending the following requirements to [asmregistration@citystatesavings.com](mailto:asmregistration@citystatesavings.com) not later than 4:00 P.M. of **August 7, 2020**.

### A. Individual Stockholders

- (1) A scanned copy of front and back portion of the Stockholder's valid government-issued ID showing photo, signature and personal details, preferably with residential address. (should be in JPG Format with a file size no larger than 2MB)
- (2) A valid and active e-mail address and contact number.

### B. Corporate Stockholders

- (1) A secretary's certificate attesting to the authority of the representative to participate by remote communication for, and on behalf of the Corporation (should be in JPG Format with a file size no larger than 2MB).
- (2) A scanned copy of front and back portion of the valid government-issued ID of Stockholder's representative showing photo, signature and personal details, preferably with residential address (should be in JPG Format with a file size no larger than 2MB);
- (3) A valid and active e-mail address and a valid and active contact number.

### C. For Stockholders under PCD Participant/Brokers account or "Scripless Shares"

- (1) A broker certification on the Stockholder's number of shareholdings;
- (2) A scanned copy of the front and back portion of Stockholder's valid government-issued ID showing photo, signature and personal details, preferably with residential address (should be in JPG Format with a file size no larger than 2MB);
- (3) A valid and active e-mail address and contact number.

The Company shall allow electronic signature for the required documents, as applicable. Notarization requirements shall also be dispensed with at this time. However, the Company reserves the rights to request additional information, and original signed and notarized copies of these documents at a later time. Incomplete or inconsistent information may result in an unsuccessful event registration. As a result, Stockholders will not be allowed to participate in the virtual ASM.

Shareholders who will not be able to attend the meeting may designate their respective proxies by sending the proxy forms to the Office of the Corporate Secretary at the 2<sup>nd</sup> Floor, Citystate Centre Building, 709 Shaw Boulevard, Pasig City or via email at [asmregistration@citystatesavings.com](mailto:asmregistration@citystatesavings.com) not later than 4:00 P.M. of **August 7, 2020**.

A Stockholder whose registration has been verified will be notified of approval or disapproval of the registration within three (3) business days from the Stockholder's receipt of an e-mail acknowledging his/her registration.

In case a stockholder/member did not receive any notification within three (3) business days from receipt of an email acknowledging their registration, he/she should call the office of the Corporate Secretary at 8470-3333 local 219 or he/she can email the email address at [asmregistration@citystatesavings.com](mailto:asmregistration@citystatesavings.com)

We wish to inform you that Stockholder's online registration cannot be completed if any of the mandated requirements are not submitted. Incomplete documents may also result in an unsuccessful registration.

Lastly, copies of the Notice of Meeting, Information Statement and other documents relative to the Annual Meeting may be accessed through the CSBI Website [www.citystatesavings.com](http://www.citystatesavings.com) and through PSE Edge portal <https://edge.pse.com.ph>

Thank you.



**ATTY. SOCRATES M. AREVALO**  
Corporate Secretary

**SECURITIES AND EXCHANGE COMMISSION  
SEC FORM 20-IS  
INFORMATION STATEMENT PURSUANT TO SECTION 20 OF THE  
SECURITIES REGULATION CODE**

1. Check the appropriate box:

- [  ] Preliminary Information Statement  
 [  ] Definitive Information Statement

2. Name of Registrant as specified in its charter **CITYSTATE SAVINGS BANK, INC.**

3. **Makati City, Metro Manila, Philippines**

Province, country or other jurisdiction of incorporation or organization

4. SEC Identification Number **A1997-9587**

5. BIR Tax Identification Code **005-338-421-000**

6. **Citystate Centre Building, 709 Shaw Boulevard, Pasig City** **1600**

Address of principal office

Postal Code

7. Registrant's telephone number, including area code **(632) 8470-3333**.

8. **August 18, 2020 at 9:00 AM; There is no physical venue for the Meeting which will be held on purely virtual mode due to the COVID-19 pandemic Date, time and place of the meeting of security holders**

9. Approximate date on which the Information Statement is first to be sent or given to security holders **July 28, 2020.**

10. **In case of Proxy Solicitations:**

**Name of Person Filing the Statement/Solicitor:** \_\_\_\_\_  
**Address and Telephone No.:** \_\_\_\_\_

11. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding
<b><u>Common Shares</u></b>	<b><u>100,000,000 shares</u></b>

12. Are any or all of registrant's securities listed in a Stock Exchange?

Yes  No

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:

**Philippine Stock Exchange/Common Stock**

## **INFORMATION STATEMENT**

### **A. GENERAL INFORMATION**

#### **Date, time and place of meeting of security holders.**

Date	:	August 18, 2020
Time	:	9:00 A.M
Place	:	There is no physical venue for the Meeting which will be held on purely virtual mode due to the COVID-19 pandemic
Principal Office	:	2 <sup>nd</sup> Floor, Citystate Centre Building 709 Shaw Boulevard, Pasig City

This Information Statement is to be first sent to the security holders of Citystate Savings Bank, Inc. on July 14, 2020 in connection with the Annual Stockholders' Meeting.

### **WE ARE NOT ASKING YOU FOR A PROXY BUT YOU MAY SEND YOUR PROXY IF YOU CANNOT ATTEND PERSONALLY**

#### **Dissenters' Right of Appraisal**

There are no matters or proposed actions included in the Agenda of the Meeting that may give rise to a possible exercise by stockholders of their appraisal rights.

With respect to that any matter to be acted upon at the Meeting which may give rise to the right of appraisal in order that a dissenting stockholder may exercise his appraisal right, such dissenting stockholder shall be reported within thirty (30) days after the date of the meeting at which such stockholder voted against the Corporate action, make a written demand on the Corporation for the value of his shares. The procedure to be followed in exercising the appraisal right shall be in accordance with Sections 80 to 85 of the Revised Corporation Code.

The appraisal right may be exercised by any stockholder who shall have voted against the proposed corporate action, by making a written demand on the corporation within thirty (30) days after the date on which vote was taken for payment of the fair value of his shares: Provided, that failure to make the demand within such period shall be deemed a waiver of the appraisal right. If the proposed corporate action is implemented or effected, the corporation shall pay to such stockholder, upon surrender of the certificate(s) of stock representing his shares, the fair value thereof as of the day prior to the date which the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action.

If within a period of sixty (60) days after the date the corporate action was approved by the stockholders, the withdrawing stockholder and the corporation cannot agree on the fair value of the shares, it shall be determined and appraised by three (3) disinterested persons, one of whom shall be named by the stockholder, another by the corporation and the third by the two thus chosen. The findings of the majority of the appraisers shall be final, and their award shall be paid by the corporation within thirty (30) days after such award is made: Provided, that no payment shall be made to any dissenting stockholder unless the corporation has unrestricted retained earnings in its books to cover such payment: and Provided, further, that upon payment by the corporation of the agreed awarded price, the stockholder shall forthwith transfer his shares to the corporation.



### **Interest of Certain Persons in or Opposition to Matters to be Acted Upon**

The Board of the Directors of the Company is not aware of any party who has indicated an intention to oppose the motions set forth in the Agenda.

No person who has been a Director or Officer of neither the Corporation nor any of his/her associates has a substantial interest in any matter to be acted upon at the Stockholders' Meeting.

### **B. CONTROL AND COMPENSATION INFORMATION**

#### **Voting Securities and Principal Holders Thereof**

As of March 31, 2020, there are 100,000,000 shares of the Company common stock outstanding and entitled to vote at the Annual Meeting. Only holders of the Company's stock of record at the close of business on March 31, 2020, acting in person or by proxy on the day of the meeting are entitled to vote at the Annual Meeting to be held on March 31, 2020. Every stockholder shall be entitled to one vote for each share of common stock held as of the established record date.

Each stockholder may vote the number of shares of stock standing in his own name as of the record date of the meeting for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit: Provided, that the total number of votes cast by him shall not exceed the number of shares owned by him as shown in the books of the corporation multiplied by the whole number of directors to be elected: Provided, however, that no delinquent stock shall be voted. Cumulative voting is allowed for election of members of the Board of Directors.

#### **Security Ownership of Certain Record and Beneficial Owners**

The person known to the registrant to be directly or indirectly the record or beneficial owner of more than five (5%) of the registrant's voting securities as of March 31, 2020 are as follows:

<b>Title of class</b>	<b>Name, address of record owner and relationship with issuer</b>	<b>Name of Beneficial Owner and Relationship with Record Owner</b>	<b>Citizen-ship</b>	<b>Nature of Beneficial Ownership</b>	<b>No. of Shares Held</b>	<b>Percent</b>
Common	<b>AMB. ALC Holdings and Management Corporation</b> (Affiliate) 607 EDSA San Martin de Porres, Cubao, Quezon City	D. Arnold A. Cabangon Director	Filipino	Direct	18,000,000	18.0000%
Common	<b>Estate of the late Antonio L. Cabangon Chua</b> , Director 5 <sup>th</sup> Flr., Dominga Bldg. III 2113 Chino Roces Ave., Makati City	D. Arnold A. Cabangon, Beneficial & Record Owner	Filipino	Direct	14,102,114	14.1021%
Common	<b>Top Ventures Investments &amp; Management Corporation</b> (Affiliate) Dominga Bldg., 2113 Chino Roces Ave., Cor. Dela Rosa St., Makati City	D. Arnold A. Cabangon Director	Filipino	Direct	12,702,594	12.7026%
Common	<b>D. Alfred A. Cabangon</b> ,	D. Alfred A.	Filipino	Direct	8,283,330	8.2833%

	Director 2 <sup>nd</sup> Flr., Citystate Centre Bldg., 709 Shaw Blvd., Pasig City	Cabangon, Beneficial & Record Owner				
Common	<b>Fortune Life Insurance Company, Inc.</b> (Affiliate) Fortune Life Bldg., 162 Legaspi St., Legaspi Village, Makati City	D. Arnold A. Cabangon, Director	Filipino	Direct	7,499,250	7.4993%
Common	<b>Fortune General Insurance Corporation</b> (Affiliate) 4 <sup>th</sup> Flr., Citystate Centre Bldg., 709 Shaw Blvd., Pasig City	J. Antonio A. Cabangon, Jr., Director	Filipino	Direct	5,484,000	5.4840%

Shares of stock owned by Fortune General Insurance Corp., Top Ventures Investments & Management, and Fortune Life Insurance Co., Inc., are being represented and voted for by J. Antonio A. Cabangon, Jr., J. Wilfredo A. Cabangon and D. Arnold A. Cabangon, respectively.

### Security Ownership of Management as of March 31, 2020

#### Directors

Title of class	Name of Beneficial Owner	Amount	Nature of beneficial ownership	Citizenship	Percent of Class
Common	D. Alfred A. Cabangon	8,283,330	Direct	Filipino	8.28%
Common	Feorelio M. Bote	4,302,500	Direct	Filipino	4.30%
Common	D. Arnold A. Cabangon	654,001	Direct	Filipino	0.65%
Common	Benjamin V. Ramos	23,351	Direct	Filipino	0.02%
Common	Ramon L. Sin	110	Direct	Filipino	0.00%
Common	Michael F. Rellosa	100	Direct	Filipino	0.00%
Common	Edith D. DyChiao	100	Direct	Filipino	0.00%
Common	Jose Roderick F. Fernando	100	Direct	Filipino	0.00%
Common	Wilfredo S. Madarang, Jr.	10	Direct	Filipino	0.00%
Common	J. Wilfredo A. Cabangon	1	Direct	Filipino	0.00%
Common	Lucito L. Sioson	1	Direct	Filipino	0.00%
Common	Emmanuel R. Sison	1	Direct	Filipino	0.00%
Common	Jose Armando R. Melo	1	Direct	Filipino	0.00%
	<b>TOTAL</b>	<b>13,263,606</b>			<b>13.25%</b>

#### Officers

Title of class	Name of Beneficial Owner	Amount and nature of beneficial ownership	Citizenship	Percent of Class
Common				0.00%
<b>TOTAL</b>				<b>0.00%</b>

<b>Title of Class</b>	<b>Director</b>	<b>Officer</b>	<b>Total</b>	<b>Percent of Class</b>
Common	13,263,606	0	13,263,606	13.25%

### **Foreign Ownership**

<b>Title of Class</b>	<b>Name of Beneficial Owner</b>	<b>Amount</b>	<b>Citizenship</b>	<b>Percent of Class</b>
Common	Anthony Tan	82,501.00	Singaporean	0.08%
Common	Kazuki Tomasada	1,600.00	Japanese	0.00%
Common	Akihiro Murotani	900.00	Japanese	0.00%
Common	Hiroaki Eutani	900.00	Japanese	0.00%
Common	Shun Sagihara	600.00	Japanese	0.00%
Common	Kazuki Suzue	500.00	Japanese	0.00%
Common	Hada Masahiro	400.00	Japanese	0.00%
Common	Yuji II	100.00	Japanese	0.00%
Common	Leow Tze Wen	1.00	Malaysian	0.00%
Common	Leow Siak Fah	1.00	Malaysian	0.00%
Common	Alfred Reiterer	1.00	Austrian	0.00%
Common	Asif Ebrahim	1.00	British	0.00%
	<b>Total</b>	<b>87,505</b>		<b>0.09%</b>

### **Directors and Officers as a Group**

#### **Voting Trust of 5% or More**

The company is not aware of any person holding 5% or more of common shares under a voting trust or similar agreement.

#### **Change in Control**

There is no change in control that has occurred since the beginning of the last financial year.

### **Directors and Executive Officers**

Registrant is not aware of any legal proceedings of the nature required to be disclosed under Part 1, paragraph (C) of Annex C of SRC Rule 12 with respect to the registrant's directors and executive officers. The information required by Part IV, paragraphs A and 1 (d) and (3) of Annex C of SRC Rule 12 relating to identity, affiliation and related transactions of directors is set forth in the report accompanying this Information Statement.

The directors of the company are elected at the Annual Stockholders' Meeting to hold office for one (1) year and until their respective successors have been elected or qualified.

The officers are likewise elected annually by the Board of Directors and serve for one (1) year and until their respective successors have been elected and qualified.

The following are the members of the Board of Directors and Executive Officers of the bank:

#### **Board of Directors**

D. Alfred A. Cabangon  
Benjamin V. Ramos

-Chairman  
-Director/President



D. Arnold A. Cabangon	-Director
J. Wilfredo A. Cabangon	-Director
Engr. Feorelio M. Bote	-Director
Dr. Ramon L. Sin	-Director
Atty. Emmanuel R. Sison	-Director
Susan M. Belen	-Director
Michael F. Rellosa	-Director
Lucito L. Sioson	-Independent Director
Justice Jose Armando R. Melo	-Independent Director
Wilfredo S. Madarang, Jr.	-Independent Director
Edith D. DyChiao	-Independent Director
Jose Roderick F. Fernando	-Independent director

**D. Alfred A. Cabangon, 53, Chairman.** Mr. Cabangon is a Filipino citizen. He graduated from De La Salle University with a Bachelor of Science in Commerce degree, major in Accounting in 1987. Mr. Cabangon is a Certified Public Accountant. He is also the Chairman of Fortune Life Insurance Co., Inc. and President of DAAC Realty & Development Corporation. He is presently a director of Fortune General Insurance Corporation, Fortune Medicare, Philippines Graphic Publication, Inc., Manila Grand Opera Hotel, Inc., Chow Rite Foods, Inc., Gencars Batangas, Inc., WMC Filipinas Pawnshop, Inc., ALC Baliwag Cinema & Shopping Complex, Inc., Aliw Management Ventures, Inc. and ALC Realty & Development Corporation.

