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INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

1. Report is Filed for the Year **2024**

2. SEC Identification Number **148022**
3. BIR Tax Identification Number **000-288-655-000**

4. Exact Name of Issuer as Specified in its Charter **EURO-MED LABORATORIES PHIL., INC.**

5. **Metro Manila**
Province, Country or other jurisdiction of
Incorporation or organization
6. (SEC Use Only)
Industry Classification Code

7. **PPL Building, United Nations Avenue corner San Marcelino St., Manila** **1007**
Address of Principal Office Postal Code

8. **(02) 85240091 - 98**
Issuer's Telephone number, including area code

9. **N/A**
Former name, former address, and former fiscal year, if changed since last report

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
The Board's Governance Responsibilities			
<p>Principle 1: The company should be headed by a competent, working board to foster the long- term success of the corporation, and to sustain its competitiveness and profitability in a manner consistent with its corporate objectives and the long- term best interests of its shareholders and other stakeholders.</p>			
Recommendation 1.1			
<p>1. Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.</p>	compliant	<p>Provide information or link/reference to a document containing information on the following:</p> <ol style="list-style-type: none"> Academic qualifications, industry knowledge, professional experience, expertise and relevant trainings of directors 	<ul style="list-style-type: none"> Company website – www.euromedlab.net Information Statement Annual Report Revised Manual on Corporate Governance submitted 29 September 2020
<p>2. Board has an appropriate mix of competence and expertise.</p>	compliant	<ol style="list-style-type: none"> Qualification standards for directors to facilitate the selection of potential nominees and to serve as benchmark for the evaluation of its performance 	<ul style="list-style-type: none"> Information Statement Annual Report Revised Manual on Corporate Governance submitted 29 September 2020 Diversity of Board Membership Policy
<p>3. Directors remain qualified for their positions individually and collectively to enable them to fulfill their roles and responsibilities and respond to the needs of the organization.</p>	compliant		<ul style="list-style-type: none"> Revised Manual on Corporate Governance submitted 29 September 2020 Annual Advanced Corporate Governance Training Disclosure on Certificates of Attendance on Annual Advanced Corporate Governance Training

Recommendation 1.2

<p>1. Board is composed of a majority of non-executive directors.</p>	<p>compliant</p>	<p>Identify or provide link/reference to a document identifying the directors and the type of their directorships</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Information Statement • Annual Report • Revised Manual on Corporate Governance submitted 29 September 2020 • Disclosure on the Results of the Organizational Meeting, 19 June 2024
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Recommendation 1.3

<p>1. Company provides in its Board Charter and Manual on Corporate Governance a policy on training of directors.</p>	<p>compliant</p>	<p>Provide link or reference to the company's Board Charter and Manual on Corporate Governance relating to its policy on training of directors.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Board Charter • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter • Annual Advanced Corporate Governance Training
<p>2. Company has an orientation program for first time directors.</p>	<p>compliant</p>	<p>Provide information or link/reference to a document containing information on the orientation program and trainings of directors for the previous year, including the number of hours attended and topics covered.</p>	<ul style="list-style-type: none"> • Board Charter • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter

3. Company has relevant annual continuing training for all directors.	compliant		<ul style="list-style-type: none"> • Board Charter • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter • Disclosure on the Certificates of Attendance for having attended an online course on Advanced Corporate Governance Training conducted by the Institute of Corporate Directors, 09 November 2024 and 06 December 2024
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Recommendation 1.4

1. Board has a policy on board diversity.	compliant	<p>Provide information on or link/reference to a document containing information on the company's board diversity policy.</p> <p>Indicate gender composition of the board.</p>	<ul style="list-style-type: none"> • Diversity of Board Membership Policy • Corporate Governance and Nomination Committee Charter • Board is composed of 3 females and 7 males, to wit : <ul style="list-style-type: none"> ✚ Esperanza I. Cabral, M.D. ✚ Evangeline V. Baviera, M.D. ✚ Mrs. Georgiana S. Evidente ✚ Dr. William G. Padolina ✚ Mr. Edwin D. Feist ✚ Mr. Basilio C. Yap ✚ Dr. Johnny C. Yap ✚ Mr. Anthony Joseph Y. Gaw ✚ Mr. Benjamin C. Yap ✚ Dr. Enrique Y. Yap, Jr.
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Optional: Recommendation 1.4

1. Company has a policy on and discloses measurable objectives for implementing its board diversity and reports on progress in achieving its objectives.		Provide information on or link/reference to a document containing the company's policy and measurable objectives for implementing board diversity. Provide link or reference to a progress report in achieving its objectives.	
Recommendation 1.5			
1. Board is assisted by a Corporate Secretary.	compliant	Provide information on or link/reference to a document containing information on the Corporate Secretary, including his/her name, qualifications, duties and functions.	<ul style="list-style-type: none"> • Board Charter • Information Statement • Annual Report •
2. Corporate Secretary is a separate individual from the Compliance Officer.	compliant		<ul style="list-style-type: none"> • Disclosure on the Appointment of a Compliance Officer
3. Corporate Secretary is not a member of the Board of Directors.	compliant		<ul style="list-style-type: none"> • Information Statement • Annual Report
4. Corporate Secretary attends training/s on corporate governance.	compliant	Provide information or link/reference to a document containing information on the corporate governance training attended, including number of hours and topics covered	<ul style="list-style-type: none"> • Disclosure on the Certificate of Attendance for having attended an online course on Advanced Corporate Governance Training conducted by the Institute of Corporate Directors, 09 November 2024 and 06 December 2024
Optional: Recommendation 1.5			
1. Corporate Secretary distributes materials for board meetings at least five business days before scheduled meeting.	compliant	Provide proof that corporate secretary distributed board meeting materials at least five business days before scheduled meeting	<ul style="list-style-type: none"> • All materials to be discussed on the monthly board meetings have been emailed to all board directors 7 days before the scheduled meeting
Recommendation 1.6			
1. Board is assisted by a Compliance Officer.	compliant	Provide information on or link/reference to a document containing information on the	<ul style="list-style-type: none"> • Disclosure on the Appointment of a Compliance Officer • Information Statement

2. Compliance Officer has a rank of Senior Vice President or an equivalent position with adequate stature and authority in the corporation.	compliant	Compliance Officer, including his/her name, position, qualifications, duties and functions.	<ul style="list-style-type: none"> • Disclosure on the Appointment of a Compliance Officer • Information Statement
3. Compliance Officer is not a member of the board.	compliant		<ul style="list-style-type: none"> • Information Statement
4. Compliance Officer attends training/s on corporate governance.	compliant	Provide information on or link/reference to a document containing information on the corporate governance training attended, including number of hours and topics covered	<ul style="list-style-type: none"> • Disclosure on the Certificate of Attendance for having attended an online course on Advanced Corporate Governance Training conducted by the Institute of Corporate Directors, 09 November 2024 and 06 December 2024

Principle 2: The fiduciary roles, responsibilities and accountabilities of the Board as provided under the law, the company's articles and by-laws, and other legal pronouncements and guidelines should be clearly made known to all directors as well as to stockholders and other stakeholders.

Recommendation 2.1

1. Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company.	compliant	Provide information or reference to a document containing information on how the directors performed their duties (can include board resolutions, minutes of meeting)	<ul style="list-style-type: none"> • Meeting by the Board of Directors on a monthly basis • Board Committee Charters • Revised Manual on Corporate Governance submitted 29 September 2020
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Recommendation 2.2

1. Board oversees the development, review and approval of the company's business objectives and strategy.	compliant	<p>Provide information or link/reference to a document containing information on how the directors performed this function (can include board resolutions, minutes of meeting)</p> <p>Indicate frequency of review of business objectives and strategy</p>	<ul style="list-style-type: none"> • Meeting by the Board of Directors on a monthly basis • Board Committee Charters • Revised Manual on Corporate Governance submitted 29 September 2020
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2. Board oversees and monitors the implementation of the company's business objectives and strategy.	compliant		<ul style="list-style-type: none"> • Meeting by the Board of Directors on a monthly basis • Board Committee charters • Revised Manual on Corporate Governance submitted 29 September 2020
Supplement to Recommendation 2.2			
1. Board has a clearly defined and updated vision, mission and core values.	compliant	<p>Indicate or provide link/reference to a document containing the company's vision, mission and core values.</p> <p>Indicate frequency of review of the vision, mission and core values.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • The Board annually reviews the Vision, Mission and the Company's Core Values. • One of the specific duties and functions of the Board is to determine the Company's purpose, its vision and mission and strategies to carry out its objectives. • Revised Manual on Corporate Governance submitted 29 September 2020
2. Board has a strategy execution process that facilitates effective management performance and is attuned to the company's business environment, and culture.	compliant	Provide information on or link/reference to a document containing information on the strategy execution process.	<ul style="list-style-type: none"> • Board Charter • Article VI, Section 8 of the By-Laws • Succession Planning
Recommendation 2.3			
1. Board is headed by a competent and qualified Chairperson.	compliant	Provide information or reference to a document containing information on the Chairperson, including his/her name and qualifications	<ul style="list-style-type: none"> • Board Charter • Information Statement • Annual Report • Certificate of Independent Director
Recommendation 2.4			

<p>1. Board ensures and adopts an effective succession planning program for directors, key officers and management.</p>	<p>compliant</p>	<p>Disclose and provide information or link/reference to a document containing information on the company's succession planning policies and programs and its implementation</p>	<ul style="list-style-type: none"> • Board Charter • The Board, with the assistance of the Corporate Governance and Nomination Committee and the Company's Human Resources Dept., has adopted a professional development program for employees, officers and senior management. The Company has put in place a program to determine the skills necessary for particular positions in the Company and identifies key talents for purposes of succession. It has adopted a master plan for the corporate structuring, recruitment, performance assessment, compensation management, and career development all geared to improving the key competencies of employees, officers and senior management. • Succession Planning
<p>2. Board adopts a policy on the retirement for directors and key officers.</p>	<p>compliant</p>		<ul style="list-style-type: none"> • Succession Planning • Corporate Governance and Nomination Committee Charter • Retirement Plan for Directors • Retirement Program for Key Officers and employees

