



CARDMRI

*Transformation with a Mission:
Achieving 5-8-40 and Beyond*

CARD SME BANK, INC.

2018 ANNUAL
REPORT

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ABOUT THE COVER

As we continue to build CARD MRI up as a dynamic group of development-oriented institutions fit for the digital landscape, we must always recognize the very reason for us in undertaking this grand endeavor - our clients and members.

They are our inspiration, and their upliftment in life is our mission. We, as servants of social development, must always remind ourselves that our transformation has purpose.

Our cover aims to illustrate CARD MRI's dedication towards our digital transformation while still maintaining the essential human connection we have with our clients and stakeholder partners. The motif of the wheel symbolizes that CARD MRI is purposely designed to move forward with the aid of technology, while the inset photographs showcase not only our institutions' achievements but also meaningful moments with our clients and communities.

This is transformation with a mission.





CARD MRI is in the business of poverty eradication.

VISION

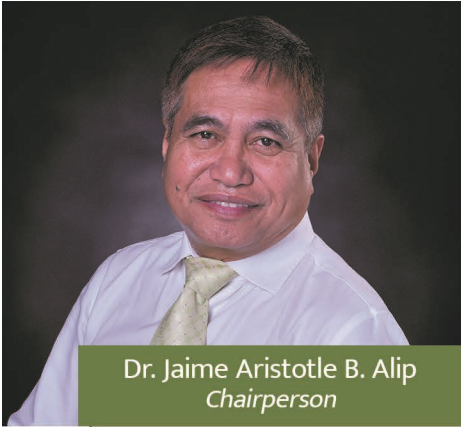
CARD SME Bank, Inc. supports CARD MRI's vision statement as a Group of Mutually Reinforcing Institutions that is dedicated to empower the poor by upholding the core values of competence, family spirit, integrity, stewardship, humility, culture of excellence, and simplicity. As one of the institutions that comprise the CARD MRI and in support of its mission, CARD SME envisions building a sustainable financial and capacity building institution owned and led by socially-and-economically challenged families by providing integrated Microfinance, Small and Medium Enterprise (MSME) and social development (credit with education, leadership with a heart, innovative community programs) services to an expanding membership base by organizing and empowering women and their families; and continue upholding the highest standards of stewardship of financial, human, and institutional resources.

MISSION

To provide banking services especially designed for landless rural workers by bringing bank services to community sites and accommodating the least financial transactions within their affordability

To provide collateralized and non-collateralized loans to non-bankable but viable microfinance and SME projects

To grow the bank's SME lending to become the pre-eminent SME Bank in the Philippines to be able to reach more SME beneficiaries



Dr. Jaime Aristotle B. Alip
Chairperson

Building Blocks for the Future

Small and medium enterprises (SMEs) are major economic drivers in the Philippines as they are vital to inclusive growth, employment, and poverty eradication. SMEs are important in establishing new industries to the countryside and providing employment opportunities to rural communities. They create platforms for innovation to develop indigenous or pioneering technologies and contemporary products.

SMEs act as the seedbed for the development of entrepreneurial skills and ingenuity. Collectively, they do more than contribute to economic growth, promote inclusion and create a more resilient Philippine economy.

Nationally, the SME sector still faces its fair share of challenges with access to finance as among the most critical factors that affect their competitiveness in the market. CARD SME BANK wants to bridge that gap by bringing together our strength - the community development programs, and the banking industry's future - technology and digitalization.

Through CARD SME BANK's collaboration with other MRIs, we are able to help our clients focus on their businesses. The community clinics, health and scholarship programs, insurance products, and many

others are established to support our clients and their families. CARD SME BANK understands that a sense of security allows our clients to explore and bring their plans to reality.

Aside from our community development programs, we are embracing technology through the Core Banking System (CBS) and data analytics. Through CBS, our processes will become faster and more efficient. There will be less barriers as we make our products and services accessible online. If we want to reach more clients in an already competitive market, speed should be by our side.

By using data analytics, we will easily and precisely determine clients who are now ready for SME banking. The digital revolution is rapidly changing the sector's dynamics and is creating new opportunities to address many of the longstanding barriers in financial services. CARD SME BANK is poised to seize these opportunities.

In 2018, CARD SME BANK have served more than 800,000 clients, transitioned 20 CARD, Inc. Units into SME unit offices, and opened three more branches. We are looking to go even further in 2019. The Filipino SMEs are the grocery store owners, the tech startups,

the busy mother running an Instagram store - they are anyone and everyone who has the initiative to start their own business. They are the ones looking to thrive, grow, and create more opportunities for their businesses. We at CARD SME BANK aim to reach them and provide services that will allow them to develop stronger enterprises.