He was re-elected as Chairman of the Bank last March 29, 2016. He has been the Chairman of the Board and President of Citystate Savings Bank, Inc. from 2005 up to 2011.

**Benjamin V. Ramos, 56, Director and President.** Mr. Ramos is a Filipino citizen. He graduated from the University of Sto. Tomas with a Bachelor of Science in Commerce degree in 1983. Mr. Ramos is a Certified Public Accountant. He is currently the President of Philippine Graphic Publications Inc., Philippine Business Daily Mirror Publishing, Inc. and Radio Philippines Network. He is a director of Eternal Gardens Group of Companies and Fortune Insurance Group.

He has been re-elected as Director of Citystate Savings Bank, Inc. in February 2015 and appointed as President of the Bank last April 06, 2015.

**D. Arnold A. Cabangon, 49, Director.** Mr. Cabangon is a Filipino citizen. He graduated from Ateneo de Manila University in 1992 with a Bachelor of Arts degree in Management Economics. He is the Chairman of DAAC Realty & Development Corporation. He is presently the President of Fortune Life Insurance Company, Inc., FIG Financing Company, Inc. and AAA Southeast Equities, Inc. He is the director of Philippines Graphic Publication, Inc., Manila Grand Opera Hotel, Inc., Asian Security & Investigation Agency, Inc., Chow Rite Foods, Inc., Gencars Batangas, Inc., ALC Industrial & Commercial Development Corporation, ALC Baliwag Cinema & Shopping Complex, Inc., Paco Filipinas Pawnshop Manila, Inc., Aliw Management Ventures, Inc. and Fortune General Insurance Corporation.

He has been a Director of Citystate Savings Bank, Inc. since April 2000.

**J. Wilfredo A. Cabangon, 59, Director.** Mr. Cabangon is a Filipino Citizen. He is a graduate of De La Salle University – College of St. Benilde with a degree in Bachelor of Science in Commerce, major in Business Management in 1997. He is the Chairman of AMB. ALC Holdings & Management Corporation, ALC Baliwag Cinema & Shopping Complex, Inc., ALC Realty Development Corporation and ALC Industrial & Commercial Development Corporation. He is the President of WMC Filipinas Pawnshop, Inc. and a Director of Fortune Life Insurance Company, Inc., Fortune General Insurance Corporation, Eternal Plans, Inc., Eternal Gardens Memorial Park Corporation, Gencars, Inc., Aliw Management Ventures Meycauayan, Inc., Filipnas Pawnshop, Inc., Aliw Cinema Complex, Inc., Manila Grand Opera Hotel, Inc., Asian Security & Investigation Agency, Inc., Chow Rite Foods, Inc., Gencars Batangas, Inc. and New Filipinas Pawnshop, Inc.

He was re-elected as Director of Citystate Savings Bank, Inc. last February 2016. He has served as Director of the Bank from 1997 to 2013.

**Engr. Feorelio M. Bote, 77, Director,** is a citizen of the Philippines. Mr. Bote graduated from Mapua Institute of Technology with a degree in Civil Engineering in 1964. Besides being a director of the Bank, Mr. Bote is also a director of Citystate Properties & Management Corporation.

He has been a Director of Citystate Savings Bank, Inc. since the start of the Bank in 1997.

**Ramon L. Sin, 86, Director.** Mr. Sin is a Filipino citizen. He is a graduate of the University of Santo Tomas where he received an Associate in Arts degree in 1950. He finished his Doctor of Medicine from the same university in 1955. Dr. Sin is the Assistant to the Rector for Grants and Endowment of the University of Santo Tomas. He is also the Vice Chairman of Fortune Medicare, Inc., a Board Member of Fortune Life Insurance Co., Inc. and Eternal Plans, Inc., and the Medical Director of Philippine Airlines. He also chairs the KAAD (Scholarship Foundation of the German Catholic Bishop's Conference) at the University of Santo Tomas.

He has been a Director of Citystate Savings Bank, Inc. since 2002.

**Atty. Emmanuel R. Sison, 70, Director.** Mr. Sison is a Filipino citizen. He is a graduate of Ateneo de Manila University with a Bachelor of Arts degree in Economics in 1970; and Adamson University with a Bachelor of Laws in 1975. He finished his masteral degree in Government Management at Pamantasan ng Lungsod ng Maynila in 2007. Mr. Sison is a Senior Partner of Quiason, Makalintal, Barot, Torres, Ibarra, Sison & Damaso Law Firm. He was the Confidential Assistant – Office of Complaints, Investigation and Public Assistance of the Office of the Mayor, City of Manila from 1971 to 1976; Trial Attorney – Citizen Legal Assistance Office (CLAO) of Department of Justice from 1976 to 1978; Assistant Director and Chief, Litigation and Adjudication Division – Securities, Investigations and Clearing Department of Securities and Exchange Commission from 1978 to 1987; Secretary to the Council – Office of the Vice Mayor, City of Manila from 1992 – 1998; Secretary to the Mayor – Office of the Mayor, City of Manila from 1998 to 2007. He was also the Acting President of the Pamantasan ng Lungsod ng Maynila (University of Manila) from in 1997; Chairman – Board of Trustees of City College of Manila from 2006 to 2007 and he was the corporate secretary and consultant of MERALCO from 2008 to 2010.

He has been a Director of Citystate Savings Bank, Inc. since October 25, 2011.

**Susan M. Belen, 60, Director.** Ms. Belen, a Filipino citizen and was elected as Director of Citystate Savings Bank, Inc. on May 2016.

She is an experienced and seasoned Banker who has achieved an extensive and comprehensive exposure in all aspects of banking operations continuously for 31 years at Allied Banking Corporation, United Savings Bank and Security Banking Corporation. She has served multifaceted posts from Branch Banking Group , Treasury Trading and FX Dealership to Branch Operations and Marketing earning vast and balanced performance in the arena of Sales – Corporate , Marketing, Credit-consumer lending, Systems and Operations, Internal Control/Audit , expanded growth of alternate banking channels and exceeded in generating Branch/Area management profitability . She served as In-house speaker, lecturer, panelist for the Training Academy. She accelerated her banking career to her last post as Senior Executive Officer handling Branches and performance driven. A milestone and horizons evolve that changed her course to becoming an Entrepreneur and a Businesswoman.

She is a graduate of the University of Santo Tomas with a degree in Bachelor of Science major in Business Administration and minor in Banking & Finance and Economics. She took up her post graduate at University of Santo Tomas.

**Michael F. Rellosa, 58, Director.** Mr. Rellosa is a Filipino citizen. He graduated from Ateneo de Manila University in 1983 with a degree in Bachelor of Arts in Economics. He is one of the Trustees and an Executive Director of the Philippine Insurers and Reinsurers Association, and a part-time faculty member of Insurance Institute for Asia and the Pacific.

He has been elected as Director of Citystate Savings Bank, Inc. in December 2016.

**Lucito L. Sioson, 81, Independent Director.** Mr. Sioson is a Filipino citizen. He graduated from the University of the East in 1958 with a Bachelor of Science degree in Business Administration. He was the Special Assistant to the President and CEO of Social Security System from November 2001 to July 2008 before joining the Bank. Mr. Sioson is a Certified Public Accountant.

He has been a Director of Citystate Savings Bank, Inc. since December 2008.

**Justice Jose Armando R. Melo, 87, Independent Director.** Justice Melo is a Filipino citizen. He took Bachelor of Laws at Manuel L. Quezon University in 1956, and graduated Master of Laws at the University of Santo Tomas in 1960. He is a lawyer and jurist who served as an Associate Justice of the Supreme Court of the Philippines from 1992 to 2002. He was the former Chairman of the Commission on Elections (COMELEC) from 2008 to 2011. He is presently a director of Clark Development Corporation. Prior to this, he was a director & Chairman of PNOC-EC from 2005-2008. Other positions he held in his almost 45 years of government service were Associated Justice, Court of Appeal; Commissioner, Civil Service Commission; and Commissioner, Professional Regulation Commission.

He has been a Director of Citystate Savings Bank, Inc. since February 28, 2012.

**Wilfredo S. Madarang, Jr., 71, Independent Director.** Mr. Madarang is a Filipino Citizen. He is a graduate of the University of the East with a Bachelor of Business Administration degree in 1970. He is a Trustee of Isla Lipana & Company Foundation, Inc. and a director/president of Wilko21 Global Trade, Incorporated. He is also a past director/vice president of the Philippine Institute of Certified Public Accountants and the Association of Certified Public Accountants in Public Practice.

He was first elected as Director of Citystate Savings Bank, Inc. last October 27, 2015.

**Edith D. DyChiao, 56, Independent Director.** Ms. DyChiao is a Filipino Citizen. She graduated from the De La Salle University in 1984 with a degree in Bachelor of Arts in Biology and in Management of Financial Institutions. She also took Certified Marketing Professional at Asia Pacific Marketing Federation. Ms. DyChiao is a Licensed Real Estate Broker and Appraiser. She is also a past General Manager of Deutschland concept Inc., Vice President and First Vice President of BDO Universal Bank, General Manager of Swiss Prestige Holdings Inc. & Progressive Time Inc., Assistant Vice President of CitiBank NA and a Foreign Department Staff of Philtrust Bank.

She was elected as Independent Director of Citystate Savings Bank, Inc. on July 31, 2018.

**Atty. Jose Roderick F. Fernando, 46, Independent Director.** Mr. Fernando is a Filipino Citizen. He graduated from Ateneo de Manila University with a degree in Bachelor of Arts in Development Studies. He finished his Juris Doctor also at Ateneo de Manila University. In 2005, he took his Masters of Law at University of Pennsylvania Law School. Atty. Fernando is currently a Legal Specialist of Un1qorn Consultancy. He was a Vice President at Nickel Asia Corporation, a Senior Associate at Balane Tamase Alampay Law Office, a Hearing Officer at the Integrated Bar of the Philippines (IBP), a Legal Consultant at the House of Representatives Philippine Congress and a consultant at the Office of the Majority Floor Leader City Council of Caloocan

He was elected as Independent Director of Citystate Savings Bank, Inc. on July 31, 2018.

#### **Executive Officers**

Benjamin V. Ramos	- President
Sarah E. Benito	- Vice President
Des Corazon D. Cruz	- Vice President
Joseph D. Gonzaga	- Vice President
Atty. Freda F. Bartolome-Ringor	- Vice President
Jimbo V. Balane	- Vice President
Ariel V. Ajesta	- Asst. Vice President
Martin Jerry E. Machado	- Asst. Vice President

Sharon T. Enriquez	- Asst. Vice President
Michael M. Boado	- Asst. Vice President
Ronaldo Paul C. Garcia	- Asst. Vice President
Vonnel A. Isip	- Asst. Vice President
Felicitas D. Marcos	- Asst. Vice President

**Benjamin V. Ramos, 56, Director and President.** Mr. Ramos is a Filipino citizen. He graduated from the University of Sto. Tomas with a Bachelor of Science in Commerce degree in 1983. Mr. Ramos is a Certified Public Accountant. He is currently the President of Philippine Graphic Publications Inc., Philippine Business Daily Mirror Publishing, Inc. and Radio Philippines Network. He is a director of Eternal Gardens Group of Companies and Fortune Insurance Group.

**Sarah E. Benito, 61, Vice President,** is the head of Internal Audit Department. Board of Directors appointed her on July 31, 2018. She is a graduate of Manuel L. Quezon University with a degree in Bachelor of Science major in Accountancy. Ms. Benito is a Certified Public Accountant and a member of Philippine Institute of CPA's and Institute of Internal Auditors. She worked with Invest Projects Inc. as the Head of General Operations and Finance Group and in Philippine Veterans Bank as the Head of Internal Audit.

**Des Corazon D. Cruz, 60, Vice President,** is the head of Related Party Transactions Department. She joined the Bank on March 2004. She also worked with Philippine Investment Management Consultants, Inc. (PHINMA) before she started her banking career at Far East Bank and Trust Co. and Banco De Oro Universal Bank. She is a graduate of St. Paul College of Quezon City with a degree of Bachelor of Arts major in Economics

**Joseph D. Gonzaga, 43, Vice President,** is the Head of Account Management Department. He joined the Bank in October 2014. He started his banking career in 1997 with AMD of Traders Royal Bank until he joined the Corporate Banking Group of Bank of Commerce. He also worked with the SME Loans Unit of Insular Savings Bank and Institutional Banking Group of Banco De Oro. Mr. Gonzaga was also formerly the Finance Head of the AIC Group of Companies. He is a graduate of San Beda College with a degree in Bachelor of Science in Commerce Major in Management and Entrepreneurship.

**Atty. Freda Bartolome-Ringor, 36, Vice President,** is the Head of Legal Services and Corporate Affairs Department, Data Privacy Officer and Assistant Corporate Secretary of the Bank. She was appointed by the Board of Directors on October 2018. Before joining the bank, she was the Legal Officer for Eternal Gardens Inc. Prior to her corporate practice, she was a litigation lawyer handling civil, criminal, labor, election and even administrative cases. She also work as a legal consultant at Aljabal law office in the Kingdom of Bahrain dealing with retained bank clients such as Al Salam bank formerly BMI Bank, HSBC and American Express. She also work in the academe as a college instructor at Our Lady of Fatima Valenzuela and Far Eastern University – Recto, Manila. She graduated with the degree of Bachelor of Arts in Political Science in the University of Sto. Tomas and took up her Master's Degree in Public Administration in the same university. She finished her Law degree in Manuel L. Quezon University and was admitted to the bar in year 2012.

**Jimbo V. Balane, 42, Vice President,** is the head of Information Technology Department. He graduated from the University of Nueva Caceres (UNC) in Naga City, Camarines Sur thru Philippine National Bank (PNB) scholarship program with a degree in Bachelor of Science major in Computer Engineering. Before joining Citystate Savings Bank, Inc., he was the head of the Systems Administration Department of Philippine Veterans Bank (PVB). He was also instrumental in the live implementation of the core system of PVB. He has over 8 years of experience in managing and maintaining multiplatform environments such as AS/400, AIX, Linux, and Windows servers including other infrastructures like Active Directory (AD), Exchange Email, Antivirus, Firewall, and Patch Management System, and more than 13 years of experience in RPG and CL programming, and as Systems Analyst. Mr. Balane is an expert in AS/400 platform and DB2 database, highly familiar with banking operations, knowledgeable in Retail Deposits, Loans, General Ledger Accounts and ATM processes, proficient in conducting systems investigation and analysis, and adept in Disaster Recovery Management. Mr. Balane is a certified ITIL 2011 Foundation Course in IT Service Management.