Recommendation 2.5

1. Board aligns the remuneration of key officers and board members with long-term interests of the company.	compliant	Provide information on or link/reference to a document containing information on the company's remuneration policy and its implementation, including the relationship between remuneration and performance.	<ul style="list-style-type: none"> • Board Charter • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter
2. Board adopts a policy specifying the relationship between remuneration and performance.	compliant		<ul style="list-style-type: none"> • Board Charter • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter
3. Directors do not participate in discussions or deliberations involving his/her own remuneration.	compliant		<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter
Optional: Recommendation 2.5			
1. Board approves the remuneration of senior executives.		Provide proof of board approval	
2. Company has measurable standards to align the performance-based remuneration of the executive directors and senior executives with long-term interest, such as claw back provision and deferred bonuses.		Provide information on or link/reference to a document containing measurable standards to align performance-based remuneration with the long-term interest of the company.	
Recommendation 2.6			

<p>1. Board has a formal and transparent board nomination and election policy.</p>	<p>compliant</p>	<p>Provide information or reference to a document containing information on the company's nomination and election policy and process and its implementation, including the criteria used in selecting new directors, how the shortlisted candidates and how it encourages nominations from shareholders.</p> <p>Provide proof if minority shareholders have a right to nominate candidates to the board</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter
<p>2. Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.</p>	<p>compliant</p>	<p>Provide information if there was an assessment of the effectiveness of the Board's processes in the nomination, election or replacement of a director.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter
<p>3. Board nomination and election policy includes how the company accepted nominations from minority shareholders.</p>	<p>compliant</p>		<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter
<p>4. Board nomination and election policy includes how the board shortlists candidates.</p>	<p>compliant</p>		<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter

5. Board nomination and election policy includes an assessment of the effectiveness of the Board's processes in the nomination, election or replacement of a director.	compliant		<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter
6. Board has a process for identifying the quality of directors that is aligned with the strategic direction of the company.	compliant		<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Corporate Governance and Nomination Committee Charter
Optional: Recommendation to 2.6			
1. Company uses professional search firms or other external sources of candidates (such as director databases set up by director or shareholder bodies) when searching for candidates to the board of directors.		Identify the professional search firm used or other external sources of candidates	
Recommendation 2.7			
1. Board has overall responsibility in ensuring that there is a group-wide policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions.	compliant	<p>Provide information on or reference to a document containing the company's policy on related party transaction, including policy on review and approval of significant RPTs</p> <p>Identify transactions that were approved pursuant to the policy.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Audit and Risk Oversight Committee Board Charter • Related Party Transaction Policy • Annual Report

<p>2. RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.</p>	<p>compliant</p>		<ul style="list-style-type: none"> • Audit and Risk Oversight Committee Board Charter Related Party Transaction Policy ✚ Annual Report – Item 18 Transactions with related parties consist mainly of the following : ✚ U.S. Automotive Co., Inc., ✚ Philippine Label Pack Corp., a corporation wherein some major stockholders are family members of the Company’s Directors/Executive Officers. ✚ The Company has advances to its 100% subsidiary, Hemotek Renal Center, Inc. and CafeFrance Corp. ✚ Regular bank transactions with Philtrust Bank, an affiliated commercial bank. ✚ Manila Bulletin Publishing Corp., as affiliate under common control. • The Company has no material transactions (that may not be available from others) with other parties falling outside the definition of Related Parties. • Item 12 of Annual Report
<p>3. RPT policy encompasses all entities within the group, taking into account their size, structure, risk profile and complexity of operations.</p>	<p>compliant</p>		<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Audit and Risk Oversight Committee Board Charter • Related Party Transaction Policy

Supplement to Recommendations 2.7

<p>1. Board clearly defines the threshold for disclosure and approval of RPTs and categorizes such transactions according to those that are considered <i>de minimis</i> or transactions that need not be reported or announced, those that need to be disclosed, and those that need prior shareholder approval. The aggregate amount of RPTs within any twelve (12) month period should be considered for purposes of applying the thresholds for disclosure and approval.</p>	<p>compliant</p>	<p>Provide information on a materiality threshold for RPT disclosure and approval, if any.</p> <p>Provide information on RPT categories</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Audit and Risk Oversight Committee Charter • Related Party Transaction Policy
<p>2. Board establishes a voting system whereby a majority of non-related party shareholders approve specific types of related party transactions during shareholders' meetings.</p>	<p>Non-compliant</p>	<p>Provide information on voting system, if any.</p>	<ul style="list-style-type: none"> • As of 31 December 2024, the Company's public float is at 13.68% and the non-public shareholder is 86.32% where the majority are related parties. The related party transactions are made in the ordinary course of business and did not involve more than the normal risk of collectability and that do not present other unfavorable condition. These transactions are fully disclosed in the Annual Audited Financial Statements and in the Annual Report which are posted in the Company website.
<p>Recommendation 2.8</p>			

<p>1. Board is primarily responsible for approving the selection of Management led by the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).</p>	<p>compliant</p>	<p>Provide information on or reference to a document containing the Board's policy and responsibility for approving the selection of management.</p> <p>Identify the Management team appointed</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Elections are done annually at the Board of Directors meeting right after the Annual Stockholders' Meeting
<p>2. Board is primarily responsible for assessing the performance of Management led by the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).</p>	<p>compliant</p>	<p>Provide information on or reference to a document containing the Board's policy and responsibility for assessing the performance of management.</p> <p>Provide information on the assessment process and indicate frequency of assessment of performance.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Corporate Governance and Nomination Committee • Board Charter of the Audit and Risk Oversight Committee
<p>Recommendation 2.9</p>			
<p>1. Board establishes an effective performance management framework that ensures that Management's performance is at par with the standards set by the Board and Senior Management.</p>	<p>compliant</p>	<p>Provide information on or link/reference to a document containing the Board's performance management framework for management and personnel.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Succession Planning
<p>2. Board establishes an effective performance management framework that ensures that personnel's performance is at par with the standards set by the Board and Senior Management.</p>	<p>compliant</p>		<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Succession Planning
<p>Recommendation 2.10</p>			

1. Board oversees that an appropriate internal control system is in place.	compliant	Provide information on or link/reference to a document showing the Board's responsibility for overseeing that an appropriate internal control system is in place and what is included in the internal control system	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter • Board Charter of the Audit and Risk Oversight Committee
2. The internal control system includes a mechanism for monitoring and managing potential conflict of interest of the Management, members and shareholders.	compliant		<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Enterprise Risk Management • Related Party Transaction • Board Charter of the Audit and Risk Oversight Committee
3. Board approves the Internal Audit Charter.	compliant	Provide reference or link to the company's Internal Audit Charter	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Board Charter of the Audit and Risk Oversight Committee •
Recommendation 2.11			
1. Board oversees that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business ri	compliant	<p>Provide information on or link/reference to a document showing the Board's oversight responsibility on the establishment of a sound enterprise risk management framework and how the board was guided by the framework.</p> <p>Provide proof of effectiveness of risk management strategies, if any.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Enterprise Risk Management • Audit and Risk Oversight Committee

<p>2. The risk management framework guides the board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies.</p>	<p>compliant</p>		<p>The Audit and Risk Oversight Committee shall assist the Board of Directors in fulfilling its oversight responsibilities for the financial reporting process, the system of internal control, the audit process, and the organization's process for monitoring compliance with laws and regulations and the code of conduct.</p> <p>Euro-Med placed an internal audit system, which purposely to conduct an independent and objective internal audit activities in a systematic and disciplined approach. This will help to ensure that the Corporation's resources are used efficiently and effectively while helping to achieve its mission. Internal Audit is authorized to conduct a comprehensive internal audit program and is responsible for keeping the Board and Management informed of unusual transactions of other matters of significance. The Internal Auditor may recommend cost effective courses of action for management to consider in improving efficiencies that have been identified during the audit.</p> <ul style="list-style-type: none"> • Enterprise Risk Management
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Recommendation 2.12

1. Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary role.	compliant	Provide link to the company's website where the Board Charter is disclosed.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Board Charter • Board Charter of the Audit and Risk Oversight Committee • Board Charter of the Corporate Governance and Nomination Committee
2. Board Charter serves as a guide to the directors in the performance of their functions.	compliant		<ul style="list-style-type: none"> • Board Charter • Board Charter of the Audit and Risk Oversight Committee • Board Charter of the Corporate Governance and Nomination Committee
3. Board Charter is publicly available and posted on the company's website.	compliant		<ul style="list-style-type: none"> • Company website – www.euromedlab.net
Additional Recommendation to Principle 2			
1. Board has a clear insider trading policy.	compliant	Provide information on or link/reference to a document showing company's insider trading policy.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Insider Trading Policy
Optional: Principle 2			
1. Company has a policy on granting loans to directors, either forbidding the practice or ensuring that the transaction is conducted at arm's length basis and at market rates.		Provide information on or link/reference to a document showing company's policy on granting loans to directors, if any.	
2. Company discloses the types of decision requiring board of directors' approval.		Indicate the types of decision requiring board of directors' approval and where there are disclosed.	

Principle 3: Board committees should be set up to the extent possible to support the effective performance of the Board's functions, particularly with respect to audit, risk management, related party transactions, and other key corporate governance concerns, such as nomination and remuneration. The composition, functions and responsibilities of all committees established should be contained in a publicly available Committee Charter.