Next year, five branches will begin their full SME operations. This is exciting as the institution turns its

portfolio around, but we know that we have our work cut out for us.

The evolving programs we have and the innovations we are embracing are our building blocks that are significant for us in reaching one million clients by 2019. Our targets will only truly matter if our clients feel the difference in the form of better service, more reliable processes, and a more pleasant customer experience.

Jaime Alip
Dr. Jaime Aristotle B. Alip





Into the Future of Smart and Inclusive Banking

Getting access to basic banking services is challenging to many because even in emerging economies, small and medium entrepreneurs still lack adequate access to financing services. This barrier hinders them from thriving and scaling up.

At CARD SME BANK, we continuously look for ways to integrate innovations into our organizational values to provide more equitable and sustainable growth to our clients. Our institution has put forward a goal to reach one million clients by 2019.

To achieve this goal, we have begun exploring digital opportunities while still ensuring that we do not lose our culture that serves as our anchor.

Ready to reach more

CARD SME BANK's commitment to champion our clients led us to our achievements during the past year. In 2018, we have served 811,080 clients with more than PhP13.5 billion of loans disbursed. A total of 20 units were transitioned to CARD SME BANK from CARD, Inc. These included 33,598 clients and 96 staff. Three additional branches were opened in Rosario, Batangas; Cagayan De Oro City; and Panabo, Davao

del Norte. Aside from these, we also opened a Branch Lite Unit in Talisay, Batangas. We had an SME Pilot implementation in Sta. Rosa and San Pedro branches. These led to our portfolio growth of 45% from July to October 2018 with 120 loan accounts, which totalled to a disbursement of PhP32.9 million

Savings Banks Foundation for International Cooperation (SBFIC) Germany seconded three of their officers who focused on the operations and capacity building aspects of the bank. Our partnership led to a pilot test of full SME operations in one branch. Because of the success of its initial run, five branches will start their full SME operations next year. These are the Sto. Tomas and Lipa branches in Batangas, and Calamba, Sta. Rosa, and San Pedro branches in Laguna.

Our efforts to improve our processes and introduce better programs to our clients did not go unnoticed. We were recognized as the 2018 Outstanding Thrift Bank - National Winner by the Land Bank of the Philippines (LBP). This recognition invigorates us to deliver better services to our clients and their families.

These achievements would not have been possible

without the shared effort of our staff. We ensure that everyone is valued and included in the organization's processes. We want them to have the leverage in this competitive banking landscape through learning and further exposure. This year, 27 Area and Bank Managers attended the pilot run of Area Manager Competency Training. Meanwhile, five Bank Officers attended a study tour on Risk Management on September 1 to 5, 2018 in SBFIC, Germany.

More ways, less barriers

Technology is a powerful ripple that can drive waves of positive changes in CARD SME BANK. For 2019, we will be implementing the Core Banking System (CBS). Initial activities were done in 2018 to fully prepare our institution before we go live on third quarter of 2019. Through CBS, branches can access online services, giving our clients more access to our products and services.

In line with this, we will also pilot test our mobile collection. Aside from efficiency, this will help expand outreach through technology. It can help us speed up the recruitment process and marketing of our products.

We are also planning to explore online loan application facility. This is still in its conception phase but this is something that excites us! Right now, we have our own social media account which allows our clients to engage with us online. We also utilize this platform to promote our products and other marketing strategies.

In today's banking landscape, speed, accuracy of service and ease of client recruitment are a bank's edge over the other. In 2019, we want to turn our portfolio around. This is a big challenge for us as 70%

of our clients are still in the microfinance stream. How can CARD SME BANK compete with others? Through data analytics. Big data is important for us to take our processes forward. We always ask ourselves, "Among the number of clients that we have, how many are already qualified for SME?" These can take a while but through data analytics – the data points - we can quickly see who are qualified to move up.

With Unified Collaboration, an internal centralized system of communication developed by CARD MRI Information Technology (CMIT), we can now do online conference calls and presentations. This hastens the disbursement process as presentations to our credit committee can now be done online. Aside from approval of loans, meetings are now more efficient and participatory.

Putting people first

By 2020, CARD SME BANK aims to reach 1.2 million clients. But we cannot just rely on technology alone to hit our targets. We are anchored to what we do best – putting people first through our community development work and collaborating with the rest of CARD MRI.

