

# Board Diversity Progress Report

The Nomination and Election (NOMELEC) under the Corporate Governance Committee (CGCom) is responsible for reviewing the board composition, the profile of the candidates to the board, leveraging the diverse background of directors to include professional skills, regional and industry experience, race, gender and other distinctions.

Under the Policy, the NOMELEC reviews and assesses Board composition on behalf of the Board and recommends the appointment of new Directors.

- In reviewing Board composition, the Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to enable it to discharge its duties and responsibilities effectively.
- In identifying suitable candidates for appointment to the Board, the Committee will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board.

## Criteria

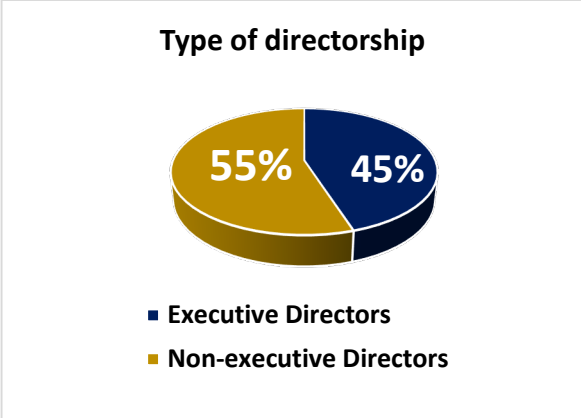
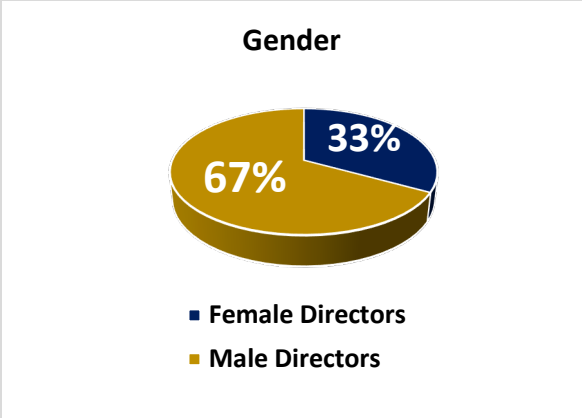
The company has set the following criteria in selecting candidates to the board:

1. Directors with extensive industry experience primarily in construction related businesses
2. Directors with differing background and professional skills/expertise such as, but not limited to business management, finance and accounting, governance, operations and risk management, among others.
3. Participation of women in the Board

In 2018, the elected board of directors met the above criteria as presented in the board composition matrix table.

## Methodology

In furtherance of Board Diversity, the Company attained by its annual meeting on May 21, 2019, and thereafter maintained, a Board composition of nine (9) directors in which 33% of them are women, or 3 female directors out of nine directors. Fifty-five percent or 5 directors are non-executives, two of whom are independent directors.



In the 2019 Annual Stockholders’ Meeting, the NOMELEC received nine (9) candidates to the election of the board of directors, whom were incumbent directors. The NOMELEC reviewed the profile of the candidates and made recommendations to the Board. No other directors were nominated.

The nine candidates possessed all qualifications and none of the disqualifications for nomination as regular and independent director under SRC Rule 38 and the Code of Corporate Governance, the Corporation’s By-Laws and Manual on Corporate Governance.

The final list of nominees for election for regular and independent directors of the Corporation, was included in the definitive information statement filed with the Securities and Exchange Commission and the Philippine Stock Exchange, and distributed to stockholders of the Corporation, regards the Corporation’s annual stockholders’ meeting held on May 15, 2018

Any search firm engaged to assist the Board or a committee of the Board in identifying candidates for appointment to the Board will be specifically directed to include diverse candidates. In December 2018, Director Victor Almeda Consunji passed away, resulting to a vacancy on the Board. The incumbent director of the Company’s subsidiary Semirara, Maria Cristina C. Gotianun, was nominated and elected to the Board during the ASM last May 21. No other candidates were nominated from any search or professional firms.

**Board Composition**

The NOMELEC will periodically assess the expertise, experience, skills and backgrounds of its directors in light of the needs of the Board, including the extent to which the current composition of the Board reflects a diverse mix of knowledge, experience, skills and backgrounds, including an appropriate number of women directors.

## Board Composition Matrix

Below is the board composition matrix, based on the profile of directors submitted to the NOMELEC Committee.

SKILLS / COMPETENCIES	2019	2018	2017	2016	2015
Financial management	33%	33%	33%	33%	33%
Industry-related experience	55%	44%	44%	44%	44%
Strategy, resource/business development	100%	100%	100%	100%	100%
Governance	44%	33%	33%	33%	33%
Operational	55%	44%	44%	44%	44%
Risk Management	88%	78%	78%	78%	78%
Business Management	100%	100%	100%	100%	100%

For 2019, the following are the professional and demographical matrix of the nine (9) directors elected to the Board on May 21, 2019.

	2019	2018	2017	2016	2015
<b>Professional / Educational</b>					
Bachelors Degree	100%	100%	100%	100%	100%
Masters Degree	78%	78%	78%	78%	78%
Engineers	33%	33%	33%	33%	33%
Architects	11%	11%	11%	11%	11%
Certified Public Accountants (CPA)	11%	11%	11%	11%	11%
Other degrees	44%	44%	44%	44%	44%
<b>Other Directorship outside DMCI Group</b>					
Corporate sector	44%	44%	44%	44%	44%
Government sector	11%	11%	11%	11%	11%
<b>Personal Demographics</b>					
Male	67%	78%	78%	78%	78%
Female	33%	22%	22%	22%	22%
Citizenship (Filipino)	100%	100%	100%	100%	100%
Citizenship Others)	-	-	-	-	-
Age 30-49	-	-	-	-	-
Age 50-64	33%	22%	33%	56%	56%
Age 65+	67%	78%	67%	44%	44%