Recommendation 3.1

<p>1. Board establishes board committees that focus on specific board functions to aid in the optimal performance of its roles and responsibilities.</p>	<p>compliant</p>	<p>Provide information or link/reference to a document containing information on all the board committees established by the company.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Audit and Risk Oversight Committee • Board Charter of the Corporate Governance and Nomination Committee
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Recommendation 3.2

<p>1. Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.</p>	<p>compliant</p>	<p>Provide information or link/reference to a document containing information on the Audit Committee, including its functions.</p> <p>Indicate if it is the Audit Committee's responsibility to recommend the appointment and removal of the company's external auditor.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Audit and Risk Oversight Committee
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<p>2. Audit Committee is composed of at least three appropriately qualified non-executive directors, the majority of whom, including the Chairman is independent.</p>	<p>compliant</p>	<p>Provide information or link/reference to a document containing information on the members of the Audit Committee, including their qualifications and type of directorship.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Board Charter of the Audit and Risk Oversight Committee • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter • Disclosure on the Result of the Annual Shareholders and Organizational Meeting, 19 June 2024 • Information Statement
<p>3. All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.</p>	<p>compliant</p>	<p>Provide information or link/reference to a document containing information on the background, knowledge, skills, and/or experience of the members of the Audit Committee.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Annual Report • Information Statement • Board Charter of the Audit and Risk Oversight Committee
<p>4. The Chairman of the Audit Committee is not the Chairman of the Board or of any other committee.</p>	<p>compliant</p>	<p>Provide information or link/reference to a document containing information on the Chairman of the Audit Committee</p>	<ul style="list-style-type: none"> • Disclosure on the Result of the Annual Shareholders and Organizational Meeting, 19 June 2024 • Board Charter • Board Charter of the Audit and Risk Oversight Committee
<p>Supplement to Recommendation 3.2</p>			
<p>1. Audit Committee approves all non-audit services conducted by the external auditor.</p>	<p>compliant</p>	<p>Provide proof that the Audit Committee approved all non-audit services conducted by the external auditor.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Audit and Risk Oversight Committee

2. Audit Committee conducts regular meetings and dialogues with the external audit team without anyone from management present.	compliant	Provide proof that the Audit Committee conducted regular meetings and dialogues with the external audit team without anyone from management present.	<ul style="list-style-type: none"> • Board Charter of the Audit and Risk Oversight Committee
Optional: Recommendation 3.2			
1. Audit Committee meet at least four times during the year.		Indicate the number of Audit Committee meetings during the year and provide proof	
2. Audit Committee approves the appointment and removal of the internal auditor.		Provide proof that the Audit Committee approved the appointment and removal of the internal auditor.	
Recommendation 3.3			
1. Board establishes a Corporate Governance Committee tasked to assist the Board in the performance of its corporate governance responsibilities, including the functions that were formerly assigned to a Nomination and Remuneration Committee.	compliant	<p>Provide information or reference to a document containing information on the Corporate Governance Committee, including its functions</p> <p>Indicate if the Committee undertook the process of identifying the quality of directors aligned with the company's strategic direction, if applicable.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Corporate Governance and Nomination Committee
2. Corporate Governance Committee is composed of at least three members, all of whom should be independent directors.	compliant	Provide information or link/reference to a document containing information on the members of the Corporate Governance Committee, including their qualifications and type of directorship.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Disclosure of the Result of the Annual Shareholders and Organizational Meeting, 19 June 2024 • Board Charter of the Corporate Governance and Nomination Committee

3. Chairman of the Corporate Governance Committee is an independent director.	compliant	Provide information or link/reference to a document containing information on the Chairman of the Corporate Governance Committee.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Disclosure of the Result of the Annual Shareholders and Organizational Meeting, 19 June 2024 • Board Charter of the Corporate Governance and Nomination Committee
Optional: Recommendation 3.3.			
1. Corporate Governance Committee meet at least twice during the year.		Indicate the number of Corporate Governance Committee meetings held during the year and provide proof thereof.	
Recommendation 3.4			
1. Board establishes a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a company's Enterprise Risk Management system to ensure its functionality and effectiveness.	compliant	Provide information or link/reference to a document containing information on the Board Risk Oversight Committee (BROC), including its functions	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Audit and Risk Oversight Committee • Disclosure of the Result of the Annual Shareholders and Organizational Meeting, 19 June 2024
2. BROC is composed of at least three members, the majority of whom should be independent directors, including the Chairman.	compliant	Provide information or link/reference to a document containing information on the members of the BROC, including their qualifications and type of directorship	<ul style="list-style-type: none"> • Board Charter of the Audit and Risk Oversight Committee • Disclosure of the Result of the Annual Shareholders and Organizational Meeting, 19 June 2024

3. The Chairman of the BROCC is not the Chairman of the Board or of any other committee.	compliant	Provide information or link/reference to a document containing information on the Chairman of the BROCC	<ul style="list-style-type: none"> • Disclosure of the Result of the Annual Shareholders and Organizational Meeting, 19 June 2024 • Board Charter of the Audit and Risk Oversight Committee
4. At least one member of the BROCC has relevant thorough knowledge and experience on risk and risk management.	compliant	Provide information or link/reference to a document containing information on the background, skills, and/or experience of the members of the BROCC.	<ul style="list-style-type: none"> • Disclosure of the Result of the Annual Shareholders and Organizational Meeting, 19 June 2024 • Information Statement • Board Charter of the Audit and Risk Oversight Committee
Recommendation 3.5			
1. Board establishes a Related Party Transactions (RPT) Committee, which is tasked with reviewing all material related party transactions of the company.	compliant	Provide information or link/reference to a document containing information on the Related Party Transactions (RPT) Committee, including its functions.	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Audit and Risk Oversight Committee
2. RPT Committee is composed of at least three non-executive directors, two of whom should be independent, including the Chairman.	compliant	Provide information or link/reference to a document containing information on the members of the RPT Committee, including their qualifications and type of directorship.	<ul style="list-style-type: none"> • Board Charter of the Audit and Risk Oversight Committee • Disclosure of the Result of the Annual Shareholders and Organizational Meeting, 19 June 2024 • Information Statement
Recommendation 3.6			

<p>1. All established committees have a Committee Charter stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.</p>	<p>compliant</p>	<p>Provide information on or link/reference to the company's committee charters, containing all the required information, particularly the functions of the Committee that is necessary for performance evaluation purposes.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Audit and Risk Oversight Committee • Board Charter of the Corporate Governance and Nomination Committee
<p>2. Committee Charters provide standards for evaluating the performance of the Committees.</p>	<p>compliant</p>		<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Board Charter of the Audit and Risk Oversight Committee • Board Charter of the Corporate Governance and Nomination Committee
<p>3. Committee Charters were fully disclosed on the company's website.</p>	<p>compliant</p>	<p>Provide link to company's website where the Committee Charters are disclosed.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Board Charter of the Audit and Risk Oversight Committee • Board Charter of the Corporate Governance and Nomination Committee

Principle 4: To show full commitment to the company, the directors should devote the time and attention necessary to properly and effectively perform their duties and responsibilities, including sufficient time to be familiar with the corporation's business.

Recommendation 4.1

<p>1. The Directors attend and actively participate in all meetings of the Board, Committees and shareholders in person or through tele-/videoconferencing conducted in accordance with the rules and regulations of the Commission.</p>	<p>compliant</p>	<p>Provide information or link/reference to a document containing information on the process and procedure for tele-/videoconferencing board and/or committee meetings.</p> <p>Provide information or link/reference to a document containing information on the attendance and participation of directors to Board, Committee and shareholders' meetings.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Minutes of the Annual Shareholders Meeting, 19 June 2024 • Annual Certification on Director's Attendance submitted to SEC and PSE
<p>2. The directors review meeting materials for all Board and Committee meetings.</p>	<p>compliant</p>		<ul style="list-style-type: none"> • All materials to be discussed in the agenda of the meeting have been emailed by the Corporate Secretary to all Directors, 7 days before the said meeting.
<p>3. The directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.</p>	<p>compliant</p>	<p>Provide information or link/reference to a document containing information on any questions raised or clarification/explanation sought by the directors</p>	<ul style="list-style-type: none"> • Minutes of Board of Directors Meetings • Minutes of Board Committee Meetings

Recommendation 4.2

<p>1. Non-executive directors concurrently serve in a maximum of five publicly-listed companies to ensure that they have sufficient time to fully prepare for minutes, challenge Management's proposals/views, and oversee the long-term strategy of the company.</p>	<p>compliant</p>	<p>Disclose if the company has a policy setting the limit of board seats that a non-executive director can hold simultaneously.</p> <p>Provide information or reference to a document containing information on the directorships of the company's directors in both listed and non-listed companies</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Annual Corporate Governance Report
<p>Recommendation 4.3</p>			
<p>1. The directors notify the company's board before accepting a directorship in another company.</p>	<p>compliant</p>	<p>Provide copy of written notification to the board or minutes of board meeting wherein the matter was discussed.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter • No new directorship in both listed and non-listed has been accepted by the current Board of Directors
<p>Optional: Principle 4</p>			
<p>1. Company does not have any executive directors who serve in more than two boards of listed companies outside of the group.</p>			
<p>2. Company schedules board of directors' meetings before the start of the financial year.</p> <p>3.</p>			
<p>4. Board of directors meet at least six times during the year.</p>		<p>Indicate the number of board meetings during the year and provide proof</p>	