CARD MRI is known for its person-centered approach. It is our credo. While we embrace digitalization, we remain committed to keep our personal approach. We use our social media page to immediately address concerns and welcome suggestions from our clients. We have constant conversations with our clients through our meetings. We still have Credit with Education sessions with more topics to educate our clients and raise their awareness as well.



Lucila P. Datuin
Client

Weaving her Way

Lucila Datuin from Bantay, Ilocos Sur is CARD SME BANK's Pagkilala sa Mga Likha ni Inay Gawad Maunlad Awardee. What started as a small business pursuit turned into a sustainable enterprise that promotes her town's heritage and generates local employment in her community.

It started with a painful twist of fate. Lucila was working in a restaurant in Manila when her husband fell ill and eventually passed away. Her siblings told her to come home and start over. In Ilocos Sur, she explored different income generating activities to support her child. She peddled fish balls, vegetables, fish, and meat to get by.

One day, she saw an Abel Iloco fabric and asked whether it can be made into a bag. Lucila started sewing and turned the fabric into several bags. She went to Vigan and saw a souvenir shop where she asked the owner to display the bags she created. When she came back, the owner informed her that her bags were all sold and brought to Cagayan. Brimming with joy because of the good news, she became driven to sew and create more bags.

When she heard about CARD, she did not hesitate to become a member of the Bank. She used her first loan to buy a heavy-duty sewing machine. For her second loan, she bought additional materials to improve her products. What started with PHP4,000 grew to more machines and, eventually, more employees.

Today, her business is stable and doing well. But she is not a stranger to challenges as some of her former workers started their own shops, creating more competition in the area. However, like the versatile entrepreneur that she has always been, Lucila diversified her business by adding T-shirt printing and tie-dye to her existing products. For

Lucila, CARD SME BANK has been a reliable business partner, providing her the capital she needs and allowing her to succeed in a competitive field.



Accomplishments

811,080

Clients Served



786,893

Clients and Savers



500,999

Active Clients With Loan



PhP5,045,057,512

Loan Outstanding



PhP3,924,621,841

Savings



99.12 %

Repayment Rate



122.61 %

Operating Self-Sufficiency



121.72 %

Financial Self-Sufficiency



2,530

Staff



1

Head Office



28

Branches



508

Unit Offices and BLUs



BANK'S BRAND

Our Company

We are the premiere financial institution in South Luzon with the credibility, integrity, and capital (human/financial) to assist the countryside SME in the expansion of their existing businesses.

Our Promise

Our brand promise is to build honest, long-term, and mutually-enriching relationships with our customers by being active partners in their business growth and self-development.



Our Logo

Our logo is circular due primarily to the tradition of using the shape as the main theme of CARD MRI member logos. The circle, however, also represents Eternity - for our long-term vision of eradicating poverty through principled yet sustainable business practices, and innovation - for our ability to provide business-viable products and services to a market other financial institutions deem as high-risk and low-ROI.

The central image is a silhouette of people, joined together to appear like rich foliage. First, this depicts agriculture, a generally accepted theme representative of rural-based SMEs in South Luzon. Second, it represents the life-long and mutually-enriching partnerships between the bank and its clients. Lastly, the image highlights the very backbone of our group CARD MRI, which is the synergy between individuals and groups that make long-term economic growth through the alleviation of lower-income sectors of society, a reality.

Our logo's central image is wrapped around by an iconic letter C, signifying the first letter of CARD. The wrap-around concept also indicates how CARD MRI is the prime-mover behind the central image's representation of the SMEs, longterm partnerships, and community-based synergy towards poverty alleviation.

Our Tagline

"Kaakbay sa Pag-unlad" communicates our dedication and passion for partnerships that aim to boost our clients' entrepreneurial mindset by assisting in the growth of their enterprises.

Financial Highlights, Capital Structures, and Capital Adequacy

Minimum Required Data	Current Year	Previous Year
Profitability		
Total Net Interest Income	1,922,586,467	1,400,273,666
Total Non-Interest Income	13,648,423	7,173,137
Total Non-Interest Expenses	1,357,483,054	964,682,926
Pre-provision profit		
Allowance for Credit Losses	135,942,625	130,205,306
Net Income	399,316,408	308,276,194
Selected Balance Sheet Data		
Liquid Assets	1,270,420,836	679,942,318
Gross Loans	5,148,635,076	4,057,932,876
Total Assets	6,834,046,308	5,069,214,600
Total Deposit	3,924,621,841	2,903,218,999
Total Equity	1,287,587,304	875,145,636
Selected Ratios		
Return on Equity	34.37%	33.29%
Return on Asset	6.55%	6.85%
Others		
Cash Dividend Declared	148,124,769	220,000,000
Head Count		
Officer	189	74
Staff	2,341	1,827