**Ariel V. Ajesta, 30, Assistant Vice President**, is the Bank's Chief Compliance Officer. In 2011, Mr. Ajesta started his banking career at RCBC Savings Bank and worked as Customer Service Assistant and Front-End Collection Specialist in Retail Banking Group and Asset Management Remedial Group, respectively. In 2013, Mr. Ajesta worked at Citystate Savings Bank as Risk Analyst and held various units in Risk Management Department until he became the Deputy Risk Officer of the Bank from 2015 to 2018. During that period, he handled the Trust Risk, Liquidity Risk, Investment Risk, and Operations Risk functions. Mr. Ajesta was the former Risk and Compliance Officer of AllBank (A Thrift Bank), Inc. from 2018 to 2019. During that period, he was also appointed as the Information Security and Data Privacy Officer. In June 2019, Mr. Ajesta resumed his banking career with Citystate Savings Bank Inc. and was appointed by the Corporate Governance Committee as the Chief Compliance Officer (CCO) with a rank of Assistant Vice President; He obtained his Master in Business Administration (MBA) and Bachelor of Science in Commerce (BSC) major in Legal Management degree from San Sebastian College. He attended various seminars/short courses for banks where he successfully passed and finished the one (1) year course on Trust Operations and Investment Management facilitated by the Trust Institute Foundation of the Philippines and completed the seminar on Business of Treasury Banking Perspective and Risk Management in Banking module 1 in Ateneo De Manila Center for Continuing Education.

**Martin Jerry E. Machado, 47, Assistant Vice President**, is the Head of General Accounting Department. He joined the Bank in May 2000. He started his banking career in 1996 at Orient Commercial Bank and Philippine Deposit Insurance Corporation. He is a graduate of Ateneo de Zamboanga University with a degree in Bachelor of Science in Business Administration and Management.

**Sharon T. Enriquez, 39, Assistant Vice President**, is the head of the Human Resources Department and Corporate Planning Department. Ms. Enriquez graduated from University of the East with a degree of Bachelor of Science in Business Administration Major in Management. She is also a graduate of Master in Business Administration at the Pamantasan ng Lungsod ng Maynila and Master of Strategic Human Resource Management in Europe at the Fachhochschule des BFI Wien (University of Applied Sciences in Vienna, Austria). Ms. Enriquez is a former Professor at the Far Eastern University teaching marketing, management and human resources management. Ms. Enriquez became part of the Citystate Saving Bank, Inc. in 2016 and is conducting trainings and seminar relating to personality development and customer service.

**Michael M. Boado, 34, Assistant Vice President** and the Bank's Chief Risk Officer. He joined CSBI in July 2012 and rose from the ranks: Credit Review Officer, Risk Officer, Manager & OIC of Risk Management Department and Acting Chief Risk Officer in 2017 until his appointment as CRO in May 2018. Prior to CSBI, he was with Export and Industry Bank, Robinsons Banking Corporation and Asiatrust Development Bank. Mr. Boado holds a degree in Banking and Finance from President Ramon Magsaysay State University and an MBA from Pamantasan ng Lungsod ng Maynila.

**Ronaldo Paul C. Garcia, 53, Assistant Vice President** is the Bank's Branch Banking Group Officer-In-Charge. Mr. Garcia has more than three decades of banking experience. From his Human Resources work at PCI Bank and Investment Banking in the then Urban Bank, he decided to go into Branch Banking with Planters Development Bank as branch head. It is in Planters Bank that he was exposed to community banking. After his stint with Planters Bank, he joined then Asiatrust Development Bank (now part of Asia United Bank) as operations officer and eventually branch head of the Small and Medium Enterprises (SME) area in Novaliches. Then he moved to Allied Bank to head its branches in Novaliches while serving as branch head also of its West Triangle Branch. Mr. Garcia eventually became Allied Bank's Area Head for Iloilo handling all branches of Panay Island (from Iloilo up to Boracay) where the SME market is being developed. After Allied Bank, he went to Philippine Business Bank (PBB) as one of its senior managers for Branch Banking. At PBB, he eventually became Product and Business Development Head while mentoring Branch Banking-Central Metro Manila as Region Head. Mr. Garcia's vast experience in banking has equipped him the knowledge, skills and expertise in branch operations, SME niching and product and business development. He always believes in service with a heart; team work and synergy is his greatest tool towards each and every goal. Mr. Garcia is a BS Commerce Major in Accounting graduate of University of Sto. Tomas.

**Vonnel A. Isip, 50, Assistant Vice President**, is the Bank's Chief Information Security Officer. In 1993 to 2003, Mr. Isip started his banking career at Bank of Commerce as Data Center Operation Staff until he became a Senior System Analyst. In 2005 to 2016, he was hired to a Managerial position in Bank of Commerce as Office System Support Manager which handles Bank-wide Technical support (System and Hardware). During that period he was appointed as IT Security Officer ( Officer In-Charge) which handles the configuration, implementation and monitoring of Information Technology Security ( ITSec ) policies and procedures. In 2016-2018, he worked at Banco Nacional de Guinea Ecuatorial ( National Bank of Guinea Ecuatorial ) in West Africa as Information Technology Security Officer ( ISO ) and designated to handle the following positions: Information Technology Risk Management Officer ( ITRMO ), Disaster Recovery Plan coordinator ( DRPO) and Information Technology Asset Management Officer ( ITAMO ). In July 2019 - He Passed the Certification exam for Certified Ethical Hacker version 10 (CEH-v10). He obtained his Bachelor of Science Major in Computer Engineering (BS Comp.E) degree from Central Colleges of the Philippines (CCP). Mr. Isip attended various Information Technology trainings and seminars both local and abroad. He continued his studies in Information Technology Security ( ITSec ) by taking the boot camp ( July-September 2019 ) on Certified Information System Security Professional ( CISSP ) govern by International Information System Security Certification Consortium ( ISC2).

**Felicitas D. Marcos, 52, Assistant Vice President**, is the Cluster Head for Provincial Area of the Branch Banking Group since 2015. She started her banking career way back 1993 with a rural bank and a thrift bank in 1996 - both based in Bulacan. She joined Citystate Savings Bank, Inc. in 1998 as Branch Cashier. She graduated from Philippine School of Business Administration (PSBA) in Manila with a degree in Bachelor of Science in Business Administration major in Accounting.

### **Compliance with SRC Rule 38**

The registrant has constituted its Nomination Committee in line with the Code of Corporate Governance and it is composed of:

1. D. Alfred A. Cabangon – Chairman
2. Benjamin V. Ramos - Member
3. Sharon T. Enriquez – Non-voting Member

During its last stockholders' meeting, the registrant elected three (5) independent directors in the persons of:

1. Lucito L. Sioson
2. Justice Jose Armando R. Melo
3. Wilfredo S. Madarang, Jr.
4. Edith D. DyChiao
5. Jose Roderick F. Fernando

They possess the qualifications enumerated under SRC Rule 38.

In the forthcoming stockholders' meeting the nomination and election of directors and independent directors shall be conducted in line with the Revised Corporation Code and with SRC Rule 38. The initial list of the nominees is as follows:

#### As Directors

1. D. Alfred A. Cabangon, 53, Filipino
2. D. Arnold A. Cabangon, 49, Filipino
3. Engr. Feorelio M. Bote, 77, Filipino
4. J. Wilfredo A. Cabangon, 59, Filipino
5. Ramon L. Sin, 86, Filipino
6. Atty. Emmanuel R. Sison, 70, Filipino
7. Benjamin V. Ramos, 56, Filipino
8. Susan M. Belen, 60, Filipino
9. Michael F. Rellosa, 58, Filipino



## As Independent Directors

1. Lucito L. Sioson, 81, Filipino
2. Justice Jose Armando R. Melo, 87, Filipino
3. Wilfredo S. Madarang, Jr., 71, Filipino
4. Edith D. Dychiao, 56, Filipino
5. Jose Roderick F. Fernando, 46, Filipino

The above-mentioned candidates have been pre-screened and qualified in accordance with the bank's Manual of Corporate Governance.

### **Information about the Nominees for Independent Directors**

**Lucito L. Sioson, 80, Independent Director.** Mr. Sioson is a Filipino citizen. He graduated from the University of the East in 1958 with a Bachelor of Science degree in Business Administration. He was the Special Assistant to the President and CEO of Social Security System from November 2001 to July 2008 before joining the bank. Mr. Sioson is a Certified Public Accountant. He was appointed director of Citystate Savings Bank, Inc. on December 2008.

He was nominated as independent director by Ms. Mercedita Gapaz, minority stockholder not in any manner related to the nominee.

**Justice Jose Armando R. Melo, 86, Independent Director.** Justice Melo is a Filipino citizen. He took Bachelor of Laws at Manuel L. Quezon University in 1956, and graduated Master of Laws at the University of Santo Tomas in 1960. He is a lawyer and jurist who served as an Associate Justice of the Supreme Court of the Philippines from 1992 to 2002. He was the former Chairman of the Commission on Elections (COMELEC) from 2008 to 2011. He is presently a director of Clark Development Corporation. Prior to this, he was a director & Chairman of PNOC-EC from 2005-2008. Other positions he held in his almost 45 years of government service were Associated Justice, Court of Appeal; Commissioner, Civil Service Commission; and Commissioner, Professional Regulation Commission. He was appointed director of Citystate Savings Bank, Inc. on February 28, 2012.

He was nominated as independent director by Alfonso G. Siy, member of the Nomination Committee not in any manner related to the nominee.

**Wilfredo S. Madarang, Jr., 70, Independent Director.** Mr. Madarang is a Filipino Citizen. He is a graduate of the University of the East with a Bachelor of Business Administration in 1970. He is a Trustee of Isla Lipana & Co. Foundation, Inc. and a director/president of Wilko21 Global Trade, Incorporated. Aside from Citystate Savings Bank, he is also a past director/vice president of the Philippine Institute of Certified Public Accountants and the Association of Certified Public Accountants in Public Practice. He was appointed director of Citystate Savings Bank, Inc. on October 27, 2015.

He was nominated as independent director by Benjamin V. Ramos, member of the Nomination Committee not in any manner related to the nominee.

**Edith D. DyChiao, 55, Independent Director.** Ms. DyChiao is a Filipino Citizen. She graduated from the De La Salle University in 1984 with a degree in Bachelor of Arts in Biology and in Management of Financial Institutions. She also took Certified Marketing Professional at Asia Pacific Marketing Federation. Ms. DyChiao is a Licensed Real Estate Broker and Appraiser. She is also a past General Manager of Deutschland concept Inc., Vice President and First Vice President of BDO Universal Bank, General Manager of Swiss Prestige Holdings Inc. & Progressive Time Inc., Assistant Vice President of CitiBank NA and a Foreign Department Staff of Philtrust Bank.

She was elected as Independent Director of Citystate Savings Bank, Inc. on July 31, 2018.

**Atty. Jose Roderick F. Fernando, 45, Independent Director.** Mr. Fernando is a Filipino Citizen. He graduated from Ateneo de Manila University with a degree in Bachelor of Arts in Development Studies. He finished his Juris Doctor also at Ateneo de Manila University. In 2005, he took his Masters of Law at University of Pennsylvania Law School. Atty. Fernando is currently a Legal Specialist of Un1qorn Consultancy. He was a Vice President at Nickel Asia Corporation, a Senior Associate at Balane

Tamase Alampay Law Office, a Hearing Officer at the Integrated Bar of the Philippines (IBP), a Legal Consultant at the House of Representatives Philippine Congress and a consultant at the Office of the Majority Floor Leader City Council of Caloocan

He was elected as Independent Director of Citystate Savings Bank, Inc. on July 31, 2018.

### **Significant Employees**

Other than the officers and employees reported, there are no significant employees expected by the registrant to make significant contribution to the business.

### **Family Relationships**

The late Antonio L. Cabangon Chua is the father of siblings D. Alfred A. Cabangon, D. Arnold A. Cabangon, and J. Wilfredo A. Cabangon.

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

No directors of the registrant are currently involved in legal proceedings during the past 5 years and up to this date in any of the following cases.

- a. Bankruptcy Petition
- b. Conviction by Final Judgment
- c. Being Subject to any Order, Judgment or Decree
- d. Violation of Securities Law

No director has resigned nor declined to stand for re-election due to disagreement with the registrant.

### **Recent Sales of Unregistered Securities**

The Bank has not sold any unregistered securities for the past 3 years and therefore it has nothing to disclose under this Section of this report.

### **Certain Relationships and Related Transactions**

In the ordinary course of business, the Bank has loan transactions with its affiliate and with certain directors, officers, stockholders and other related interests (DOSRI). Under the existing policies of the Bank, these loans are made substantially the same terms as loans to other individuals and business comparable risks. The General Banking Act of the BSP regulations limit the amount of the loans granted by a Bank to each affiliate 25% of capital funds. The amount of individual loans to DOSRI, of which 70% must be secured, should not exceed the amount of their deposits and the book value of their investments in the Bank. In the aggregate, loans to DOSRI generally should not exceed the total capital funds or 15% of the total loan portfolio of the Bank, whichever is lower.

### **Transactions with Related Parties**

#### **1. ALC BALIWAG CINEMA & SHOPPING COMPLEX, INC.**

The Bank leases its Baliuag branch from ALC Baliwag Cinema & Shopping Complex, Inc., estate of the late Antonio L. Cabangon Chua owns 10% of this company. The late Antonio L. Cabangon-Chua is related by first degree of consanguinity to D. Edward A. Cabangon, J. Wilfredo A. Cabangon, D. Alfred A. Cabangon, D. Arnold A. Cabangon, D. Edgard A. Cabangon, and J. Antonio A. Cabangon, Jr. who owns 15% of the total shares each.

#### **2. ALC REALTY DEVELOPMENT CORPORATION**

The Bank leases its Chino Roces, New Panaderos and Pasay branches from ALC Realty Development Corporation. Estate of the late Antonio L. Cabangon Chua owns 44% of the

company's total shares. The late Antonio L. Cabangon-Chua is related by first degree of consanguinity to J. Wilfredo A. Cabangon, D. Edward A. Cabangon, D. Edgard A. Cabangon, D. Alfred A. Cabangon and T. Anthony C. Cabangon with 56% of the total shares among the siblings.

3. **ALIW CINEMA COMPLEX, INC.**

The bank leases its Meycauayan Branch and ATM Site from Aliw Cinema Complex, Inc., estate of the late Antonio L. Cabangon Chua owns 10% of the company's total shares, while his sons, J. Wilfredo A. Cabangon, D. Edward A. Cabangon, D. Edgard A. Cabangon, D. Alfred A. Cabangon, J. Antonio A. Cabangon, and D. Arnold A. Cabangon owns 15% of the total shares each.