5. Company requires as minimum quorum of at least 2/3 for board decisions.		Indicate the required minimum quorum for board decisions	
Principle 5: The board should endeavor to exercise an objective and independent judgment on all corporate affairs			
Recommendation 5.1			
1. The Board has at least 3 independent directors or such number as to constitute one-third of the board, whichever is higher.	compliant	Provide information or link/reference to a document containing information on the number of independent directors in the board	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter • Disclosure on the Results of the Annual Shareholders and Organizational Meeting, 19 June 2024
Recommendation 5.2			
1. The independent directors possess all the qualifications and none of the disqualifications to hold the positions.	compliant	Provide information or link/reference to a document containing information on the qualifications of the independent directors.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Annual Report • Information Statement
Supplement to Recommendation 5.2			
1. Company has no shareholder agreements, by-laws provisions, or other arrangements that constrain the directors' ability to vote independently.	compliant	Provide link/reference to a document containing information that directors are not constrained to vote independently.	<ul style="list-style-type: none"> • Board Charter • Revised Manual on Corporate Governance submitted 29 September 2020
Recommendation 5.3			

<p>1. The independent directors serve for a cumulative term of nine years (reckoned from 2012).</p>	<p>compliant</p>	<p>Provide information or link/reference to a document showing the years IDs have served as such.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter • Annual Corporate Governance Report
<p>2. The company bars an independent director from serving in such capacity after the term limit of nine years.</p>	<p>compliant</p>	<p>Provide information or link/reference to a document containing information on the company's policy on term limits for its independent director</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter
<p>3. In the instance that the company retains an independent director in the same capacity after nine years, the board provides meritorious justification and seeks shareholders' approval during the annual shareholders' meeting.</p>	<p>compliant</p>	<p>Provide reference to the meritorious justification and proof of shareholders' approval during the annual shareholders' meeting.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter • Term limit of Dr. William G. Padolina and Mr. Edwin D. Feist have reached its ninth year in the Board seat and the Company will retain them as Independent Directors subject for Shareholders' approval

Recommendation 5.4

<p>1. The positions of Chairman of the Board and Chief Executive Officer are held by separate individuals.</p>	<p>compliant</p>	<p>Identify the company's Chairman of the Board and Chief Executive Officer</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Disclosure on the Results of the Annual Shareholders and Organizational Meeting, 19 June 2024 ✚ Dr. William G. Padolina nominated and elected as Chairman of the Board ✚ Georgiana S. Evidente elected as the President
<p>2. The Chairman of the Board and Chief Executive Officer have clearly defined responsibilities.</p>	<p>compliant</p>	<p>Provide information or link/reference to a document containing information on the roles and responsibilities of the Chairman of the Board and Chief Executive Officer.</p> <p>Identify the relationship of Chairman and CEO.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Information Statement • Annual Report ✚ Chairman of the Board and the President are not related
Recommendation 5.5			
<p>1. If the Chairman of the Board is not an independent director, the board designates a lead director among the independent directors.</p>	<p>compliant</p>	<p>Provide information or link/reference to a document containing information on a lead independent director and his roles and responsibilities, if any.</p> <p>Indicate if Chairman is independent.</p>	<ul style="list-style-type: none"> • Dr. William G. Padolina as Chairman of the Board and Independent Director as well • General Information Statement
Recommendation 5.6			

1. Directors with material interest in a transaction affecting the corporation abstain from taking part in the deliberations on the transaction.	compliant	Provide proof of abstention, if this was the case	<ul style="list-style-type: none"> • Board Charter • RPT Policy
Recommendation 5.7			
1. The non-executive directors (NEDs) have separate periodic meetings with the external auditor and heads of the internal audit, compliance and risk functions, without any executive present.	compliant	Provide proof and details of said meeting, if any. Provide information on the frequency and attendees of meetings.	<ul style="list-style-type: none"> • Board Charter • Board Charter of the Audit and Risk Oversight Committee
2. The meetings are chaired by the lead independent director.	compliant		<ul style="list-style-type: none"> • Board Charter • Board Charter of the Audit and Risk Oversight Committee
Optional: Principle 5			
1. None of the directors is a former CEO of the company in the past 2 years.		Provide name/s of company CEO for the past 2 years	
Principle 6: The best measure of the Board's effectiveness is through an assessment process. The Board should regularly carry out evaluations to appraise its performance as a body, and assess whether it possesses the right mix of backgrounds and competencies.			
Recommendation 6.1			
1. Board conducts an annual self-assessment of its performance as a whole.	compliant	Provide proof of self-assessments conducted for the whole board, the individual members, the Chairman and the Committees	<ul style="list-style-type: none"> • Board Self Evaluation Questionnaire
2. The Chairman conducts a self-assessment of his performance.	compliant		<ul style="list-style-type: none"> • Board Self Evaluation Questionnaire
3. The individual members conduct a self-assessment of their performance.	compliant		<ul style="list-style-type: none"> • Board Self Evaluation Questionnaire

4. Each committee conducts a self-assessment of its performance.	compliant		<ul style="list-style-type: none"> • Board Charter of Audit and Risk Oversight Committee • Board Charter of Corporate Governance and Nomination Committee
5. Every three years, the assessments are supported by an external facilitator.	compliant	Identify the external facilitator and provide proof of use of an external facilitator.	<ul style="list-style-type: none"> • The Corporate Governance and Nomination Committee last January 30, 2024, has engaged the services of Mariano, Caguete & Co., CPAs as the external facilitator for the Corporation's annual self-assessment activity for a period of three (3) years starting 2024.

Recommendation 6.2

1. Board has in place a system that provides, at the minimum, criteria and process to determine the performance of the Board, individual directors and committees.	compliant	Provide information or link/reference to a document containing information on the system of the company to evaluate the performance of the board, individual directors and committees, including a feedback mechanism from shareholders	<ul style="list-style-type: none"> • Board Charter • Board Charter of Audit and Risk Oversight Committee • Board Charter of Corporate Governance and Nomination Committee • Board Self-Assessment Questionnaire
2. The system allows for a feedback mechanism from the shareholders.	compliant		<ul style="list-style-type: none"> • Appointed Investment Relations Officer during its Organizational Meeting, June 29, 2017

Principle 7: Members of the Board are duty-bound to apply high ethical standards, taking into account the interests of all stakeholders.

Recommendation 7.1

1. Board adopts a Code of Business Conduct and Ethics, which provide standards for professional and ethical behavior, as well as articulate acceptable and unacceptable conduct and practices in internal and external dealings of the company.	compliant	Provide information on or link/reference to the company's Code of Business Conduct and Ethics.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Euro-Med Code of Conduct
2. The Code is properly disseminated to the Board, senior management and employees.	compliant	Provide information on or discuss how the company disseminated the Code to its Board, senior management and employees.	<ul style="list-style-type: none"> • The Code of Conduct is issued by the Head of Human Resources Department thru business memorandum to the Board, Senior Management and employees to keep informed on all corporate internal policies.
3. The Code is disclosed and made available to the public through the company website.	compliant	Provide a link to the company's website where the Code of Business Conduct and Ethics is posted/ disclosed.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Euro-Med Code of Conduct
Supplement to Recommendation 7.1			
1. Company has clear and stringent policies and procedures on curbing and penalizing company involvement in offering, paying and receiving bribes.	compliant	Provide information on or link/reference to a document containing information on the company's policy and procedure on curbing and penalizing bribery	<ul style="list-style-type: none"> • Euro-Med Code of Conduct • Anti-Corruption Policy • Conflict of Interest Policy
Recommendation 7.2			
1. Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.	compliant	<p>Provide proof of implementation and monitoring of compliance with the Code of Business Conduct and Ethics and internal policies.</p> <p>Indicate who are required to comply with the Code of Business Conduct</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter • Euro-Med Code of Conduct

2. Board ensures the proper and efficient implementation and monitoring of compliance with company internal policies.	compliant	and Ethics and any findings on non-compliance.	<ul style="list-style-type: none"> • Board Charter • Board Charter of Audit and Risk Oversight Committee
Disclosure and Transparency			
Principle 8: The company should establish corporate disclosure policies and procedures that are practical and in accordance with best practices and regulatory expectations.			
Recommendation 8.1			
1. Board establishes corporate disclosure policies and procedures to ensure a comprehensive, accurate, reliable and timely report to shareholders and other stakeholders that gives a fair and complete picture of a company's financial condition, results and business operations.	compliant	Provide information on or link/reference to the company's disclosure policies and procedures including reports distributed/made available to shareholders and other stockholders	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Disclosure Policy • SEC Form 17-Q and SEC Form 17-A
Supplement to Recommendations 8.1			
1. Company distributes or makes available annual and quarterly consolidated reports, cash flow statements, and special audit revisions. Consolidated financial statements are published within ninety (90) days from the end of the fiscal year, while interim reports are published within forty-five (45) days from the end of the reporting period.	compliant	Indicate the number of days within which the consolidated and interim reports were published, distributed or made available from the end of the fiscal year and end of the reporting period, respectively.	<ul style="list-style-type: none"> • SEC Form 17-A, within 105 days from year-end • SEC Form 17-Q, within 45 days from end of quarter • Company website – www.euromedlab.net

<p>2. Company discloses in its annual report the principal risks associated with the identity of the company's controlling shareholders; the degree of ownership concentration; cross-holdings among company affiliates; and any imbalances between the controlling shareholders' voting power and overall equity position in the company.</p>	<p>compliant</p>	<p>Provide link or reference to the company's annual report where the following are disclosed:</p> <ol style="list-style-type: none"> 1. principal risks to minority shareholders associated with the identity of the company's controlling shareholders; 2. cross-holdings among company affiliates; and 3. any imbalances between the controlling shareholders' voting power and overall equity position in the company. 	<ul style="list-style-type: none"> • Item 9 and 11 of Annual Report (SEC Form 17-A)
<p>Recommendation 8.2</p>			
<p>1. Company has a policy requiring all directors to disclose/report to the company any dealings in the company's shares within three business days.</p>	<p>compliant</p>	<p>Provide information on or link/reference to the company's policy requiring directors and officers to disclose their dealings in the company's share.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020
<p>2. Company has a policy requiring all officers to disclose/report to the company any dealings in the company's shares within three business days.</p>	<p>compliant</p>	<p>Indicate actual dealings of directors involving the corporation's shares including their nature, number/percentage and date of transaction.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Disclosure on Form SEC 23-B
<p>Supplement to Recommendation 8.2</p>			