Capital Structure and Capital Adequacy	
Tier 1 Capital	
Paid up common stock	752,777,500.00
Retained earnings	55,072,293.78
Undivided profits	373,719,428.10
Total Core Tier 1 Capital	1,181,569,221.88
Tier 2 Capital	
General loan loss provision	51,336,474.38
Total Core Tier 2 Capital	51,336,474.38
Gross Qualifying Capital	1,232,905,696.26
Deductions from Tier 1 and Tier 2 capital;	(18,364,365.02)
TOTAL QUALIFYING CAPITAL	1,214,541,331.24
Capital Requirements for credit risk;	5,132,297,663.43
Capital Requirements for market risk;	-
Capital Requirements for operational risk	1,545,860,650.76
Total and Tier 1 Capital Adequacy Ratio	18.19%

Overall Risk Management Culture and Philosophy

RISK MANAGEMENT ADMINISTRATION

Risk management process is incorporated in the bank management system and all levels of operations/units involved. The respective unit head/supervisors are risk owners and are responsible in identifying risk at their levels thru regular monitoring. Risks are better managed if measured consistently, accurately and to the full extent possible. Developing risk-return consciousness is done to preserve capital and ensure adequate return on capital.

DEFINITIONS OF RISK

1. Risk is the possibility of loss. In all its transactions, a bank faces risks- deposits, loans, trading, systems and people. Risk is the common denominator.
2. Risk is the uncertainty of whether events expected or otherwise will have an adverse impact on the bank's capital.
3. A good risk management system maps the types of risk and includes concrete steps for controlling it.

OBJECTIVES OF RISK MANAGEMENT

1. Risk management aims to give and to create value to stockholders' investment in a bank.
2. Risk management is not only aimed to avoid financial losses to the bank. It is associated with the downside threats and potential losses but there is also a proactive side to it - to optimize earnings potential. Banks not only want to mitigate risks. They are also looking for business opportunities that will give a higher return from their operations.
3. Risk management aims to create an internal environment wherein everyone has the awareness in assessing risks for institutional gain in every transaction.

CARD SME BANK RISK APPETITE STATEMENT

The RAS shall refer to the articulation in written form of the individual and aggregate level and types of risk that a bank is willing to accept or to avoid in order to achieve its business objectives and considering its capability to manage risk. It includes qualitative statements as well as quantitative measures expressed relative to earnings, capital, risk measures, liquidity and other relevant measures as appropriate.

a. Credit Risk - Significant risk area of CARD SME BANK

1. Single borrowers limit - CARD SME internally set limit is 23% of the bank net worth or Php100M whichever is higher, maximum of 25% of the bank net worth based on Manual of Regulations for Banks (MORB)
2. Total Loan Portfolio to Total Asset - at least 70%
3. Credit exposure to DOSRI (Directors, Officers, Stockholders, and Related Interests): maximum of 5% of Total Loan Portfolio. BSP Limit is 15% of Total Loan Portfolio
4. Exposure limit to each industry or economic sector: not more than 25% of Total Loan Portfolio, maximum of 30% of TLP