4. **ALIW MANAGEMENT VENTURES, INC.**

The Bank leases its Taguig Branch ATM Site from Aliw Management Ventures, Inc., Three Frogz Realty Corporation owns 60% and D. Edward A. Cabangon owns 25% of the company's total shares. The following are related to him by second degree of consanguinity; D. Arnold A. Cabangon and D. Alfred A. Cabangon each owns 5% and J. Antonio A. Cabangon, Jr. owns 4% of the total shares.

5. **AMB. ALC HOLDINGS & MANAGEMENT CORPORATION**

The Bank leases its Dagupan Branch, Cubao Branch and Shaw II Branch ATM Site from AMB ALC Holdings & Management Corporation. Estate of the late Antonio L. Cabangon-Chua owns 20% of the total company's total shares. J. Wilfredo A. Cabangon, D. Edgard A. Cabangon, D. Edward A. Cabangon, D. Alfred A. Cabangon, J. Antonio A. Cabangon, Jr., D. Arnold A. Cabangon and D. Cecilia A. Cabangon are related to the late Amb. Antonio L. Cabangon-Chua by first degree of consanguinity, each owns 10% of the total shares of the company.

6. **BROWN MADONNA PRESS, INC.**

Brown Madonna Press, Inc. is one of the Bank's printing press providers. Estate of the late Antonio L. Cabangon owns 1% of the total shares of Brown Madonna Press, Inc. The other shares, are owned by T. Anthony C. Cabangon, D. Antoinette C. Cabangon Jacinto, D. Adrian C. Cabangon, and D. Analyn C. Cabangon Grist, who represents 25% of the total shares each.

7. **CITYSTATE TOWER HOTEL, INC.**

The Bank leases its Mabini branch from Citystate Tower Hotel, Inc., the Cabangon Family owns 55% of the company's total shares, while Siy family owns 30% and Bote family owns 15% of the total shares.

8. **ETERNAL GARDENS MEMORIAL PARK CORPORATION**

This company has an existing loan secured by Real Estate Mortgage which will mature on December 30, 2030.

Estate of the late Antonio L. Cabangon Chua owns 3.62% of the shares of Eternal Garden Memorial Park Corporation. The following are related to him by first degree of consanguinity, D. Edgard A. Cabangon, and T. Anthony C. Cabangon, each owns 32.76% of the total shares.

9. **ETERNAL GARDENS MEMORIAL PARK CORPORATION-BATANGAS**

The Bank leases its Sta. Rosa Branch's lot from Eternal Gardens Memorial Park Corporation-Batangas, estate of the late Antonio L. Cabangon-Chua owns 10% of the company's total shares. The following are related to him by first degree of consanguinity, D. Edgard A. Cabangon, T. Anthony C. Cabangon, D. Antoinette C. Jacinto, J. Wilfredo A. Cabangon, D. Alfred A. Cabangon and D. Edward A. Cabangon, each owns 10% of the total shares.

10. **FILIPINAS PAWNSHOP, INC.**

The Bank leases its Paco and Guadalupe branch from Filipinas Pawnshop, Inc. estate of the Cabangon family who owns the following shares J. Wilfredo A. Cabangon, D. Alfred A. Cabangon, J. Antonio A. Cabangon, D. Arnold A. Cabangon and D. Cecilia A. Cabangon 20% each of the company's total shares.

**11. FORTUNE LIFE INSURANCE COMPANY, INC.**

Fortune Life Insurance Corporation is a stockholder of the Bank, with an aggregate share of 10.3%. D. Arnold A. Cabangon is the President of the company. The Bank leases its Palawan and Urdaneta branches from Fortune Life Insurance Co., Inc., estate of the late Antonio L. Cabangon-Chua owns 35.16% of the company's total shares.

**12. TOP VENTURES INVESTMENTS & MANAGEMENT CORPORATION**

Top Ventures Investments & Management Corporation is a stockholder of the Bank, with a share of 12.70%. estate of the Cabangon Family who owns the following shares estate of Antonio L. Cabangon Chua 20%, Bienvenida A. Cabangon, J. Wilfredo A. Cabangon, D. Edgard A. Cabangon, D. Edward A. Cabangon, D. Alfred A. Cabangon, J. Antonio A. Cabangon, Jr., D. Arnold A. Cabangon and D. Cecilia A. Cabangon 10% each of the company's total shares.

**Subsidiaries and Affiliates**

The Bank has a number of affiliated or sister companies, most of which belong to ALC Group of Companies.

For some of its products and services, the Bank has tie-ups and has established working relationships with its affiliated and sister companies that provide its customers with discounts and free services from these companies.

**Compensation of Directors and Executive Officers**

The following table summarizes the aggregate compensation of the executive officers of the Bank for the period ended December 31, 2018 to December 31, 2019 (with estimate for year 2020).

<b>Year</b>	<b>Name and Principal Position</b>	<b>Salaries</b>	<b>Bonuses</b>
For the twelve Months Ended December 31, 2018	EXECUTIVE OFFICERS Benjamin V. Ramos – President Christian M. Chavez - Vice President Jimbo V. Balane - Vice President Freda F. Bartolome - Ringor - Vice President Sarah E. Benito - Vice President	5,766,921.68	961,153.61
	All Executive Officers as a Group	6,728,075.29	
	All Board Directors and Officers as a Group	8,048,075.29	
	EXECUTIVE OFFICERS Benjamin V. Ramos – President Sarah E. Benito - Vice President Des Corazon D. Cruz – Vice President Jimbo V. Balane - Vice President Joseph D. Gonzaga – Vice President Freda F. Bartolome - Ringor - Vice President	8,046,921.68	1,341,153.61
	All Executive Officers as a Group	9,388,075.29	
	All Board Directors and Officers as a Group	11,373,075.29	

<b>Year</b>	<b>Name and Principal Position</b>	<b>Salaries</b>	<b>Bonuses</b>
For the twelve Months Ended December 31, 2020 (Estimated)	Benjamin V. Ramos – President Sarah E. Benito - Vice President Des Corazon D. Cruz – Vice President Jimbo V. Balane - Vice President Joseph D. Gonzaga – Vice President Freda F. Bartolome-Ringor - Vice President	7,066,921.68	1,177,820.28
	All Executive Officers as a Group	8,244,741.96	
	All Board Directors and Officers as a Group	10,229,741.96	

## **Other Annual Compensation**

There is no other annual compensation not properly categorized as salary or bonus.

## **Compensation of Directors**

### (a) Standard Arrangements

At present, its members of the board of directors do not receive any fixed regular monthly compensation from the bank, except per diem allowance in the amount of five thousand pesos (Php 5,000.00) for every board and committee meeting attended.

### (b) Other Arrangements

There are no other arrangements, including consultancy contracts, pursuant to which any director of the registrant was compensated, or is to be compensated, directly or indirectly, during the registrant's last completed fiscal year, and the ensuing year, for any service provided as a director.

## **Employment Contracts and Termination of Employment and Change-in-Control Arrangements**

### (a) Employment Contract

All executive officers listed above are regular employees who derive pure compensation income, in the form of salaries and bonuses from CSBI.

### (b) Compensatory Plan or Arrangement

There is no compensatory plan or arrangement, including payments to be received from the registrant, with respect to a named executive officer, that will result from the resignation, retirement or any other termination of such executive officer's employment with the registrant and its subsidiary or from a change-in-control of the registrant or a change in the named executive officer's responsibilities following a change-in-control where the amount involved, including all periodic payments or installments, exceeds P2,500,000.

## **Warrants and Options Outstanding Repricing**

### (a) Outstanding Warrants or Options

There are no outstanding warrants or options held by the registrant's CEO, the named executive officers above, and all officers and directors as a group.

### (b) Repricing

At any time during the last completed fiscal year, the registrant, while a reporting company, has not adjusted or amended any exercise price of stock warrants or options; nor is there any previously awarded stock warrants or option to any of the officers and directors of CSBI, whether through amendment, cancellation or replacement grants, or any other means.

## **Independent Public Accountants**

### **External Audit Fees and Services**

The external audit and consultancy fees for the years 2019 and 2018 were as follows:

	<u>Year ended</u> <u>December 31, 2019</u>	<u>Year ended</u> <u>December 31, 2018</u>
Audit Fees (Incurred by Registrant)	P1,608,000.00	P1,340,000.00
Audit-Related Fees	75,000.00	81,600.00
Tax Fees - VAT	192,960.00	160,800.00
All Other Fees	-	-
<b>Total</b>	<b><u>P1,875,960.00</u></b>	<b><u>P1,582,400.00</u></b>

The accounting firm of Punongbayan & Araullo (Member of Grant Thornton International) has been the Company's Independent Public Accountant for the last twenty (20) years. The same accounting firm is being recommended for election by the stockholders at the scheduled Annual Meeting of stockholders. Its re-appointment complies with the requirement of SEC under SRC Rule 68 (3) (b) (iv) regarding rotation of external auditors or engagement partners.

Representatives of the principal accountants (Punongbayan & Araullo) are expected to be present at the Annual Stockholders' Meeting. They will have the opportunity to make a statement if they desire to do so and are expected to be available to respond to appropriate questions.

Mr. Ramilito L. Nañola was the principal accountant selected as signing partner for the year 2018, while for 2019, Mr. Romualdo V. Murcia III was the principal accountant selected as signing partner.

There was no event in the past twenty (20) years where Punongbayan & Araullo and the Company had any disagreement with regard to any matter relating to accounting principles or practices, financial statement disclosure or auditing scope or procedure.

As a policy, the Audit Committee makes recommendations to the Board of Directors concerning the choice of external auditor and pre-approves audit plans, scope and frequency before the audit is conducted. Audit services of external auditors for the years 2019 and 2018 were pre-approved by the Audit Committee. The Committee also reviewed the extent and nature of these services to ensure that the independence of the external auditors is preserved.

The Bank's Audit Committee are as follows:

Chairman: Lucito L. Sioson (Independent Director)  
Wilfredo S. Madarang, Jr. (Independent Director)  
Jose Roderick F. Fernando (Independent Director)

## **C. ISSUANCE AND EXCHANGE OF SECURITIES**

### **Authorization or Issuance of Securities Other than for Exchange**

In compliance with the disclosure requirements of the Exchange and the Commission, please be advised that on 10 July 2020, the Board of Directors approved the subscriptions by AMB. ALC Holdings and Management Corp. (AAHMC) in the amount of P420,000,000.00 divided into 42,000,000 shares, Top Ventures Investments and Management Corp. (TVIMC) in the amount of 76,800,000 divided into 7,680,000 and Eternal Gardens Memorial Park Corp. (EGMPC) in the amount of 3,200,000.00 divided into 320,000 shares out of the increase of the authorized capital stock of the Bank.

On 13 July 2020, Citystate Savings Bank entered into Subscription Agreements with AAHMC, TVIMC and



EGMPC in the total amount of P500,000,000.00 divided into 50,000,000 CSB common shares with a par value of P10.00 per share to comply with the minimum capital requirements pursuant to BSP Circular No. 854/Sec. 121 of the MORB.

## **Financial and Other Information**

### **Management's Discussion and Analysis or Plan/Result of Operation**

Management's Discussion and Analysis or Plan of Operation of the Company is attached hereto as "**Annex A**".

### **Financial Statements**

The Draft Audited Financial Statements and the Auditors' PTR, name of certifying partner and address are attached to this Information Statement as "**Annex B**".

## **D. OTHER MATTERS**

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

Action to be taken will constitute reading and approval of the minutes of the previous stockholders' meeting, approval of the report for the year ended December 31, 2019 and ratification of all acts, proceedings and resolutions of the Board of Directors, the Executive Committee and the acts of the officers and management for the year 2019, details of which are hereto attached as "**Annex C**".

## **SUMMARY OF THE MINUTES OF THE 2019 STOCKHOLDERS' MEETING**

The Chairman, Mr. D. Alfred A. Cabangon, called the meeting to order at 9:00 A.M.

The Assistant Corporate Secretary, Atty. Freda F. Bartolome-Ringor, announced that the total stockholders physically present and/or represented by proxies sufficiently met the required quorum for the conduct of the meeting.

Mr. Benjamin V. Ramos, President, took notice of the fact that the copies of the Minutes of the Stockholders' Meeting held on May 28, 2019 have been previously distributed to the stockholders, and thus, he moved that the reading of the minutes be dispensed with and that the same be approved as circulated.

There being no objection, the Minutes of the Annual Stockholders' Meeting of 2018 were noted and approved.

*The Bank will comply with the requirements of Section 49 of the Revised Corporation Code of the Philippines on the next Annual Stockholders' Meeting to be held on 18 August 2020.*

## **Amendments of Charter, By-laws, and other Documents**

The bank is complying with the procedures/guidelines for the nomination and election of independent directors as provided in SRC Rule 38.

In the regular board meeting held last 10 July 2020, the Board of Directors of Citystate Savings Bank, Inc. approved to amend the By-Laws of the Bank. The following are the sections to be amended:

Article II Section 2:

Sec. 2. Proxy – Stockholders may vote in all meetings either in person or by proxy given in writing and signed by the stockholders concerned and presented to the Secretary at least seven (7) banking days prior to the date of the meeting, for verification and record purposes. Revocation of proxies shall also

be in writing and signed by the stockholders concerned and presented to the Secretary before the same deadline.

Article II Section 3, 2nd Paragraph:

A stockholder or member who participates through remote communication or in absentia, shall be deemed present for purposes of quorum.

Article II Section 7:

Sec. 7. Notices of Meetings – Notices of meetings of the stockholders shall be made, as the Board of Directors may determine, either by publication in a newspaper of general circulation at least once and at least twenty-one (21) calendar days prior to the date of the meeting or by written notice sent by delivery, fax or ordinary mail to each stockholder at least twenty-one (21) calendar days prior to the date of the meeting. The notice shall state the date, time and place of the meeting and if a special meeting, the purpose for which the meeting is called.

Article II Section 4

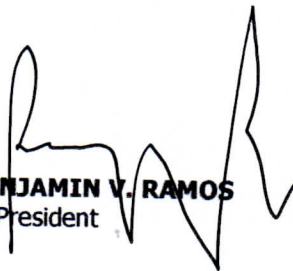
Sec. 4. Voting Right – At a stockholders' meeting, every stockholder shall be entitled to one (1) vote for each share of voting stock standing in his name on the proper book of the Bank at the time of closing thereof for the purpose of the meeting. The right to vote of stockholders or members may be exercised in person, through a proxy, or through remote communication or in absentia.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Pasig on the 13th day of July 2020.

By:

**MR. BENJAMIN V. RAMOS**  
President

A handwritten signature in black ink, appearing to read 'B. Ramos', is written over the printed name and title of Mr. Benjamin V. Ramos.