<p>1. Company discloses the trading of the corporation's shares by directors, officers (or persons performing similar functions) and controlling shareholders. This includes the disclosure of the company's purchase of its shares from the market (e.g. share buy-back program).</p>	<p>compliant</p>	<p>Provide information on or link/reference to the shareholdings of directors, management and top 100 shareholders.</p> <p>Provide link or reference to the company's Conglomerate Map.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Information Statement • Annual Report • Top 100 Shareholders under Investor Relations
Recommendation 8.3			
<p>1. Board fully discloses all relevant and material information on individual board members to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.</p>	<p>compliant</p>	<p>Provide link or reference to the directors' academic qualifications, share ownership in the company, membership in other boards, other executive positions, professional experiences, expertise and relevant trainings attended.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Information Statement • Annual Report
<p>2. Board fully discloses all relevant and material information on key executives to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.</p>	<p>compliant</p>	<p>Provide link or reference to the key officers' academic qualifications, share ownership in the company, membership in other boards, other executive positions, professional experiences, expertise and relevant trainings attended.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Information Statement • Annual Report
Recommendation 8.4			
<p>1. Company provides a clear disclosure of its policies and procedure for setting Board remuneration, including the level and mix of the same.</p>	<p>compliant</p>	<p>Disclose or provide link/reference to the company policy and practice for setting board remuneration</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of Corporate Governance and Nomination Committee

<p>2. Company provides a clear disclosure of its policies and procedure for setting executive remuneration, including the level and mix of the same.</p>	<p>compliant</p>	<p>Disclose or provide link/reference to the company policy and practice for determining executive remuneration</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Charter of Corporate Governance and Nomination Committee
<p>3. Company discloses the remuneration on an individual basis, including termination and retirement provisions.</p>	<p>Compliant</p>	<p>Provide breakdown of director remuneration and executive compensation, particularly the remuneration of the CEO.</p>	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • <u>Standard Arrangements</u>. Except for per diems of ₱30,000.00 for the Chairman, ₱20,000.00 for the Vice Chairman and ₱10,000.00 per Director per board meeting, there are no other standard arrangements pursuant to which directors of the Company are compensated or are expected to be compensated directly or indirectly, for any service provided directly or indirectly to the Company during the Company's last fiscal year and the ensuing year. • Annual Report – Remuneration as a Group

Recommendation 8.5

<p>1. Company discloses its policies governing Related Party Transactions (RPTs) and other unusual or infrequently occurring transactions in their Manual on Corporate Governance.</p>	<p>compliant</p>	<p>Disclose or provide reference/link to company's RPT policies</p> <p>Indicate if the director with conflict of interest abstained from the board discussion on that particular transaction.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Audit and Risk Oversight Committee • Related Party Transaction Policy
<p>2. Company discloses material or significant RPTs reviewed and approved during the year.</p>	<p>compliant</p>	<p>Provide information on all RPTs for the previous year or reference to a document containing the following information on all RPTs:</p> <ol style="list-style-type: none"> 1. name of the related counterparty; 2. relationship with the party; 3. transaction date; 4. type/nature of transaction; 5. amount or contract price; 6. terms of the transaction; 7. rationale for entering into the transaction; 8. the required approval (i.e., names of the board of directors approving, names and percentage of shareholders who approved) based on the company's policy; and 9. other terms and conditions 	<ul style="list-style-type: none"> • Annual Report (SEC Form 17-A) • Full Disclosure in Notes to Financial Statements

Supplement to Recommendation 8.5

1. Company requires directors to disclose their interests in transactions or any other conflict of interests.	compliant	Indicate where and when directors disclose their interests in transactions or any other conflict of interests.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • RPT Policy
Optional : Recommendation 8.5			
1. Company discloses that RPTs are conducted in such a way to ensure that they are fair and at arms' length.		Provide link or reference where this is disclosed, if any	
Recommendation 8.6			
1. Company makes a full, fair, accurate and timely disclosure to the public of every material fact or event that occur, particularly on the acquisition or disposal of significant assets, which could adversely affect the viability or the interest of its shareholders and other stakeholders.	compliant	Provide link or reference where this is disclosed	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section VIII of the Revised Manual on Corporate Governance submitted 29 September 2020
2. Board appoints an independent party to evaluate the fairness of the transaction price on the acquisition or disposal of assets.	Non-compliant	<p>Identify independent party appointed to evaluate the fairness of the transaction price</p> <p>Disclose the rules and procedures for evaluating the fairness of the transaction price, if any.</p>	<ul style="list-style-type: none"> • These transactions are subject to approval by the Board which has enough numbers of Independent Directors, and with the recommendation of the Executive/Management Committee
Supplement to Recommendation 8.6			
1. Company discloses the existence, justification and details on shareholder agreements, voting trust agreements, confidentiality agreements, and such other agreements that may impact on the control, ownership, and strategic direction of the company.	compliant	Provide link or reference where these are disclosed.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section XI of the Revised Manual on Corporate Governance submitted 29 September 2020

Recommendation 8.7			
1. Company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	compliant	Provide link to the company's website where the Manual on Corporate Governance is posted.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section VIII of the Revised Manual on Corporate Governance submitted 29 September 2020
2. Company's MCG is submitted to the SEC and PSE.	compliant		<ul style="list-style-type: none"> • Yes • Company website – www.euromedlab.net
3. Company's MCG is posted on its company website.	compliant		<ul style="list-style-type: none"> • Yes • Company website – www.euromedlab.net
Supplement to Recommendation 8.7			
1. Company submits to the SEC and PSE an updated MCG to disclose any changes in its corporate governance practices.	compliant	Provide proof of submission.	<ul style="list-style-type: none"> • Company Disclosure posted on company website – www.euromedlab.net under Corporate Governance
Optional: Principle 8			
1. Does the company's Annual Report disclose the following information:		Provide link or reference to the company's Annual Report containing the said information.	<ul style="list-style-type: none"> • Annual Report for the year 2024
a. Corporate Objectives	compliant		<ul style="list-style-type: none"> • Provided in the company website
b. Financial performance indicators	compliant		<ul style="list-style-type: none"> • Annual Report – Part II, Item 6
c. Non-financial performance indicators	compliant		<ul style="list-style-type: none"> • Annual Report – Part II, Item 6
d. Dividend Policy	compliant		<ul style="list-style-type: none"> • Annual Report – Part II, Item 5

e. Biographical details (at least age, academic qualifications, date of first appointment, relevant experience, and other directorships in listed companies) of all directors	compliant		<ul style="list-style-type: none"> • Annual Report – Part III, Item 9
f. Attendance details of each director in all directors meetings held during the year	compliant		<ul style="list-style-type: none"> • Provided in the company website • Information Statement
g. Total remuneration of each member of the board of directors	compliant		<ul style="list-style-type: none"> • Annual Report – Part III, Item 10
2. The Annual Report contains a statement confirming the company's full compliance with the Code of Corporate Governance and where there is non-compliance, identifies and explains reason for each such issue.	compliant	Provide link or reference to where this is contained in the Annual Report	<ul style="list-style-type: none"> • Annual Report – Part IV, Item 13 • Company website - www.euromedlab.net
3. The Annual Report/Annual CG Report discloses that the board of directors conducted a review of the company's material controls (including operational, financial and compliance controls) and risk management systems.	Non-compliant	Provide link or reference to where this is contained in the Annual Report	<ul style="list-style-type: none"> • The Board of Directors, instead of conducting a review, require an Attestation letter from the Chief Executive Officer and the Compliance Officer containing representations among others, the adequacy of the Company's material controls and risk management systems. • Company website - www.euromedlab.net

4. The Annual Report/Annual CG Report contains a statement from the board of directors or Audit Committee commenting on the adequacy of the company's internal controls/risk management systems.	Non-compliant	Provide link or reference to where this is contained in the Annual Report	<ul style="list-style-type: none"> • The Board of Directors, instead of conducting a review, require an Attestation letter from the Chief Executive Officer and the Compliance Officer containing representations among others, the adequacy of the Company's material controls and risk management systems. • Company website - www.euromedlab.net
5. The company discloses in the Annual Report the key risks to which the company is materially exposed to (i.e. financial, operational including IT, environmental, social, economic).	compliant	Provide link or reference to where these are contained in the Annual Report	<ul style="list-style-type: none"> • Annual Report – Part I, Item 1 • Company website - www.euromedlab.net

Principle 9: The company should establish standards for the appropriate selection of an external auditor, and exercise effective oversight of the same to strengthen the external auditor's independence and enhance audit quality.