b. Liquidity Risk

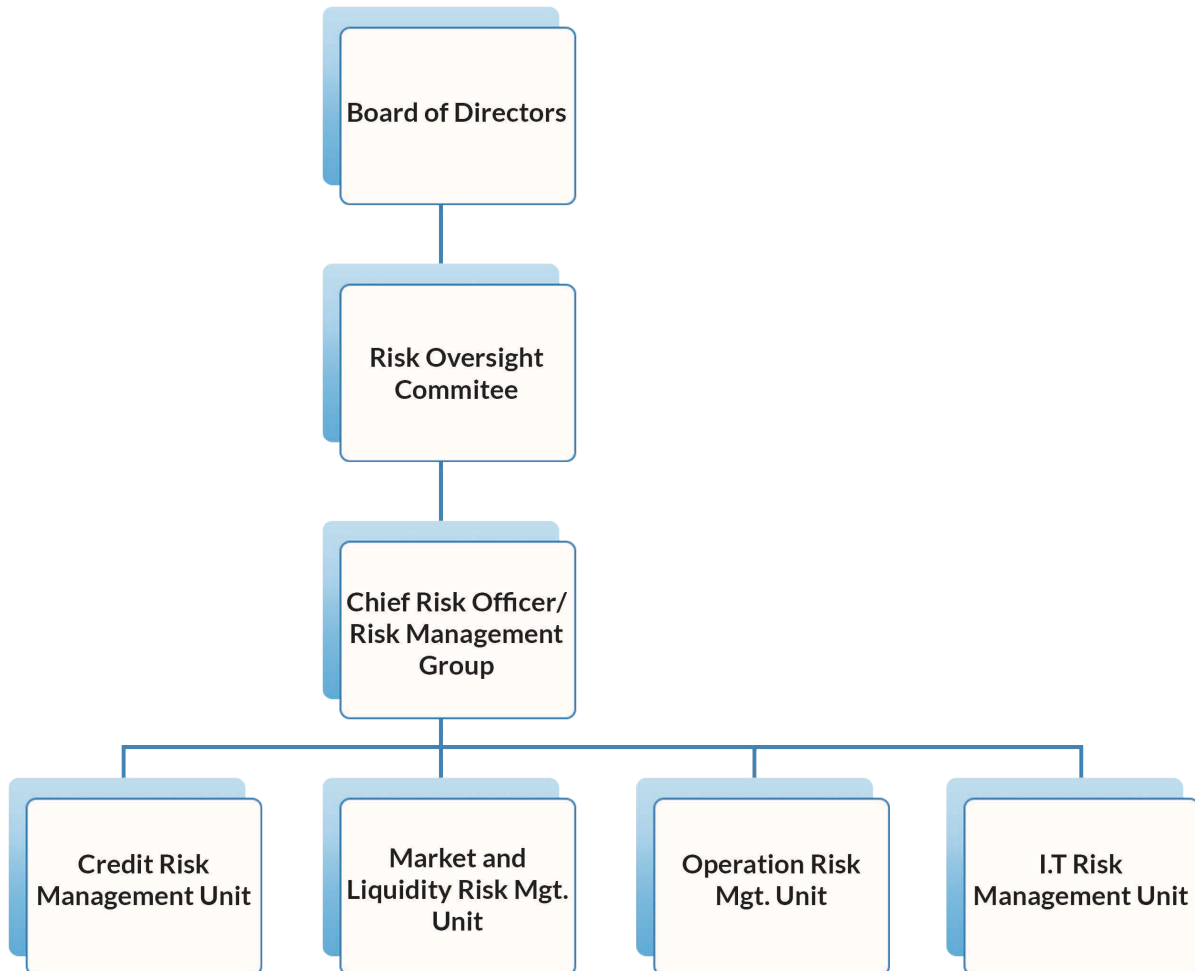
1. Liquidity Ratio - minimum of 22%
2. Net Stable Funding Ratio - 105%

c. Capital and Earning Risk

1. Capital Adequacy Ratio (CAR) - 2% above the current industry ratio.
2. Return on Equity - minimum 15%
3. Administrative Cost Ratio - maximum of 50%

RISK GOVERNANCE STRUCTURE AND RISK MANAGEMENT PROCESS

RISK MANAGEMENT STRUCTURE



Board and Senior Management Oversight – The Board of Directors (BOD) is responsible for:

- a. Approving strategies and policies;
- b. Understanding the risks;
- c. Ensuring that senior management takes steps necessary to identify, measure, monitor and control the risks;
- d. Approving organization structure; and,
- e. Ensuring that senior management is monitoring the continued effectiveness of the internal control system

RISK OVERSIGHT COMMITTEE

CARD SME BANK had a founding vision of building a sustainable financial and capacity building institution by providing integrated Microfinance, Small and Medium Enterprise (MSME) and social development (credit with education, leadership with a heart, innovative community programs) services.

In line with this vision is the Board of Directors and management concern on “risk management”. The creation and approval of Risk Oversight Committee, other than compliance to Circular No. 456, as amended by Circular 749 and Circular 969 is also a vital move by CARD SME BANK Board of Directors because a bank’s success is largely dependent on the ability of its directors and officers in managing risks.

The Risk Oversight Committee is composed of three (3) members of the Board of Directors, two (2) are independent directors with details as follows;

1. Ms. Gloria R. Estrellado – Chairman of the Committee

She is currently an independent director of the Bank. From 2010-2014, she was elected as CARD SME BANK Independent Director. She is an existing CARD Bank member, and currently serves as Barangay Agrarian Reform Council Chairperson. She also worked before at the Department of Agrarian Reform in Provincial and City Office. She underwent several trainings in Risk Management and Governance, Entrepreneurship and Leadership course.