**REPORT ACCOMPANYING INFORMATION SHEET  
REQUIRED UNDER SRC RULE 20**

**(A) AUDITED FINANCIAL STATEMENTS**

The draft audited financial statements of the registrant as of December 31, 2019 and the Statement of Management Responsibility for Financial Statements are attached hereto.

**(B) MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS**

I. Financial Condition, Changes in Financial Condition and Results of Operations for each of the last three (3) fiscal years.

<b>Key Operating and Financial Indicators</b>	<b>2017</b>	<b>2018</b>	<b>2019</b>
Number of Branches / Cash Unit	30	30	30
Number of Employee	310	282	290
*****	-	-	-
Cash	67,207	60,300	62,110,
Due from BSP and Other Banks	957,939	798,920	739,505
Available-For-Sale-Securities	419,726	-	-
Financial assets at FVOCI	-	418,634	308,008
HTC financial assets	-	72,178	74,680
Loans and Receivables	1,987,098	1,843,895	2,228,672
Total Resources	4,135,991	3,817,108	4,074,145
Deposit Liabilities	3,361,810	3,085,331	3,283,308
Total Liabilities	3,443,507	3,162,621	3,438,263
Capital Funds	692,484	654,487	635,883
*****	-	-	-
Net Interest Income	185,671	185,782	174,567
Fee-Based and Other Income	70,713	82,807	108,720
Net Income	-87,054	-41,126	-22,742
*****	-	-	-
Earnings per Share**	-1.20	-0.41	-0.23
Book Value per Share*	9.52	6.77	6.36

(Amounts presented are in P'000, except per share figure)

\*Based on Shares outstanding as of year-end

\*\*Annualized Earnings per Share

## Key Performance Indicators

The Bank monitors its performance with the other players in the banking industry in terms of the following indicators:

Key Performance Indicators	CSBI December 2019	INDUSTRY December 2019
<u>Capital Adequacy</u> Capital to Risk Ratio	13.50%	17.46%
<u>Asset Quality</u> Non-performing Loan (NPL) Ratio	10.04%	6.01%
Non-Performing Loan (NPL) Cover	30.21%	48.06%
<u>Liquidity</u> Loans to Deposit	65.70%	96.35%
<u>Profitability</u> Return on Average Equity	-13.43%	8.77%
Net Interest Margin	5.76%	5.45%
<u>Cost Efficiency</u> Cost to Income	125.35%	67.24%

The Bank has a Capital Adequacy Ratio stood at 13.50% as compared with the Industry's 17.46%. The Bank's policy is to maintain investor, creditor and market confidence and to sustain future development of the business. The impact of the level of capital on shareholder's return is also recognized and the Bank recognizes the need to maintain a balance between the higher returns that might be possible with greater gearing and the advantages and security afforded by a sound capital position.

The Bank's NPL ratio of 10.04% is higher compared with the industry's 6.01% comprises credit exposures which are assessed as 'credit-impaired', thus considered by the Bank as 'non-performing', which is assessed consistently with the Bank's definition of default for each loan portfolio. The Bank recognizes a lifetime ECL for all credit-impaired financial assets. Allowance for probable losses over Non-performing loans is 30.21% versus the industry's 48.06%.

The Bank's loan to deposit ratio of 65.70% is lower compared with the thrift banking industry's 96.35% as it continues to be highly selective in its lending operation and improve on loan collection.

In terms of profitability, the bank is lower than the thrift banking industry with a Return on Ave. Equity (ROE) of -13.43% versus the industry of 8.77%. The bank continues to adopt measures to provide a strong and stable financial condition. Its Net Interest Margin is 5.76% as against the industry's 5.45%.

The manner by which the Bank calculates the above indicators is as follows:

<b>Key Performance Indicator</b>	<b>BSP Prescribed Formula</b>
Capital to Risk Assets Ratio	Total Qualifying Capital / Market and Credit Risk Weighted Exposures
Non-performing Loan (NPL) Ratio	Non-performing Loans / Gross Loans
Non-performing Loan (NPL) Cover	Allowance for Probable Losses / Non-performing Loans
Loans to Deposits Ratio	Total Loans / Total Deposits
Return on Average Equity	Net Income After Income Tax / Average Total Capital Accounts
Net Interest Margin	Net Interest Income / Average Interest Earning Assets
Cost to Income	Total Operating Expenses / Net Interest Income + Other Income

## December 31, 2017

### Interest Income

Gross Interest Income for the year ended December 31, 2017 amounted to P216.253 million from P211.423 million over the same period in 2016 for a 2.28% increase. Of the former amount, about 2.78% came from its lending operations which amounted to P192.965 million and the rest were interest from Due from BSP and other banks which increase from P10.728 million to P14.274 million and Available-for-sale securities which decrease from P12.946 million to P9.013 million. The Gross Interest Income of P216.253 million represents 75.36% of the bank's total gross income for the year 2017 which amounted to P286.965 million.

### Interest Expense

Interest Expense decreased by 22.05% from P39.231 million in 2016 to P30.582 million for the period ending December 31, 2017. The Interest Expense of P30.582 million is 14.14% of the Gross Interest Income of P216.253 million.

### Other Income

Other Income comprising of Service Charges and Fees and Miscellaneous Income posted a 21.87% increase in 2017, versus its performance in 2016. Decrease in fee-based sources accounted for P13.362 million while increase in Miscellaneous Income is accounted for P57.351 million. The amount of P70.713 million represents 24.64% of the bank's Total Gross Income in 2016 in the amount of P286.965 million.

### Other Expenses

Other operating expenses increased by 2.56% from P294.711 million in 2016 versus P302.251 million in 2017. This was due to increase in Occupancy from P28.730 to 30.143. Communication, light and water from P28.792 to P30.179. Depreciation and amortization from P32.958 to P38.937. Taxes and Licenses from P12.568 to P17.582. Litigation and Assets Acquired from P2.545 to P4.238. Miscellaneous from P23.269 to P24.986. The total Other Operating Expenses of P302.251 million is 90.81% of the total expenses.

### Net Income

The Bank posted a net loss of P87.054 million for 2017 versus P100.844 million of 2016.

#### Cash and Other Cash Items

Cash and Other Cash Items posted a P32.981 million decrease from P100.188 million in the year ending 2016 as against P67.207 million in 2017.

#### Due from BSP and Other Banks

Due from BSP and Other Banks increased by 73.63% from P551.722 million in 2016 to P957.939 in 2017 as investible funds were placed in local banks. Due from BSP and Other Banks is 23.16% of Total Resources.

#### Available-For-Sale Securities

Available-for-Sale Investments representing 10.15% of total assets increased by 7.70% from P389.723 million to P419.726 million in 2017.

#### Loans and Receivables

Loans and Receivables decrease from P2.342 billion to P1.987 billion in 2017. The amount of P1.987 billion is 48.04% of the Total Resources.

#### Bank Premises, Furniture, Fixtures and Equipment

This account decrease to P201.448 million from P214.625 million. The net amount of P201.448 million represents 4.87% of the Total Resources.

#### Other Resources

Other Resources decreased by 18.96% from P225.336 million in 2016 to P182.613 million in 2017. The amount of P182.613 million is 4.42% of Total Resources.

#### Total Deposit Liabilities

Deposits generated by the bank's thirty (30) branches decreased by P33.152 million. From P3.395 billion, Total Deposit Liabilities was down to P3.362 billion at the end of 2017. Of this amount, P2.576 billion or 76.63% comprised savings deposits while the remaining 23.37% or P785.692 million is in the form of time and demand deposits. The Total Deposit Liabilities of P3.362 billion is 97.63% of the Total Liabilities and 81.28% of the Total Liabilities and Equity.

#### Other Liabilities

This account decreased by 32.27% from P120.614 million to P81.698 million. The ending balance of P81.698 million is 2.37% of the total liabilities.

#### Capital Funds/Equity

Capital Funds/Equity decreased by P0.288 million in 2017. Net Loss for the year was P87.054 million.

#### Capital Adequacy Ratio (CAR)

The bank posted a higher than industry risk-based capital adequacy ratio of 24.55% versus the 16.71% of the industry.

#### Liquidity

CSBI's loans to deposit ratio is 58.25%.

### **December 31, 2018**

#### Interest Income

Gross Interest Income for the year ended December 31, 2018 amounted to P226.333 million from P216.253 million over the same period in 2017 for a 4.45% increase. Of the former amount, about 24.99% came from its Investment securities which amounted to P11.265 million and the rest were interest from Due



from BSP and other banks which increased from P14.274 million to P23.265 million and lending operations which decrease from P192.965 million to P191.802 million.

#### Interest Expense

Interest Expense increased by 32.60% from P30.582 million in 2017 to P40.551 million for the period ending December 31, 2018.

#### Other Income

Other Income comprising of Service Charges and Fees and Miscellaneous Income posted a 17.67% increase in 2018, versus its performance in 2017. Increase in fee-based sources accounted for P15.828 million and increase in Miscellaneous Income is accounted for P66.980 million.

#### Other Expenses

Other operating expenses increased by 3.68% from P302.251 million in 2017 versus P313.383 million in 2018. This was due to increase in Depreciation and amortization from P38.937 million to P40.489 million. Occupancy from P30.143 million to P36.445 million. Taxes and licenses from P17.582 million to P19.747million. Insurance from P14.100 million to P17.187million. Fuel and oil from P8.524 million to P8.892 million. Litigation and asset acquired expenses from P2.108 million to P3.668 million. Miscellaneous from P24.986 million to P31.376 million.

#### Net Income

The Bank posted a net loss of P41.126 million for 2018 versus P87.054 million of 2017.

#### Cash and Other Cash Items

Cash and Other Cash Items posted a P6.907 million decrease from P67.207 million in the year ending 2017 as against P60.300 million in 2018.

#### Due from BSP and Other Banks

Due from BSP and Other Banks decreased by 16.60% from P957.939 million in 2017 to P798.919 in 2018 as investible funds were placed in local banks. Due from BSP and Other Banks is 17.31% of Total Resources.

#### Loans and Receivables

Loans and Receivables decrease from P143.202 million from P1.987 billion to P1.843 billion in 2018. The amount of P1.843 billion is 39.95% of the Total Resources.

#### Bank Premises, Furniture, Fixtures and Equipment

This account decrease to P8.627 million from P201.448 million. The net amount of P192.820 million represents 4.18% of the Total Resources.

#### Other Resources

Other Resources decreased by 22.03% from P182.613 million in 2017 to P142.392 million in 2018. The amount of P142.392 million is 3.08% of Total Resources.

#### Total Deposit Liabilities

Deposits generated by the bank's thirty (30) branches decreased by P276.479 million. From P3.362 billion, Total Deposit Liabilities was down to P3.085 billion at the end of 2018. Of this amount, P2.038 billion or 66.08% comprised savings deposits while the remaining 33.92% or P1.047 billion is in the form of time and demand deposits. The Total Deposit Liabilities of P3.085 billion is 97.56% of the Total Liabilities and 80.35% of the Total Liabilities and Equity.

#### Other Liabilities

This account decreased by 5.70% from P81.698 million to P77.290 million. The ending balance of P77.290 million is 2.44% of the total liabilities.

#### Capital Funds/Equity

Capital Funds/Equity decreased by P15.039 million in 2018. Net Loss for the year was P41.126 million.

#### Capital Adequacy Ratio (CAR)

The bank posted a higher than industry risk-based capital adequacy ratio of 17.64% versus the 15.96% of the industry.

#### Liquidity

CSBI's loans to deposit ratio is 65.70%.

### **December 31, 2019**

#### Interest Income

Gross Interest Income for the year ended December 31, 2019 amounted to P228.799 million from P226.333 million over the same period in 2018 for a 1.09% increase. Of the former amount, about 34.67% came from its Investment Securities which amounted to P15.171 million and the rest were interest from Due from BSP and other banks which decrease from P23.265 million to P18.764 million and Loans and Receivables amounted to P194.864 million. The aforementioned were comparative figures for the period ending December 31, 2018 and December 31, 2019.

#### Interest Expense

Interest Expense increased by 33.74% from P40.551 million in 2018 to P54.232 million for the period ending December 31, 2019.

#### Other Income

Other Income comprising of Service Charges and Fees and Miscellaneous Income posted a 31.29% increase in 2019, versus its performance in 2018. Increase in Miscellaneous Income accounted for P94.265 million while decrease in Service Charges and Fees is accounted for P14.455 million.

#### Other Expenses

The Bank's Other Expenses decreased by 3.99% or P12.514 million from P313.383 million to P300.870 million after one year of operation. The variance was mainly due to the decrease in Salaries and employee benefit expense from P101.541 million to P98.318 million; Communication, light and water lower from P28.606 million to P26.319 million; Taxes and licenses decreased by 2.29% from P19.747 million to P19.295 million; Insurance decreased by 14.07% from P17.187 million to P14.769 million; Occupancy lower by 76.16% or P27.757 million from P36.445 million to P8.688 million; and Repairs and Maintenance decreased by P23.813 thousand or 1.67% from P1.423 million last year to P1.399 million this year; Fuel and oil is lowered this year by 4.72% from P8.892 million to P8.472.

On the other hand, Depreciation and Amortization rose by 43.06% this year from P40.489 million to P57.924 this year; Security, Janitorial and Messengerial Services increased by 1.66% or P398.298 thousand from P24.009 million to P24.408 million; Litigation and Asset Acquired Expenses increased by 118.27% or P4.338

million from P3.668 million to P8.006 million; Miscellaneous also rose by 6.05% this year from P31.376 million last year to P33.273 million this year.

#### Net Income

The Bank posted a net loss of P22.742 million for 2019 versus P41.126 million of 2018.

#### Cash and Other Cash Items

Cash and Other Cash Items posted a P1.811 million increase from P60.300 million in the year ending 2018 as against P62.110 million in 2019.

#### Due from BSP and Other Banks

Due from BSP and Other Banks increased by 46.60% from P279.146 million in 2018 to P62.110 in 2019 as investible funds were placed in local banks. Due from BSP and Other Banks is 18.15% of Total Resources.

#### Loans and Receivables

Loans and Receivables increase from P1.844 billion to P2.229 billion in 2019. The amount of P2.229 billion is 54.70% of the Total Resources.

#### Bank Premises, Furniture, Fixtures and Equipment

This account rose to P57.250 million from P192.820 million to P250.070. The net amount of P250.070 million represents 6.14% of the Total Resources.

#### Other Resources

Other Resources decreased by 3.75% from P142.392 million in 2018 to P137.054 million in 2019. The amount of P137.054 million is 3.36% of Total Resources.

#### Total Deposit Liabilities

Deposits generated by the bank's thirty (30) branches increased by P197.977 million. From P3.085 billion, Total Deposit Liabilities was up to P3.283 billion at the end of 2019. Of this amount, P2.070 billion or 63.06% comprised savings deposits while the remaining 36.94% or P1.213 billion is in the form of time and demand deposits. The Total Deposit Liabilities of P3.283 billion is 95.49% of the Total Liabilities and 80.59% of the Total Liabilities and Equity.