Recommendation 9.1

1. Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of the external auditors.	compliant	Provide information or link/reference to a document containing information on the process for approving and recommending the appointment, reappointment, removal and fees of the company's external auditor.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section III, B(2(k)) of the Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Audit and Risk Oversight Committee
2. The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit Committee, approved by the Board and ratified by the shareholders.	compliant	Indicate the percentage of shareholders that ratified the appointment, reappointment, removal and fees of the external auditor.	<ul style="list-style-type: none"> • Section III, B(2(k)) of the Revised Manual on Corporate Governance submitted 29 September 2020 • Minutes of Shareholders Meeting, 19 June 2024

<p>3. For removal of the external auditor, the reasons for removal or change are disclosed to the regulators and the public through the company website and required disclosures.</p>	<p>compliant</p>	<p>Provide information on or link/reference to a document containing the company's reason for removal or change of external auditor.</p>	<ul style="list-style-type: none"> • Company disclosure under Form SEC 17-C • Minutes of Shareholders Meeting, 19 June 2024
<p>Supplement to Recommendation 9.1</p>			
<p>1. Company has a policy of rotating the lead audit partner every five years.</p>	<p>compliant</p>	<p>Provide information on or link/reference to a document containing the policy of rotating the lead audit partner every five years.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section V, A(4) of the Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Audit and Risk Oversight Committee
<p>Recommendation 9.2</p>			
<p>1. Audit Committee Charter includes the Audit Committee's responsibility on:</p> <ul style="list-style-type: none"> i. assessing the integrity and independence of external auditors; ii. exercising effective oversight to review and monitor the external auditor's independence and objectivity; and iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements. 	<p>compliant</p>	<p>Provide link/reference to the company's Audit Committee Charter</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Board Charter of the Audit and Risk Oversight Committee

2. Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability and effectiveness on an annual basis.	compliant	Provide link/reference to the company's Audit Committee Charter	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Board Charter of the Audit and Risk Oversight Committee
Supplement to Recommendations 9.2			
1. Audit Committee ensures that the external auditor is credible, competent and has the ability to understand complex related party transactions, its counterparties, and valuations of such transactions.	compliant	Provide link/reference to the company's Audit Committee Charter	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Board Charter of the Audit and Risk Oversight Committee
2. Audit Committee ensures that the external auditor has adequate quality control procedures.	compliant	Provide link/reference to the company's Audit Committee Charter	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Board Charter of the Audit and Risk Oversight Committee
Recommendation 9.3			
1. Company discloses the nature of non-audit services performed by its external auditor in the Annual Report to deal with the potential conflict of interest.	compliant	Disclose the nature of non-audit services performed by the external auditor, if any.	<ul style="list-style-type: none"> • Annual Report • The Company policy is not to engage any non-audit services with the external auditor.
2. Audit Committee stays alert for any potential conflict of interest situations, given the guidelines or policies on non-audit services, which could be viewed as impairing the external auditor's objectivity.	compliant	Provide link or reference to guidelines or policies on non-audit services	<ul style="list-style-type: none"> • Board Charter of Audit and Risk Oversight Committee • The Company has not engaged any non-audit services with the external auditor.
Supplement to Recommendation 9.3			

1. Fees paid for non-audit services do not outweigh the fees paid for audit services.	compliant	Provide information on audit and non-audit fees paid.	<ul style="list-style-type: none"> • Board Charter of Audit and Risk Oversight Committee • The Company has not engaged any non-audit services with the external auditor.
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Additional Recommendation to Principle 9

1. Company's external auditor is duly accredited by the SEC under Group A category.	compliant	Provide information on company's external auditor, such as: <ol style="list-style-type: none"> 1. Name of the audit engagement partner; 2. Accreditation number; 3. Date Accredited; 4. Expiry date of accreditation; and 5. Name, address, contact number of the audit firm. 	<ul style="list-style-type: none"> • Aquino, Mata, Calica & Associates SEC Accreditation No. 4275-SEC (Group A) valid until 2027 audit • Ariel D. Gonzales - Partner CPA Certification No. 89570 SEC Accreditation No. 89570 (Group A) valid until Dec. 19, 2024 • Suite 1801-1805 Cityland 10 Tower 11, 6817 H.V. Dela Costa St., Salcedo Village, Makati City • 8841-0462
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2.	Non-compliant	Provide information on the following: <ol style="list-style-type: none"> 1. Date it was subjected to SOAR inspection, if subjected; 2. Name of the Audit firm; and 3. Members of the engagement team inspected by the SEC. 	
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Principle 10: The company should ensure that the material and reportable non-financial and sustainability issues are disclosed.

Recommendation 10.1

<p>1. Board has a clear and focused policy on the disclosure of non-financial information, with emphasis on the management of economic, environmental, social and governance (EESG) issues of its business, which underpin sustainability.</p>	<p>compliant</p>	<p>Disclose or provide link on the company's policies and practices on the disclosure of non-financial information, including EESG issues.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Anti-Corruption Policy • Conflict of Interest Policy • Data Privacy Policy • Disclosure Policy • Diversity of Board Membership • Health, Safety and Wealth Policy • Honest and Fair Dealing Policy • Insider Trading Policy • Procurement Policy • Related Party Transaction Policy • Rewards or Compensation Policy • Stakeholders Policy • Succession Planning Policy • Vendors Code of Conduct Policy • Whistleblowing Policy • Board Evaluation Performance Policy • Sustainability Report attached to the 2024 Annual Report
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<p>2. Company adopts a globally recognized standard/framework in reporting sustainability and non-financial issues.</p>	<p>compliant</p>	<p>Provide link to Sustainability Report, if any. Disclose the standards used.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Anti-Corruption Policy • Conflict of Interest Policy • Data Privacy Policy • Disclosure Policy • Diversity of Board Membership • Health, Safety and Wealth Policy • Honest and Fair Dealing Policy • Insider Trading Policy • Procurement Policy • Related Party Transaction Policy • Rewards or Compensation Policy • Stakeholders Policy • Succession Planning Policy • Vendors Code of Conduct Policy • Whistleblowing Policy • Sustainability Report attached to the 2024 Annual Report
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Principle 11: The company should maintain a comprehensive and cost-efficient communication channel for disseminating relevant information. This channel is crucial for informed decision-making by investors, stakeholders and other interested users.

Recommendation 11.1

<p>1. Company has media and analysts' briefings as channels of communication to ensure the timely and accurate dissemination of public, material and relevant information to its shareholders and other investors.</p>	<p>compliant</p>	<p>Disclose and identify the communication channels used by the company (i.e., website, Analyst's briefing, Media briefings /press conferences, Quarterly reporting, Current reporting, etc.). Provide links, if any.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • SEC Forms 17-A, 17-Q and 17-C
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Supplemental to Principle 11

1. Company has a website disclosing up-to-date information on the following:	compliant	Provide link to company website	<ul style="list-style-type: none"> • Company website – www.euromedlab.net
a. Financial statements/reports (latest quarterly)	compliant		<ul style="list-style-type: none"> • Company website – www.euromedlab.net
b. Materials provided in briefings to analysts and media	compliant		<ul style="list-style-type: none"> • Company website – www.euromedlab.net
c. Downloadable annual report	compliant		<ul style="list-style-type: none"> • Company website – www.euromedlab.net
d. Notice of ASM and/or SSM	compliant		<ul style="list-style-type: none"> • Company website – www.euromedlab.net
e. Minutes of ASM and/or SSM	compliant		<ul style="list-style-type: none"> • Company website – www.euromedlab.net
f. Company's Articles of Incorporation and By-Laws	compliant		<ul style="list-style-type: none"> • Company website – www.euromedlab.net
Additional Recommendation to Principle 11			
1. Company complies with SEC-prescribed website template.	compliant		Yes
Internal Control System and Risk Management Framework			
Principle 12: To ensure the integrity, transparency and proper governance in the conduct of its affairs, the company should have a strong and effective internal control system and enterprise risk management framework.			
Recommendation 12.1			
1. Company has an adequate and effective internal control system in the conduct of its business.	compliant	<p>List quality service programs for the internal audit functions.</p> <p>Indicate frequency of review of the internal control system</p>	<ul style="list-style-type: none"> • Board Charter of the Audit and Risk Oversight Committee • Internal Audit Department, under the Board of Directors

<p>2. Company has an adequate and effective enterprise risk management framework in the conduct of its business.</p>	<p>compliant</p>	<p>Identify international framework used for Enterprise Risk Management</p> <p>Provide information or reference to a document containing information on:</p> <ol style="list-style-type: none"> 1. Company's risk management procedures and processes 2. Key risks the company is currently facing 3. How the company manages the key risks <p>Indicate frequency of review of the enterprise risk management framework.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Enterprise Risk Management Policy • Board Charter of the Audit and Risk Oversight Committee • Annual Report for the year 2024 – Notes to Financial Statements
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Supplement to Recommendations 12.1

<p>1. Company has a formal comprehensive enterprise-wide compliance program covering compliance with laws and relevant regulations that is annually reviewed. The program includes appropriate training and awareness initiatives to facilitate understanding, acceptance and compliance with the said issuances.</p>	<p>compliant</p>	<p>Provide information on or link/reference to a document containing the company's compliance program covering compliance with laws and relevant regulations.</p> <p>Indicate frequency of review.</p>	<ul style="list-style-type: none"> • The Corporate Secretary and Compliance Officer have instructed all department heads to monitor, be updated and comply on all regulatory requirements through the website of each regulatory office. If training is required, the Company sends representative from the department concerned to attend the related seminars accordingly. The Compliance Officer requires a list of reports from each department head.
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Optional: Recommendation 12.1

1. Company has a governance process on IT issues including disruption, cyber security, and disaster recovery, to ensure that all key risks are identified, managed and reported to the board.		Provide information on IT governance process	
Recommendation 12.2			
1. Company has in place an independent internal audit function that provides an independent and objective assurance, and consulting services designed to add value and improve the company's operations.	compliant	Disclose if the internal audit is in-house or outsourced. If outsourced, identify external firm.	<ul style="list-style-type: none"> • In-house Internal Audit Group under the Board of Directors
Recommendation 12.3			
1. Company has a qualified Chief Audit Executive (CAE) appointed by the Board.	compliant	Identify the company's Chief Audit Executive (CAE) and provide information on or reference to a document containing his/her responsibilities.	<ul style="list-style-type: none"> • Mr. Jose A. Emitterio • Information Statement
2. CAE oversees and is responsible for the internal audit activity of the organization, including that portion that is outsourced to a third party service provider.	compliant		<ul style="list-style-type: none"> • Yes
3. In case of a fully outsourced internal audit activity, a qualified independent executive or senior management personnel is assigned the responsibility for managing the fully outsourced internal audit activity.	compliant	Identify qualified independent executive or senior management personnel, if applicable.	<ul style="list-style-type: none"> • In-house Internal Audit Group under the Board of Directors
Recommendation 12.4			

1. Company has a separate risk management function to identify, assess and monitor key risk exposures.	compliant	Provide information on company's risk management function.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Audit and Risk Oversight Committee
Supplement to Recommendation 12.4			
1. Company seeks external technical support in risk management when such competence is not available internally.	compliant	Identify source of external technical support, if any.	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020 • Board Charter of the Audit and Risk Oversight Committee
Recommendation 12.5			
1. In managing the company's Risk Management System, the company has a Chief Risk Officer (CRO), who is the ultimate champion of Enterprise Risk Management (ERM).	compliant	Identify the company's Chief Risk Officer (CRO) and provide information on or reference to a document containing his/her responsibilities and qualifications/background.	<ul style="list-style-type: none"> • Mr. Jose A. Emitterio • Information Statement
2. CRO has adequate authority, stature, resources and support to fulfill his/her responsibilities	compliant		<ul style="list-style-type: none"> • Yes
Additional Recommendation to Principle 12			
1. Company's Chief Executive Officer and Chief Audit Executive attest in writing, at least annually, that a sound internal audit, control and compliance system is in place and working effectively.	compliant	Provide link to CEO and CAE's attestation	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Board Charter of the Audit and Risk Oversight Committee • The Chief Executive Officer and the Compliance Officer has an annual attestation letter containing representations on the adequacy of the Company's material controls and compliance system.

Cultivating a Synergic Relationship with Shareholders

Principle 13: The company should treat all shareholders fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.

Recommendation 13.1

1. Board ensures that basic shareholder rights are disclosed in the Manual on Corporate Governance.	compliant	Provide link or reference to the company's Manual on Corporate Governance where shareholders' rights are disclosed.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section IX of the Revised Manual on Corporate Governance submitted 29 September 2020
2. Board ensures that basic shareholder rights are disclosed on the company's website.	compliant	Provide link to company's website	<ul style="list-style-type: none"> • Company website – www.euromedlab.net

Supplement to Recommendation 13.1

1. Company's common share has one vote for one share.	compliant		<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section IX of the Revised Manual on Corporate Governance submitted 29 September 2020
2. Board ensures that all shareholders of the same class are treated equally with respect to voting rights, subscription rights and transfer rights.	compliant	Provide information on all classes of shares, including their voting rights if any.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section IX of the Revised Manual on Corporate Governance submitted 29 September 2020
3. Board has an effective, secure, and efficient voting system.	compliant	Provide link to voting procedure. Indicate if voting is by poll or show of hands.	<ul style="list-style-type: none"> • Information Statement • Poll or viva voce
4. Board has an effective shareholder voting mechanisms such as supermajority or "majority of minority" requirements to protect minority shareholders against actions of controlling shareholders.	compliant	Provide information on shareholder voting mechanisms such as supermajority or "majority of minority", if any.	<ul style="list-style-type: none"> • Revised Manual on Corporate Governance submitted 29 September 2020

5. Board allows shareholders to call a special shareholders' meeting and submit a proposal for consideration or agenda item at the AGM or special meeting.	compliant	Provide information on how this was allowed by board (i.e., minutes of meeting, board resolution)	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section IX of the Revised Manual on Corporate Governance submitted 29 September 2020 • Disclosure on the Board Approval of the Revised Manual on Corporate Governance
6. Board clearly articulates and enforces policies with respect to treatment of minority shareholders.	compliant	Provide information or link/reference to the policies on treatment of minority shareholders	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section IX, D of the Revised Manual on Corporate Governance submitted 29 September 2020
7. Company has a transparent and specific dividend policy.	compliant	<p>Provide information on or link/reference to the company's dividend Policy.</p> <p>Indicate if company declared dividends. If yes, indicate the number of days within which the dividends were paid after declaration. In case the company has offered scrip-dividends, indicate if the company paid the dividends within 60 days from declaration</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section IX, E of the Revised Manual on Corporate Governance submitted 29 September 2020 • The Board approved the declaration of cash dividend in the amount of ₱0.06 per share from the unrestricted retained earnings of the Corporation as of 31 December 2023, to all stockholders of record of 15 November 2024 and was paid on 02 December 2024
Optional: Recommendation 13.1			
1. Company appoints an independent party to count and/or validate the votes at the Annual Shareholders' Meeting.		Identify the independent party that counted/validated the votes at the ASM, if any.	
Recommendation 13.2			

<p>1. Board encourages active shareholder participation by sending the Notice of Annual and Special Shareholders' Meeting with sufficient and relevant information at least 28 days before the meeting.</p>	<p>compliant</p>	<p>Indicate the number of days before the annual stockholders' meeting or special stockholders' meeting when the notice and agenda were sent out</p> <p>Indicate whether shareholders' approval of remuneration or any changes therein were included in the agenda of the meeting.</p> <p>Provide link to the Agenda included in the company's Information Statement (SEC Form 20-IS)</p>	<ul style="list-style-type: none"> • All materials for the virtual Annual Shareholders' Meeting were published in the Business Section of 2 newspapers in general circulation 21 days prior to the date of the Annual Shareholders' Meeting and uploaded to the Company's website and PSE Edge profile. • Notice of Agenda of Annual Shareholders' Meeting – company website – www.euromedlab.net • Board Charter of Corporate Governance and Nomination Committee • Visual and Audio Recording of the Annual Shareholders' Meeting, 19 June 2024
Supplemental to Recommendation 13.2			
<p>1. Company's Notice of Annual Stockholders' Meeting contains the following information:</p>	<p>compliant</p>	<p>Provide link or reference to the company's notice of Annual Shareholders' Meeting</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net under SEC Filings - Information Statement together with Notice and Agenda of the Annual Shareholders' Meeting and Management Report
<p>a. The profiles of directors (i.e., age, academic qualifications, date of first appointment, experience, and directorships in other listed companies)</p>	<p>compliant</p>		<ul style="list-style-type: none"> • Company website – www.euromedlab.net under SEC Filings - Information Statement together with Notice and Agenda of the Annual Shareholders' Meeting and Management Report

b. Auditors seeking appointment/re-appointment	compliant		<ul style="list-style-type: none"> • Company website – www.euromedlab.net under SEC Filings - Information Statement together with Notice and Agenda of the Annual Shareholders' Meeting and Management Report
c. Proxy documents	compliant		<ul style="list-style-type: none"> • Proxy documents uploaded to the Company's website 21 days prior to the date of the Annual Shareholders' Meeting
Optional: Recommendation 13.2			
1. Company provides rationale for the agenda items for the annual stockholders meeting		Provide link or reference to the rationale for the agenda items	
Recommendation 13.3			
1. Board encourages active shareholder participation by making the result of the votes taken during the most recent Annual or Special Shareholders' Meeting publicly available the next working day.	compliant	Provide information or reference to a document containing information on all relevant questions raised and answers during the ASM and special meeting and the results of the vote taken during the most recent ASM/SSM.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Minutes of the Annual Shareholders' Meeting, 19 June 2024

<p>2. Minutes of the Annual and Special Shareholders' Meetings were available on the company website within five business days from the end of the meeting.</p>	<p>compliant</p>	<p>Provide link to minutes of meeting in the company website.</p> <p>Indicate voting results for all agenda items, including the approving, dissenting and abstaining votes.</p> <p>Indicate also if the voting on resolutions was by poll.</p> <p>Include whether there was opportunity to ask question and the answers given, if any</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Minutes of the Annual Shareholders' Meeting, 19 June 2024
<p>Supplement to Recommendation 13.3</p>			
<p>1. Board ensures the attendance of the external auditor and other relevant individuals to answer shareholders questions during the ASM and SSM.</p>	<p>compliant</p>	<p>Indicate if the external auditor and other relevant individuals were present during the ASM and/or special meeting</p>	<ul style="list-style-type: none"> • Yes
<p>Recommendation 13.4</p>			
<p>1. Board makes available, at the option of a shareholder, an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner.</p>	<p>compliant</p>	<p>Provide details of the alternative dispute resolution made available to resolve intra-corporate disputes</p>	<ul style="list-style-type: none"> • Board Charter, Section VI
<p>2. The alternative dispute mechanism is included in the company's Manual on Corporate Governance.</p>	<p>compliant</p>	<p>Provide link/reference to where it is found in the Manual on Corporate Governance</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Section B of the Revised Manual on Corporate Governance submitted 29 September 2020
<p>Recommendation 13.5</p>			

1. Board establishes an Investor Relations Office (IRO) to ensure constant engagement with its shareholders.	compliant	Disclose the contact details of the officer/office responsible for investor relations, such as: 1. Name of the person 2. Telephone number 3. Fax number 4. E-mail address	<ul style="list-style-type: none"> • Janice R. Ong • 85240091-98 loc. 101 • 85260977 • janice.ong@euromedlab.net
2. IRO is present at every shareholder's meeting.	compliant	Indicate if the IRO was present during the ASM.	<ul style="list-style-type: none"> • Yes, Janice R. Ong is concurrent the Corporate Secretary of the Corporation

Supplemental Recommendations to Principle 13

1. Board avoids anti-takeover measures or similar devices that may entrench ineffective management or the existing controlling shareholder group	compliant	Provide information on how anti-takeover measures or similar devices were avoided by the board, if any.	<ul style="list-style-type: none"> • Board Charter, Section III – Presence of sufficient Independent Directors and Directors with diverse experience.
2. Company has at least thirty percent (30%) public float to increase liquidity in the market.	Non-compliant	Indicate the company's public float.	<ul style="list-style-type: none"> • 13.68% public float

Optional: Principle 13

1. Company has policies and practices to encourage shareholders to engage with the company beyond the Annual Stockholders' Meeting		Disclose or provide link/reference to policies and practices to encourage shareholders' participation beyond ASM	
2. Company practices secure electronic voting in absentia at the Annual Shareholders' Meeting.		Disclose the process and procedure for secure electronic voting in absentia, if any.	