#### Other Liabilities

This account increased by 50.12% from P77.290 million to P154.954 million. The ending balance of P154.954 million is 4.51% of the total liabilities.

#### Capital Funds/Equity

Capital Funds/Equity decreased by P41.562 million in 2019. Net Loss for the year was P22.742 million.

#### Capital Adequacy Ratio (CAR)

The bank posted a lower than industry risk-based capital adequacy ratio of 13.50% versus the 17.46% of the industry.

#### Liquidity

CSBI's loans to deposit ratio is 65.70%.

#### Other known Trends, Demands, Commitments, Events or Uncertainties

There are no other known trends or any other known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the registrant's liquidity increasing or decreasing in any material way. The registrant is not having or does not anticipate having within the next twelve (12)

months any cash flow or liquidity problems. The registrant is not in default nor in breach of any note, loan, lease or other indebtedness or financing arrangement requiring it to make payments. There is no significant amount of trade payables that have not been paid within the stated trade terms. There is likewise no material deficiency that can be identified.

There are no known trends, events or uncertainties that have had or that are reasonably expected to have a material, favorable or unfavorable, impact on revenues or income from continuing operations.

#### Material Commitments for Capital Expenditures

There are no material commitments for capital expenditures.

#### Significant Elements of Income or Loss

There are no significant elements of income or loss that did not arise from the registrant's continuing operations.

#### Other Key Variable and Qualitative/Quantitative Factors

As to any seasonal aspects that may have material effect on the financial condition or result of operations, the registrant is not affected by the current worries on peso-dollar exchange, as the bank has no exposure on any foreign currency related transactions.

There are no events that would trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation.

No material off-balance sheet transaction, arrangement, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons are created during the reporting period.

### **Past and Future Financial Condition and Results of Operation with particular emphasis on the prospects for the future.**

For 2019, Citystate Savings bank's clients could look forward to more innovative, competitive and customized products and services.

The bank's deposit base anchored on retail banking, is consistently increasing thereby maintaining an above average level of liquidity while it selectively appropriates its excess loanable funds.

#### **Prospects for the Future**

For the year 2020, CSBI will focus on further enhancing its service delivery system through the following action plans:

- Development of more bank products and services;
- Intensify SME lending and jewelry loan operations;
- Pursue a more aggressive marketing strategy and focus on the target market;
- Highly efficient and productive personnel coupled with cost-effective technology;
- A strong advertising and promotional campaign;
- Reputation of good service and expertise;

- Effective cost-control.

In terms of financial performance and results of operation, the bank is very optimistic to overcome its 2018 performance as it pursues aggressively its marketing strategies to deepen its reach to its target market.

**(C) BRIEF DESCRIPTION OF THE GENERAL NATURE AND SCOPE OF BUSINESS OF THE REGISTRANT**

Citystate Savings Bank, Inc. was registered with the Securities and Exchange Commission on May 20, 1997. The Monetary Board of the Bangko Sentral ng Pilipinas on the other hand, granted the bank a license to operate as Thrift Bank on August 07, 1997. The bank's Authorized Capital is P1,000,000,000.00 consisting of 100,000,000 common shares, with a par value of P 10.00 per share.

The bank began its operations on August 08, 1997 when it opened its first branch located in Dominga Building III, 2113 Chino Roces Avenue corner Dela Rosa Street, Makati City. At present, the bank's principal office is located at Citystate Centre Building, 709 Shaw Boulevard, Pasig City.

The bank itself provides a wide range of banking and other financial services such as but not limited to traditional and innovative deposit products and services, cash management, corporate and retail banking and treasury services. The bank caters to the needs of corporate, middle market and retail clients.

On March 4, 2004, the Bangko Sentral ng Pilipinas approved the application of Citystate Savings Bank, Inc. to engage in quasi-banking functions.

Pursuant to further enhancing the bank's delivery system, the Bangko Sentral ng Pilipinas authorized CSBI to operate an FCDU and to perform Trust and other fiduciary business on November 08, 2006.

**(D) MARKET INFORMATION**

The registrant's shares are traded in the Philippine Stock Exchange, Inc. (PSE) after its listing on November 28, 2001. The high and low market prices in 2018 & 2019 are as follows:

<b>QUARTERLY</b>	<b>HIGH</b>		<b>LOW</b>	
	<b>2018</b>	<b>2019</b>	<b>2018</b>	<b>2019</b>
First Quarter	10.00	7.60	7.02	5.03
Second Quarter	8.49	8.49	6.10	6.74
Third Quarter	7.99	7.98	6.60	4.52
Fourth Quarter	7.89	8.49	3.50	6.12

For the interim period in 2019, the following are the high and low market prices of CSBI shares of stocks:

<b>MONTH</b>	<b>HIGH</b>	<b>LOW</b>
January 2020	8.49	7.03
February 2020	8.47	6.21

March 2020	8.47	6.21
April 2020	8.47	6.21
May 2020	8.43	6.27

As of March 31, 2020 CSBI has a total of fifty two (52) stockholders owning 100,000,000 common shares.

Dividends Declared for the Last ten (10) years:

- In 1999, cash dividends totaling P594,750.00 were declared and paid covering fiscal years 1997 to 1999.
- In 2001, 2002, 2003, 2004 and 2005 cash dividends amounting to P330,000.00, P660,000.00, P882,000.00, P882,000.00 and another P882,000.00 respectively were declared, approved by BSP and paid by the bank.
- In 2006, a 10% stock dividend equivalent to 6,615,000 shares and cash dividend amounting to P1,984,500.00 were declared, approved by BSP and paid by the bank.
- In 2007, cash dividend declared was 3/10 of 1% of the par value share or Php 0.03 per share.
- In 2008, cash dividend declared was 3/10 of 1% of the par value share or Php 0.03 per share.
- In 2009, cash dividend declared was 3/10 of 1% of the par value share or Php 0.03 per share.
- All cash dividends declarations are subject to Bangko Sentral ng Pilipinas approval.

As of December 31, 2017 the stocks are trading at P10.00 per share.

As of December 31, 2019, the top twenty (20) shareholders are as follows:

Top 20 Stockholders

	Shareholder	No. of Shares Owned	Percent to Total	Nationality
1.	PCD Nominee Corporation	26,019,368	26.02%	Filipino
2.	AMB. ALC Holdings And Management Corporation	18,000,000	18.00%	Filipino
3.	Estate of Amb. Antonio L. Cabangon-Chua	8,657,114	08.66%	Filipino
4.	Top Ventures Investments & Management Corporation	7,800,000	07.80%	Filipino
5.	D. Alfred A. Cabangon	5,500,000	05.50 %	Filipino
6.	Fortune General Insurance Corporation	5,484,000	05.48 %	Filipino
7.	Antonio L. Cabangon-Chua	5,445,000	05.45 %	Filipino
8.	Fortune Life Insurance Co., Inc.	5,099,250	05.10 %	Filipino

9.	Gencars - Batangas, Inc.	2,846,250	02.85 %	Filipino
10.	D. Alfred A. Cabangon	2,750,000	02.75 %	Filipino
11.	Eternal Plans, Inc.	2,641,700	02.64%	Filipino
12.	D. Edgard A. Cabangon	2,143,350	02.14 %	Filipino
13.	Alfonso G. Siy	1,650,000	01.65 %	Filipino
14.	Eternal Gardens Memorial Park Corporation	1,435,002	01.44%	Filipino
15.	Gencars - San Pablo, Inc.	726,000	00.73%	Filipino
16.	Cabangon, J. Wilfredo A. In Trust For: Michael Wesley M. Cabangon	714,450	00.71%	Filipino
17.	Cabangon, J. Wilfredo A. In Trust For: William Matthew M. Cabangon	714,450	00.71%	Filipino
18.	Grist, Dominga Analyn C. In Trust For: Sarah C. Grist	550,000	00.55%	Filipino
19.	Grist, Dominga Analyn C. In Trust For: Zachary C. Grist	550,000	00.55%	Filipino
20.	Bote, Feorelio M.	412,500	00.41%	Filipino
		<b>99,142,434</b>	<b>99.14%</b>	

#### **(E) DISCUSSION ON COMPLIANCE WITH LEADING PRACTICE ON CORPORATE GOVERNANCE**

The bank has adopted the SEC Corporate Governance Self Rating Form to evaluate the level of compliance of the bank with its Manual on Corporate Governance. In addition, the Compliance Officer reviews on a periodic basis the level of compliance of its directors, officers and employees with the leading practices and principles on good corporate governance as embodied in the bank's Manual.

There have been no violations of the Corporate Governance Manual and no director, officer or employee has been sanctioned.

The bank will regularly conduct a review of the Manual on Corporate Governance and will adopt appropriate changes as necessary.

#### **UNDERTAKING TO PROVIDE ANNUAL REPORT**

The registrant undertakes to provide without charge any person a copy of the Bank's Annual Report on SEC Form 17-A upon written request to the registrant addressed to:

**MR. MARTIN JERRY E. MACHADO**  
Assistant Vice President, Comptrollership/Accounting  
Citystate Centre Building  
709 Shaw Boulevard, Pasig City

CITYSTATE SAVINGS BANK, INC.  
STATEMENTS OF FINANCIAL POSITION  
DECEMBER 31, 2019 AND 2018  
(With Corresponding Figures as of January 1, 2018)  
(Amounts in Philippine Pesos)

	Notes	2019	December 31, 2018 (As Restated – see Note 2)	January 1, 2018 (As Restated – see Note 2)
<b><u>R E S O U R C E S</u></b>				
CASH AND OTHER CASH ITEMS	2	P 62,110,168	P 60,299,656	P 67,206,772
DUE FROM BANGKO SENTRAL NG PILIPINAS	7	409,238,250	279,146,370	586,867,698
DUE FROM OTHER BANKS	8	330,266,336	519,773,239	371,071,330
LOANS AND RECEIVABLES ARISING FROM REVERSE REPURCHASE AGREEMENT	9	65,972,773	181,000,000	237,908,872
FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME	10	308,007,978	418,633,887	-
HELD-TO-COLLECT FINANCIAL ASSETS	10	74,680,160	72,177,756	-
LOANS AND RECEIVABLES - Net	11	2,228,672,239	1,843,895,257	1,964,140,267
BANK PREMISES, FURNITURE, FIXTURES AND EQUIPMENT - Net	12	250,069,817	192,820,139	201,448,001
INVESTMENT PROPERTIES - Net	13	208,074,197	106,969,045	82,050,971
OTHER RESOURCES - Net	14	<u>137,053,571</u>	<u>142,392,222</u>	<u>182,613,430</u>
<b>TOTAL RESOURCES</b>		<b><u>P 4,074,145,489</u></b>	<b><u>P 3,817,107,571</u></b>	<b><u>P 4,135,991,149</u></b>
<b><u>LIABILITIES AND EQUITY</u></b>				
<b>DEPOSIT LIABILITIES</b>	15			
Demand		P 736,569,218	P 632,680,342	P 2,576,117,384
Savings		2,070,290,265	2,038,733,786	432,122,000
Time		<u>476,448,762</u>	<u>413,916,804</u>	<u>353,570,301</u>
Total Deposit Liabilities		3,283,308,245	3,085,330,932	3,361,809,685
<b>OTHER LIABILITIES</b>	16	<u>154,954,421</u>	<u>77,289,691</u>	<u>81,697,736</u>
Total Liabilities		3,438,262,666	3,162,620,623	3,443,507,421
<b>EQUITY</b>	17	<u>635,882,823</u>	<u>654,486,948</u>	<u>673,905,200</u>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b><u>P 4,074,145,489</u></b>	<b><u>P 3,817,107,571</u></b>	<b><u>P 4,135,991,149</u></b>

*See Notes to Financial Statements.*



**CITYSTATE SAVINGS BANK, INC.**  
**STATEMENTS OF PROFIT OR LOSS**  
**FOR THE YEARS ENDED DECEMBER 31, 2019, 2018 AND 2017**  
*(Amounts in Philippine Pesos)*

	Notes	2019	2018 (As Restated – see Note 2)	2017 (As Restated – see Note 2)
<b>INTEREST INCOME</b>				
Loans and receivables	11	P 194,863,667	P 191,802,441	P 192,965,082
Investment securities	10	15,171,223	11,265,493	9,013,442
Due from Banko Sentral ng Pilipinas, other banks and loans and receivables arising from reverse repurchase agreement	7, 8, 9	<u>18,764,051</u>	<u>23,265,057</u>	<u>14,274,375</u>
		<u>228,798,941</u>	<u>226,332,991</u>	<u>216,252,899</u>
<b>INTEREST EXPENSE</b>				
Deposit liabilities	15	45,577,990	39,047,200	29,156,770
Others	16	<u>8,653,790</u>	<u>1,503,303</u>	<u>1,424,923</u>
		<u>54,231,780</u>	<u>40,550,503</u>	<u>30,581,693</u>
<b>NET INTEREST INCOME</b>		<b>174,567,161</b>	<b>185,782,488</b>	<b>185,671,206</b>
<b>IMPAIRMENT LOSSES (RECOVERIES)</b>				
ON LOANS AND RECEIVABLES - Net	11	<u>668,308</u>	( <u>13,411,954</u> )	<u>33,178,029</u>
<b>NET INTEREST INCOME AFTER IMPAIRMENT LOSSES (RECOVERIES) ON LOANS AND RECEIVABLES</b>				
		<u>173,898,853</u>	<u>199,194,442</u>	<u>152,493,177</u>
<b>OTHER OPERATING INCOME</b>				
Service charges and fees	2	14,454,655	15,827,647	13,362,001
Miscellaneous	13, 14, 18	<u>94,265,083</u>	<u>66,979,762</u>	<u>57,350,542</u>
		<u>108,719,738</u>	<u>82,807,409</u>	<u>70,712,543</u>
<b>OTHER OPERATING EXPENSES</b>				
Salaries and employee benefit expense	19	98,317,739	101,541,424	103,127,795
Depreciation and amortization	12, 13, 14	57,923,565	40,489,091	38,936,763
Communication, light and water		26,319,350	28,606,418	30,178,592
Security, janitorial and messengerial services		24,407,602	24,009,304	28,326,337
Taxes and licenses	29	19,294,735	19,746,667	17,582,025
Insurance		14,768,998	17,187,004	14,100,295
Occupancy	16, 24	8,687,763	36,445,232	30,143,382
Fuel and oil		8,472,234	8,891,747	8,523,901
Litigation and asset acquired expenses	13	8,005,709	3,667,814	4,237,779
Repairs and maintenance		1,399,254	1,423,067	2,108,077
Miscellaneous	18	<u>33,272,676</u>	<u>31,375,568</u>	<u>25,326,173</u>
		<u>300,869,625</u>	<u>313,383,336</u>	<u>302,591,119</u>
<b>LOSS BEFORE TAX</b>		( <b>18,251,034</b> )	( <b>31,381,485</b> )	( <b>79,385,399</b> )
<b>TAX EXPENSE</b>	20	<u>4,491,187</u>	<u>9,744,752</u>	<u>7,668,554</u>
<b>NET LOSS</b>		<b>( P 22,742,221 )</b>	<b>( P 41,126,237 )</b>	<b>( P 87,053,953 )</b>
<b>Loss Per Share –</b>				
Basic and Diluted	23	<b>( P 0.23 )</b>	<b>( P 0.41 )</b>	<b>( P 1.20 )</b>