Duties to Stakeholders

Principle 14: The rights of stakeholders established by law, by contractual relations and through voluntary commitments must be respected. Where stakeholders' rights and/or interests are at stake, stakeholders should have the opportunity to obtain prompt effective redress for the violation of their rights.

Recommendation 14.1

1. Board identifies the company's various stakeholders and promotes cooperation between them and the company in creating wealth, growth and sustainability.	compliant	Identify the company's shareholder and provide information or reference to a document containing information on the company's policies and programs for its stakeholders.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Stakeholders Policy
Recommendation 14.2			
1. Board establishes clear policies and programs to provide a mechanism on the fair treatment and protection of stakeholders.	compliant	Identify policies and programs for the protection and fair treatment of company's stakeholders	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Stakeholders Policy
Recommendation 14.3			
1. Board adopts a transparent framework and process that allow stakeholders to communicate with the company and to obtain redress for the violation of their rights.	compliant	<p>Provide the contact details (i.e., name of contact person, dedicated phone number or e-mail address, etc.) which stakeholders can use to voice their concerns and/or complaints for possible violation of their rights.</p> <p>Provide information on whistleblowing policy, practices and procedures for stakeholders</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Whistle Blowing Policy • Stakeholders Policy
Supplement to Recommendation 14.3			
1. Company establishes an alternative dispute resolution system so that conflicts and differences with key stakeholders is settled in a fair and expeditious manner.	compliant	Provide information on the alternative dispute resolution system established by the company.	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Alternative Dispute Resolution Policy
Additional Recommendations to Principle 14			

<p>1. Company does not seek any exemption from the application of a law, rule or regulation especially when it refers to a corporate governance issue. If an exemption was sought, the company discloses the reason for such action, as well as presents the specific steps being taken to finally comply with the applicable law, rule or regulation.</p>	<p>compliant</p>	<p>Disclose any requests for exemption by the company and the reason for the request.</p>	<ul style="list-style-type: none"> • SEC Form 10-1 : Notice of/Application for Confirmation Exempt Transaction • Stock Dividends of listed companies are exempt transaction per SEC Rule and needs only a Confirmation Certificate from SEC. • The Company respects the law and rights of all stakeholders.
<p>2. Company respects intellectual property rights.</p>	<p>compliant</p>	<p>Provide specific instances, if any.</p>	<ul style="list-style-type: none"> • The Company respects the law and the rights of all stakeholders and intellectual property rights

Optional: Principle 14

<p>1. Company discloses its policies and practices that address customers' welfare</p>		<p>Identify policies, programs and practices that address customers' welfare or provide link/reference to a document containing the same.</p>	
<p>2. Company discloses its policies and practices that address supplier/contractor selection procedures</p>		<p>Identify policies, programs and practices that address supplier/contractor selection procedures or provide link/reference to a document containing the same.</p>	

Principle 15: A mechanism for employee participation should be developed to create a symbiotic environment, realize the company's goals and participate in its corporate governance processes.

Recommendation 15.1

<p>1. Board establishes policies, programs and procedures that encourage employees to actively participate in the realization of the company's goals and in its governance.</p>	<p>compliant</p>	<p>Provide information on or link/reference to company policies, programs and procedures that encourage employee participation.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Anti-Corruption Policy • Conflict of Interest Policy • Disclosure Policy • Honest and Fair Dealing Policy • Insider Trading Policy • Procurement Policy • Rewards or Compensation Policy • Vendors Code of Conduct Policy • Whistleblowing Policy • Monthly meeting of LMC (Labor Management Council)
Supplement to Recommendation 15.1			
<p>1. Company has a reward/compensation policy that accounts for the performance of the company beyond short-term financial measures.</p>	<p>compliant</p>	<p>Disclose if company has in place a merit-based performance incentive mechanism such as an employee stock option plan (ESOP) or any such scheme that awards and incentivizes employees, at the same time aligns their interests with those of the shareholders.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Rewards or Compensation Policy
<p>2. Company has policies and practices on health, safety and welfare of its employees.</p>	<p>compliant</p>	<p>Disclose and provide information on policies and practices on health, safety and welfare of employees. Include statistics and data, if any.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Health, Safety and Wealth Policy
<p>3. Company has policies and practices on training and development of its employees.</p>	<p>compliant</p>	<p>Disclose and provide information on policies and practices on training and development of employees. Include information on any training conducted or attended.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Succession Planning Policy

Recommendation 15.2			
1. Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program in its Code of Conduct.	compliant	Identify or provide link/reference to the company's policies, programs and practices on anti-corruption	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Anti Corruption Policy • Code of Conduct and Ethics
2. Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.	compliant	Identify how the board disseminated the policy and program to employees across the organization	<ul style="list-style-type: none"> • Through issuance of business memorandum
Supplement to Recommendation 15.2			
1. Company has clear and stringent policies and procedures on curbing and penalizing employee involvement in offering, paying and receiving bribes.	compliant	<p>Identify or provide link/reference to the company policy and procedures on penalizing employees involved in corrupt practices.</p> <p>Include any finding of violations of the company policy.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Anti Corruption Policy • Code of Conduct and Ethics
Recommendation 15.3			
1. Board establishes a suitable framework for whistleblowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation	compliant	<p>Disclose or provide link/reference to the company whistle-blowing policy and procedure for employees.</p> <p>Indicate if the framework includes procedures to protect the employees from retaliation.</p> <p>Provide contact details to report any illegal or unethical behavior.</p>	<ul style="list-style-type: none"> • Company website – www.euromedlab.net • Whistle Blowing Policy • Rosanna Marie S. Sunga Vice President • rssunga@euromedlab.net 85240091-98 loc. 170

<ul style="list-style-type: none"> Board establishes a suitable framework for whistleblowing that allows employees to have direct access to an independent member of the Board or a unit created to handle whistleblowing concerns. 	compliant		<ul style="list-style-type: none"> Company website – www.euromedlab.net Whistle Blowing Policy
2. Board supervises and ensures the enforcement of the whistleblowing framework.	compliant	Provide information on how the board supervised and ensured enforcement of the whistleblowing framework, including any incident of whistleblowing.	<ul style="list-style-type: none"> Company website – www.euromedlab.net Whistle Blowing Policy
<p>Principle 16: The company should be socially responsible in all its dealings with the communities where it operates. It should ensure that its interactions serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development.</p>			
<p>Recommendation 16.1</p>			
1. Company recognizes and places importance on the interdependence between business and society, and promotes a mutually beneficial relationship that allows the company to grow its business, while contributing to the advancement of the society where it operates.	compliant	Provide information or reference to a document containing information on the company's community involvement and environment-related programs.	<ul style="list-style-type: none"> Euro-Med continuously participates in many charity events in many different organizations Sustainability Report attached to the 2024 Annual Report
<p>Optional: Principle 16</p>			
1. Company ensures that its value chain is environmentally friendly or is consistent with promoting sustainable development		Identify or provide link/reference to policies, programs and practices to ensure that its value chain is environmentally friendly or is consistent with promoting sustainable development.	
2. Company exerts effort to interact positively with the communities in which it operates		Identify or provide link/reference to policies, programs and practices to interact positively with the communities in which it operates.	

IN WITNESS WHEREOF, this I-ACGR has been signed on this day of MAY 29 2025 at City of Manila, Philippines.

William G. Padolina
DR. WILLIAM G. PADOLINA
Chairman of the Board/Independent Director

Georgiana S. Evidente
GEORGIANA S. EVIDENTE
Director/President

Edwin D. Feist
EDWIN D. FEIST
Independent Director

Esperanza I. Cabral
ESPERANZA I. CABRAL, M.D.
Independent Director

Janice R. Ong
JANICE R. ONG
Corp. Secretary/Investment Relations Officer

Jose A. Emitterio
JOSE A. EMITERIO
Senior Vice President/Compliance Officer

Republic of the Philippines)
City of Manila) s.s.

SUBSCRIBED AND SWORN TO before me on this day of MAY 29 2025 at City of Manila, affiants exhibiting to me their respective TIN identification :

NAME	TIN NO.
William G. Padolina	115-285-571
Georgiana S. Evidente	122-065-055
Edwin D. Feist	123-505-068
Esperanza I. Cabral M.D.	109-856-007
Jose A. Emitterio	123-597-766
Janice R. Ong	109-733-261

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Book No. III :
Series of 2025.

SEC Form - I-ACGR * Updated 21Dec2017

Leo T. Jim
LEO T. JIM
Commission No. 2024-093
Valid until December 31, 2025
Notary Public for the City of Manila
Philtrust Bank Bldg., United Nations Ave.,
Cor. San Marcelino St., Brgy. 674, District V
Paco Manila
Roll No. 86254
IBP No. 492237, 01.02.2025, Pasig
MCLE Compliance No. VIII-0017724 valid until 1 14 2028
PTR No. 2047529, 01.02.2025, Manila
TIN-231-901-263