*See Notes to Financial Statements.*

CITYSTATE SAVINGS BANK, INC.  
 STATEMENTS OF COMPREHENSIVE INCOME  
 FOR THE YEARS ENDED DECEMBER 31, 2019, 2018 AND 2017  
 (Amounts in Philippine Pesos)

	Notes	<u>2019</u>	<u>2018</u> (As Restated – see Note 2)	<u>2017</u> (As Restated – see Note 2)
<b>NET LOSS</b>		<b>( P 22,742,221 )</b>	<b>( P 41,126,237 )</b>	<b>( P 87,053,953 )</b>
<b>OTHER COMPREHENSIVE INCOME</b>				
<b>Item that will not be reclassified</b>				
<b>subsequently to profit or loss</b>				
Remeasurements of defined benefit post-employment plan	19	( 6,461,149 )	6,584,421	7,600,655
Tax income	20	-	( 1,975,327 )	( 2,280,196 )
		<u>( 6,461,149 )</u>	<u>4,609,094</u>	<u>5,320,459</u>
<b>Items that will be reclassified subsequently to profit or loss</b>				
Fair valuation on financial assets at fair value through comprehensive income (FVOCI) [ available-for-sale (AFS) in 2017 ]				
Fair value gains during the year	10	10,155,816	2,286,130	4,947,901
Fair value loss on impaired reclassified to profit or loss	10	-	-	340,000
Fair value gains on disposed of AFS financial assets reclassified to profit or loss	10	-	-	( 1,283,303 )
Tax income	20	441,429	464,741	( 558,695 )
		<u>10,597,245</u>	<u>2,750,871</u>	<u>3,445,903</u>
<b>Total Other Comprehensive Income - net of tax</b>		<u>4,136,096</u>	<u>7,359,965</u>	<u>8,766,362</u>
<b>TOTAL COMPREHENSIVE LOSS</b>		<b>( P 18,606,125 )</b>	<b>( P 33,766,272 )</b>	<b>( P 78,287,591 )</b>

*See Notes to Financial Statements.*

CITYSTATE SAVINGS BANK, INC.  
STATEMENTS OF CHANGES IN EQUITY  
FOR THE YEARS ENDED DECEMBER 31, 2019, 2018 AND 2017  
(Amounts in Philippine Pesos)

Notes	Capital Stock	Additional Paid-in Capital	Deposit on Subscription of Shares	Revaluation Reserves	Surplus Reserves	Deficit	Total
Balance as of January 1, 2019							
As previously reported	P 999,998,000	P 2,222,444	-	P 29,859,572	P 2,554,497	( P 357,190,126 )	P 677,444,387
Prior period adjustments	2	-	-	-	-	( 22,957,439 )	( 22,957,439 )
As restated	999,998,000	2,222,444	-	29,859,572	2,554,497	( 380,147,565 )	654,486,948
Additional subscription of capital stock	17	2,000	-	-	-	-	2,000
Appropriation for general loan loss reserve	17	-	-	-	11,439,248	( 11,439,248 )	-
Transfer to reserves	21	-	-	-	951,142	( 951,142 )	-
Total comprehensive income (loss) for the year	17	-	-	4,136,096	-	( 22,742,221 )	( 18,606,125 )
Balance as of December 31, 2019	17	<b><u>P 1,000,000,000</u></b>	<b><u>P 2,222,444</u></b>	<b><u>-</u></b>	<b><u>P 33,995,668</u></b>	<b><u>( P 415,280,176 )</u></b>	<b><u>P 635,882,823</u></b>
						<b>P</b>	
Balance as of January 1, 2018							
As previously reported	P 727,649,980	P 2,222,444	P 258,000,000	P 22,499,607	P 1,918,231	( P 315,427,623 )	P 696,862,639
Prior period adjustments	2	-	-	-	-	( 22,957,439 )	( 22,957,439 )
As restated	727,649,980	2,222,444	258,000,000	22,499,607	1,918,231	( 338,385,062 )	673,905,200
Transfer from deposit on subscription of capital stock	17	258,000,000	( 258,000,000 )	-	-	-	-
Additional subscription	17	14,348,020	-	-	-	-	14,348,020
Transfer to reserves	21	-	-	-	636,266	( 636,266 )	-
Total comprehensive income (loss) for the year	17	-	-	7,359,965	-	( 41,126,237 )	( 33,766,272 )
Balance as of December 31, 2018	17	<b><u>P 999,998,000</u></b>	<b><u>P 2,222,444</u></b>	<b><u>-</u></b>	<b><u>P 29,859,572</u></b>	<b><u>( P 380,147,565 )</u></b>	<b><u>P 654,486,948</u></b>
Balance as of January 1, 2017	P 727,649,980	P 2,222,444	P 180,000,000	P 13,428,462	P 1,454,772	( P 231,98 )	P 692,771,320
Deposit on subscription of capital stock during the year	17	-	78,000,000	-	-	-	78,000,000
Transfer to reserves	21	-	-	-	463,459	( 463,459 )	-
Total comprehensive income (loss) for the year	17	-	-	8,766,362	-	( 87,053,953 )	( 78,287,591 )
Balance as of December 31, 2017	17	<b><u>P 727,649,980</u></b>	<b><u>P 2,222,444</u></b>	<b><u>P 258,000,000</u></b>	<b><u>P 22,194,824</u></b>	<b><u>( P 319,501,750 )</u></b>	<b><u>P 692,483,728</u></b>

*See Notes to Financial Statements.*

**CITYSTATE SAVINGS BANK, INC.**  
**STATEMENTS OF CASH FLOWS**  
**FOR THE YEARS ENDED DECEMBER 31, 2019, 2018 AND 2017**  
*(Amounts in Philippine Pesos)*

Notes	2019	2018	2017
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Loss before tax	(P 18,251,034)	(P 31,381,485)	(P 79,385,399)
Adjustments for:			
Interest income	7, 8, 9, 10, 11 ( 228,798,941)	( 226,332,991)	( 216,252,899)
Interest received	224,969,749	222,503,799	269,645,834
Depreciation and amortization	12, 13, 14 57,923,565	40,489,091	38,936,763
Interest expense	15, 16 54,231,780	40,550,503	30,581,693
Interest paid	( 53,465,795)	( 39,784,518)	( 33,151,769)
Gains from assets acquired or exchanged - net	18 ( 51,915,862)	( 4,854,421)	( 13,958,370)
Dividend income	18 ( 7,920,942)	( 12,557,921)	( 12,868,001)
Impairment losses (recoveries) - net	11 668,308	( 13,411,954)	33,178,029
Gain on sale of bank premises - net	18 ( 676,967)	-	( 408,172)
Trading gains	10 ( 133,477)	( 9,376)	( 1,283,303)
Unrealized foreign currency exchange losses (gains) - net	18 118,684	( 606,026)	( 43,376)
Operating income (loss) before working capital changes	( 23,250,932)	( 25,395,299)	14,991,030
Decrease (increase) in loans and receivables	( 267,122,326)	258,631,356	399,800,103
Decrease (increase) in other resources	( 2,283,921)	26,462,243	59,084,134
Decrease (increase) in investment properties	( 53,692,107)	( 77,688,853)	9,500,000
Decrease (increase) in investment properties	197,977,313	( 276,478,753)	( 29,156,769)
Decrease in other liabilities	( 117,257,616)	( 117,558,233)	( 179,065,313)
Cash generated from (used in) operations	( 265,629,589)	( 212,027,539)	275,153,185
Cash paid for income taxes	( 9,666,786)	( 7,626,282)	( 8,835,917)
Net Cash From (Used in) Operating Activities	( 275,296,375)	( 219,653,821)	266,317,268
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Proceeds from disposal or maturity of financial assets at FVOCI (AFS financial assets in 2017)	10 160,569,005	35,692,753	69,878,797
Acquisition of held-to-collect financial assets	10 ( 41,603,765)	( 34,209,517)	-
Dividends received	18 7,920,942	12,557,921	12,868,001
Acquisitions of bank premises, furniture, fixtures and equipment	12 ( 6,127,283)	( 14,981,601)	( 11,099,794)
Acquisitions of computer software	14 ( 4,639,714)	( 9,962,496)	( 6,216,372)
Proceeds from disposal of property and equipment	12 1,285,812	-	1,308,428
Acquisition of financial assets at FVOCI (AFS financial assets in 2017)	10 -	( 70,000,000)	( 104,075,924)
Net Cash From (Used in) Investing Activities	117,404,997	( 80,902,940)	( 37,336,864)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Payments of lease liabilities	16 ( 14,623,676)	-	-
Proceeds from issuance of capital stock	17 2,000	14,348,020	-
Proceeds from deposit on capital subscription	17 -	3,200,000	78,000,000
Net Cash From (Used) in Financing Activities	( 14,621,676)	17,548,020	78,000,000
<b>Effect of Foreign Currency Exchange Rate Changes in Cash and Cash Equivalents</b>	( 118,684)	606,026	43,376
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	( 172,631,738)	( 282,402,715)	307,023,780
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b>			
Cash and other cash items	60,299,656	67,206,772	100,187,703
Due from Bangko Sentral ng Pilipinas	7 279,146,370	586,867,698	365,833,736
Due from other banks	8, 25 442,057,439	352,922,838	156,291,352
Loans and receivables arising from reverse repurchase agreement	9 181,000,000	237,908,872	315,569,609
	962,503,465	1,244,906,180	937,882,400
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>			
Cash and other cash items	62,110,168	60,299,656	67,206,772
Due from Bangko Sentral ng Pilipinas	7 409,238,250	279,146,370	586,867,698
Due from other banks	8, 25 252,550,536	442,057,439	352,922,838
Loans and receivables arising from reverse repurchase agreement	9 65,972,773	181,000,000	237,908,872
	P 789,871,727	P 962,503,465	P 1,244,906,180

**Supplemental Information on Noncash Investing and Financing Activities:**

- The Bank acquired investment properties and other resources amounting to P135,819,311 in 2019, P61,903,186 in 2018 and P55,675,286 in 2017, respectively, through foreclosure (see Notes 13, 14.1 and 26).
- The Bank recognized right-of-use assets and lease liabilities both amounting P92,889,702 as at January 1, 2019 in relation to the adoption of PFRS 16, *Leases* (see Notes 12 and 16).

*See Notes to Financial Statements.*

**BOARD OF DIRECTOR'S REGULAR MEETING**

## SUMMARY

**JANUARY 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
01-001	2019-0001	CSBI's engagement to Punongbayan & Araullo
01-002	2019-0002	PFRS 9 Business Model
01-003	2019-0003	Revised Management Committee Charter
01-004	2019-0004	Renewal of Insurance Coverage of MSPR for 2019
01-005	2019-0005	Renewal of Insurance Coverage of Pawned Jewelry Items and ROPA
01-006	2019-0006	4th BSP Quarterly Report of RPT
01-007	2019-0007	Compliance Updates
01-008	2019-0008	Updating of Credit Review Office Manual
01-009	2019-0009	Trust Department 2018 Year-end Report
01-010	2019-0010	Management Trust Investment
01-011	2019-0011-A	• Specialist Group Hospital & Trauma Center, Inc.
	2019-0011-B	• Filipiniana Resorts Dev't. Corp.
01-012	2019-0012-A	• Amendment of the Policy for Receiving, Filing, Monitoring and Safekeeping of collaterals by the Securities Custodian
	2019-0012-B	• Amendments on the ROPA Policy
01-013	2019-0013	Acceptance of 10K, 12K as Additional Collateral for Jewelry Loan
01-014	2019-0014	Management Committee Meeting Minutes January 9, 2019
01-015	2019-0015	Status Update 2017 Advance Report of Examination Findings for AML-CFT Risk
	2019-0016	Overdraft Credit Line (OCL)

**FEBRUARY 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
02-001	2019-0017	Report on Bank Guarantee issued to Gencars, Inc.
02-002	2019-0018	Updated Signatories for Various Treasury Transactions
02-003	2019-0019	Accreditation of New Investment Outlet – SMC Global Power Holdings Corp. (Existing Counterparty- Issuer)
02-004	2019-0020	Approval of Revised Investment Confirmation
02-005	2019-0021	Loan Accounts Approved by the Loan Committee from November 26, 2018 to January 18, 2019

02-006	2019-0022	Compliance Updates
	2019-0023	Resignation of Corporate Treasurer
02-007	2019-0024	Phoenix Land Corporation <ul style="list-style-type: none"> <li>• Term Loan</li> <li>• Contract to Sell (CTS) Receivable Financing Line w/ Recourse</li> </ul>
02-008	2019-0025	BSP Examination 2018
02-009	2019-0026	PDIC Examination 2017

### **MARCH 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
03-001	2019-0041	Notice and Agenda of Annual Stockholder's Meeting
03-002	2019-0030	Amended Operations Committee Charter
03-003	2019-0042	Amendments to the Money Laundering and Terrorist Financing Prevention Program (MTPP)
03-004	2019-0048	Compliance Updates
03-005	2019-0031	Revised Information Technology Department (ITD) Table of Organization
03-006	2019-0036 2019-0037 2019-0037-A 2019-0037-B	Table of Organization, Vision, Mission, Corporate Values, Succession Planning Program 2018 and Strategic Planning 2019 of CSBI
03-008	2019-0032	Amended IT Steering Committee (ITSC) Charter
03-009	2019-0043	Compliance Risk Assessment Methodology
03-010	2019-0038	Representative to Claim Meralco Fund
03-011	2019-0033	ITD SWOT Analysis
03-012	2019-0034	Report on List of Projects for 2019
03-013	2019-0044	Revised AML Charter
03-014	2019-0049	BSP Examination 2018
03-015	2019-0050	Possible Merger of Planbank Rural Bank of Canlubang Planters, Inc. and Citystate Savings Bank, Inc.
03-016	2019-0035	Report on Summary of BSP Circular 982 – Enhanced Guidelines on Information Security Management
03-018	2019-0029-A  2019-0029-B	Proposed New Policies on the following concerns: <ul style="list-style-type: none"> <li>• Post validation of loan use by the Bank's loan clients;</li> <li>• Earmarking of loan availments against an approved Credit Line of the same loan client; and</li> </ul> The use of an In-house Financial Statements in credit recommendation preparation & evaluation.
	2019-0027	Sigay Fiestahan Buffet of the North, Inc.
03-019	2019-0028	Famous Secret Precision Machining, Inc.

03-020	2019-0039 2019-0040	Minutes of the Audit Committee Meeting • October 17, 2018 • January 30, 2019
03-021	2019-0045 2019-0046 2019-0047	Minutes of the Corporate Governance Committee Meeting • July 23, 2018 • November 27, 2018 • January 29, 2019
	2019-0051	Sta. Lucia Mall Branch

### **APRIL 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
04-001	2019-0052	Limits for BIR Payments thru EFPS
04-002	2019-0053	New Investment: SM Prime Holdings, Inc.
04-003	2019-0054	Enrollment to Electronic Banking - RCBC Current Account
04-004	2019-0055	Risk Control Self-Assessment (RCSA) Year 2019
04-005	2019-0056	Compliance Updates
04-006	2019-0057	Signatories for Bank of the Philippine Island (BPI) – Estancia Branch
04-007	2019-0058	BSP First Quarterly Report of RPT
04-008	2019-0059	Loan Accounts Approved by Loan Committee
04-009	2019-0060	Client Complaint for the Month of March 2019
04-010	2019-0061	2018 Audited Financial Statement

### **BOARD OF DIRECTOR'S SPECIAL MEETING**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
	2019-0062	Reply and the course of actions to the Advance BSP Findings – Bank Proper
	2019-0062-A	Reply and the course of actions to the Advance BSP Findings – Trust Department
	2019-0062-B	Reply and the course of actions to the Advance BSP Findings – Information Technology
	2019-0062-C	Anti-Money Laundering Regulations
	2019-0063	Increase in the Authorized Capital Stock of CSBI

### **BOARD OF DIRECTOR'S ORGANIZATIONAL MEETING**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
	2019-0064	Corporate officers of CSBI for the period 2019-2020
	2019-0065	Members of the committees of the Bank
	2019-0066	Officer In Charge/ Acting Chief of Compliance

**MAY 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
05-001	2019-0067 2019-0068 2019-0069 2019-0070	Various Signatories for Treasury Lines
05-002	2019-0071	Report on Material Related Party Transactions for the Month of May 2019
05-003	2019-0072	Resignation of Chief Compliance Officer
05-004	2019-0073	Customer Files Digitization as mandated by BSP
05-005	2019-0074	Policy on Prohibiting Co-mingling of Personal and Business Transactions
05-006	2019-0075	Guidelines for Businesses Engaged in Foreign Exchange Dealership (FXD) Money Changer (MC) and Remittance Center (RC) Prior Opening of any type of Bank Accounts
05-007	2019-0076	Service Level Agreement under Payroll Account Services
05-008	2019-0077	Authorized Employees/Personnel to Submit and Access the Error Report Folders to the Credit Information Corporation (CIC)
05-009	2019-0078	Additional Security for the Faithful Performance of Trust and Other Fiduciary Business (Basic Security Deposit)
05-010	2019-0079	Sycamore Holdings & Realty Co., Inc.
05-011	2019-0080	Letter of Comment
	2019-0081	Policy on Expected Credit Losses Methodology in Accordance to PFRS 9

**JUNE 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
06-001	2019-0082	Proposed Authorized Signatories of CSBI-TD
06-002	2019-0083	Approval of Additional Users for Electronic Banking Facility-CSBI-TD's RCBC Current Account
06-003	2019-0084	Revised Account Opening Forms
06-004	2019-0085	Addendum to Trust Committee Charter
06-005	2019-0086	Proposed Amendment /Addendum to the Trust Operating Policies And Procedures Manual (OPPM)
06-006	2019-0087	Standard Trust Fee Rates
06-007	2019-0088	Loan Accounts Approved by the Loan Committee: <ul style="list-style-type: none"> <li>• Sps. Rodolfo, Jr. &amp; Ma. Cynthia Theresa Macalintal DBU: Phil. Watch &amp; Jewelry Shop</li> <li>• Sps. Shiela &amp; Ariel Patdu</li> <li>• Guerrero, Sps. Luis &amp; Elvira</li> <li>• Mark Joseph Alciken</li> </ul>



		<ul style="list-style-type: none"> <li>J &amp; M Properties &amp; Construction Corp.</li> <li>Sps. Robert &amp; Mary Ann Ganzon</li> </ul>
06-008	2019-0089	Promissory Note & JLAF Amendments / Revision
06-009	20119-0090	SEC Memorandum Cir. No. 10 S.2019 “Rules on Material Related Party Transactions for Publicly-Listed Companies
06-010	2019-0091	Proposed SEC Policy Guidelines
06-011	2019-0092	Proposed Approving Authority of Related Party Transactions (RPT)
06-012	2019-0093	Procedures in Handling “No Passbook Withdrawal”
06-013	2019-0094 2019-0094-A 2019-0094-B	<ul style="list-style-type: none"> <li>I.T Department Manpower Current Vacancies</li> <li>Status Updates on Projects</li> <li>Status Updates on Some BSP IT Audit Findings</li> </ul>
06-014	2019-0095 2019-0096 2019-0097 2019-0098 2019-0099 2019-0100 2019-0101 2019-0102	Various Signatories for Treasury Line
06-015	2019-0103	Creation of a Basic Deposit Account to Promote Financial Inclusion
06-016	2019-0104	Trust Department’s Update on BSP ROE Y2019
06-017	2019-0105	Appointment of Chief Compliance Officer (CCO)
06-018	2019-0106  2019-0107  2019-0108	<ul style="list-style-type: none"> <li>BSP Memorandum on Electronic Correspondences from BSP-Supervision and Examination Sector (SES)</li> <li>BSP Memorandum on Electronic Submission of Prescribed Reports to the BSP-Supervision and Examination Sector (SES) through the Supervisory Data Center (SDC)</li> <li>Registration of CCO as designated person to receive and submit correspondences from Association of Bank Compliance Officers (ABCOMP) and Bankers Institute of the Philippines (BaiPhil)</li> </ul>
06-019	2019-0109	Registration of CCO as PSE EDGE System Administrator and Approver
06-020	2019-0110	Proposed Buyer/s Information Form

### **JULY 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
07-001	2019-0111	BSP Letter
07-002	2019-0112	New Investment: Alsons Consolidate Resources Corp.- Commercial Papers
07-003	2019-0113	New Investment : SL Agritech Corp.-Commercial Papers
07-004	2019-0114	BSP 2nd Quarterly Report – Related Party Transactions (RPT)

07-005	2019-0115	Total Exposures to Related Parties: <ul style="list-style-type: none"> <li>• Internal limits and Aggregate Exposures</li> <li>• List of Total Exposures to RPs (Jan. to June - including TRUST)</li> </ul>
07-006	2019-0116	Revised Approving Authority on Related Party Transactions
07-007	2019-0117	Renewal of Fidelity Insurance
07-008	2019-0118	Proposed RPT Policy Guidelines <ul style="list-style-type: none"> <li>• Whistleblowing Mechanism</li> <li>• Inclusion of Trust Products &amp; Services on Identified RPT</li> <li>• Restitution of Losses and other Remedies for Abusive RPTs</li> </ul>
07-009	2019-0119	Audit Committee Minutes <ul style="list-style-type: none"> <li>• April 10, 2019</li> <li>• April 24, 2019</li> <li>• April 30, 2019</li> </ul>
07-010	2019-0120	IT Steering Committee Meeting (July 15, 2019) <ul style="list-style-type: none"> <li>• IT Department Manpower Current Vacancies</li> <li>• Status Update on Renovation of Data Center Area</li> </ul>
07-011	2019-0121	Financial Consumer Protection
07-012	2019-0122	Business Review
07-013	2019-0123	Compliance Updates
07-014	2019-0124	Executive Committee Charter
07-015	2019-0125	AML Committee Charter
07-016	2019-0126 2019-0127 2019-0128 2019-0129 2019-0130	<ul style="list-style-type: none"> <li>• HMR Philippines, Inc.</li> <li>• Royal Peninsula Dev't. &amp; General Construction, Inc.</li> <li>• Yakich-Cuzion Corp. dba Lewis Grand Hotel</li> <li>• Homesmart Properties &amp; Dev't. Corp.</li> <li>• Global Medical Technologies Manila Inc.</li> </ul>

### **AUGUST 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
08-001	2019-0131	<ol style="list-style-type: none"> <li>1. New Approved Accounts- Housing Loan</li> <li>2. New Approved Accounts-Commercial Loan/SME</li> <li>3. Renewal and Increase Commercial Loan/SME</li> <li>4. Additional Commercial Loan/SME</li> </ol>
	2019-0132 2019-0133 2019-0134 2019-0135 2019-0136	<ul style="list-style-type: none"> <li>• Havila Construction</li> <li>• RH Digos</li> <li>• Sigay Fiestahan Buffet</li> <li>• Winning Homes</li> <li>• Loida Parunggao</li> </ul>
08-002	2019-0137	Policy for Accrual of Projected Losses from Legal Cases
08-003	2019-0138	<ol style="list-style-type: none"> <li>1. Proposed RPT Policies <ul style="list-style-type: none"> <li>• Conflict of Interest</li> <li>• Guidelines in Ensuring Arm's Length Terms</li> <li>• Terms and Definitions</li> </ul> </li> </ol>
08-004	2019-0139	2. Proposed revision of existing policy on Internal Limits and Aggregate Exposures
08-005	2019-0140 2019-0141 2019-0142	<ol style="list-style-type: none"> <li>1. Risk-Based Audit Manual</li> <li>2. Revised 2019 Audit Plan</li> <li>3. Revised IAD Table of Organization</li> </ol>
08-006	2019-0143	1. Minutes of the Audit Committee Meeting on July

		04, 2019
08-007	2019-0144	Compliance Updates
	2019-0145	Appointment of Compliance Coordinator
	2019-0146	Board of Directors Performance Assessment Framework
08-008	2019-0147	Signatories for Court Proceedings
	2019-0148	Executive Committee Charter 2019
	2019-0149	Financial Consumer Protection

### **SEPTEMBER 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
09-001	2019-0150	DVR (Digital Video Recording) Procedures
09-002	2019-0151	Standard template on Alarm, CCTV and GenSet Testing
09-003	2019-0161 2019-0162	Compliance Updates <ul style="list-style-type: none"> <li>• BSP Letters</li> <li>• Other Compliance Related Matters</li> </ul>
09-004	2019-0152	Signatories for Asia United Bank (AUB)
09-005	2019-0153 2019-0154	Various Treasury Line Signatories <ul style="list-style-type: none"> <li>• Banco De Oro</li> <li>• China Bank</li> </ul>
09-006	2019-0155	Meralco Refund for Katipunan Branch
09-007	2019-0156	Resignation of Ms. Amerjaphil V. Tan
09-008	2019-0157	Policy on Related Party Transaction Book IV
	2019-0158	Amendments, Revision and Addendum of JLD OPPM
09-009	2019-0159	Renewal of Community Creators
09-010	2019-0160	Discussion on the Results of General Examination of: <ul style="list-style-type: none"> <li>• Greenhills Branch</li> <li>• Jewelry Loans Operations</li> </ul>

### **OCTOBER 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
10-001	2019-0163	Authorized Proposed Employees of the Bank to Coordinate with BIR Officers
10-002	2019-0164	Deletion of Existing Users on BIR ePayment Transactions
10-003	2019-0172 2019-0173 2019-0174 2019-0175	Compliance Updates <ul style="list-style-type: none"> <li>• Report of Issues discussed with BSP Officers</li> <li>• Receipt of Letters</li> <li>• Compliance Testing</li> <li>• Minutes of Corporate Governance Committee Meeting</li> </ul>
10-004	2019-0165	List of Loan Accounts approved by Loan Committee <ul style="list-style-type: none"> <li>• Gulf Canary Construction &amp; Development Inc</li> <li>• Sps. Leo &amp; Vida Estrada</li> </ul>

		<ul style="list-style-type: none"> <li>Sps. Oscar &amp; Nida Tungal</li> <li>Allan Joseph Santos; Sps. Josepino &amp; Anita Santos</li> </ul>
10-005	2019-0166	Workflow for handling Past Due Accounts
10-006	2019-0167	Third Quarter Report on Material Related Party Transactions
10-007	2019-0168	Renewal of Health Care Benefits for the year 2020
10-008	2019-0169	Third Quarter Report on Internal Limits and Aggregate Exposures
10-009	2019-0170	Appointment of Chief Information Security Officer and Business Continuity Management Officer
10-010	2019-0171	Update on Credit Services Dept. Manual

### **NOVEMBER 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
11-001	2019-0176	ISD Table of Organization and Replacement of Personnel
11-002	2019-0177	<ul style="list-style-type: none"> <li>Vendor Performance Metrics</li> <li>Acceptable Use Policy</li> <li>System Profile Access Request Form</li> <li>System Change Request Form</li> <li>Change Request Form</li> </ul>
11-003	2019-0178	Renewal of Lease Contract
11-004	2019-0179	Proposed Increase on Bank Fees and Charges
11-005	2019-0180	Appointment of Corporate Treasurer
11-006	2019-0188	Compliance Updates
11-007	2019-0181	Transfer of Disaster Recovery Site
11-008	2019-0182	Minutes of the Committee's Meeting on September 17, 2019 describing the discussion on the Risk Based Audit Roll-Out Activities, Risk Based Audit Manual, and IT Audit Findings, Plan and Accomplishments
11-009	2019-0183 2019-0184 2019-0185	List Account to be presented in the BOD Meeting: <ul style="list-style-type: none"> <li>Sps. Filemon III and Alicia Salcedo</li> <li>R.J. Lhinet Development Corporation</li> <li>RCD Land Inc.</li> </ul>
11-010	2019-0186 2019-0187	Matters on Investment New Investment Outlet: <ul style="list-style-type: none"> <li>New Investment: Ayala Corporation Class B Preferred Shares (Listing Date: Nov. 29, 2019)</li> <li>New Investment: Vista Land &amp; Lifescapes, Inc. Fixed Rate Bonds due 2025 (Listing Date: Dec. 18, 2019)</li> </ul>

**DECEMBER 2019**

<b>AGENDA NO.</b>	<b>BOARD RESO NO.</b>	<b>PARTICULARS</b>
	2019-0189	Compliance Updates
	2019-0190	Escrow Agreements with Bank of Commerce-Trust Services Group
	2019-0191	Renewal of Contract of Eastern Defender Security & Services Inc.,
	2019-0192	Raymond C. Albuero as representative of the bank to BIR Officers
	2019-0193	Audit Plan of Punong Bayan and Araullo
	2019-0194	List of Loan Accounts
	2019-0195	Risk Oversight Committee 2019 report
	2019-0196	BSP reply on BSP adjustments to Preliminary Evaluation of BSP
	2019-0197	Third Party Investor
	2019-0198	BSP Increase in Overdraft credit line
	2019-0199	Punong Bayan and Araullo external auditor for 2020
	2019-0200	Addendum of the Remedial Management Unit Policy Manual on Cure Period