2. Ms. Mary Jane A. Perreras – Vice Chairperson

She is the Senior Management Adviser and former President and CEO of CARD SME BANK. She has more than 30 years of banking experience and work with two (2) large universal banks.

3. Atty. Wilfredo Domo-ong

He has been an independent Director of CARD SME BANK Inc. since 2011. He had spent most of his career in Bangko Sentral ng Pilipinas (BSP) as Examiner up to Directorship. He finished his Law degree at MLQU.

Duties and responsibilities of the Risk Oversight Committee

The ROC advises the Board of Directors on the Bank’s overall current and future risk appetite, oversees senior management’s adherence to the risk appetite statement, and reports on the state of risk culture of the bank. The ROC shall:

a. Oversee the risk management framework. The committee shall oversee the Bank’s risk management/governance framework and ensure that there is periodic review of the effectiveness of the risk management systems, programs and recovery plans. It shall ensure that corrective actions are promptly implemented to address risk management concerns.

b. Oversee adherence to risk appetite. The committee shall ensure that the current and emerging risk exposures are consistent with the Bank’s strategic direction and overall risk appetite. It shall assess the overall status of adherence to structure, policies, and procedures relating to risk management and control, and performance of management, among others.

c. Oversee the risk management function and the bank’s Risk Management Group. The committee shall be responsible for the appointment, selection, remuneration, and dismissal of the Chief Risk Officer (CRO). It shall also ensure that the risk management function has adequate resources and effectively oversees the risk-taking activities of the Bank.

The Committee is provided with adequate resources and has the authority to procure services of independent technical experts, local and foreign, in carrying out its mandate. The Committee shall report the proposed risk management framework, risk appetite statement with its current risk profiles, together with all information, its respective updates or amendments, solutions to risk exposures and actual losses, as well as actions taken by the Committee thereon, to the Board for notation, and if required, for approval.

The Senior Risk Officer (SRO) is responsible in overseeing the risk management function and shall support the Board of Directors in the development of the risk appetite and RAS of the BSFI and for translating the risk appetite into a risk limits structure. The SRO shall likewise propose enhancements to risk management policies, processes, and systems to ensure that the BSFI's risk management capabilities are sufficiently robust and effective to fully support strategic objectives and risk-taking activities.

AML GOVERNANCE AND CULTURE

In view of the Bangko Sentral ng Pilipinas (BSP), Anti-Money Laundering Rules and Regulations, a comprehensive and risk-based Money Laundering and Terrorist Financing Prevention Program (MLPP) was adopted to promote high ethical and professional standards to ensure that CARD SME BANK is not being used for money laundering and terrorist financing activities. This Money Laundering and Terrorist Financing Program is also adopted to support government, law enforcement agencies and international bodies such as the Financial Action Task Force in their efforts to combat the use of the financial system for the laundering of the proceeds crime and terrorism.

In order to ensure that risks associated with money-laundering such as counterparty, reputational, operational, and compliance risks are identified, assessed, monitored and mitigated, the following were adopted.

Board and Senior Management Oversight – CARD SME BANK Board of Directors has the ultimate duties and responsibilities to ensure full compliance with money

laundering and terrorist financing prevention program. As such, the Board through the Compliance Office and Internal Audit regularly updates on the matters related to Anti-Money Laundering and terrorist financing compliance and risk management.

Compliance Office – Compliance is the main responsibility of the management of the implementation of this Money Laundering and Terrorist Financing Prevention Program (MLPP) of the Bank including its subsidiaries and affiliates. This includes achieving the Bank's goals through planning, organizing, leading and controlling. Compliance office is independent and has direct access/reporting lines to board of directors. The compliance office conducts regular compliance checking covering the evaluation of AMLA process, policies and procedures in the customer identification and acceptance, reporting of Covered and Suspicious Transactions, and monitoring systems and record retentions. Senior management and Board of Directors are consistently informed on the non-compliance of the branch to money laundering and terrorist prevention programs including management action to address deficiencies. A regular compliance orientation, where updated AMLA regulations are discussed is conducted to all branch officers and staff.

Senior Management – In order to ensure consistent and full compliance with Money Laundering and Terrorist Financing Prevention Program, the Regional Head is also designated as the liaison officer of the compliance office in their respective branches. Regional Head is responsible in ensuring that all AML polices, laws and regulations are being implemented in the branch and all matters needing assistance are reported to the AML Compliance Officer in Head Office.



Corporate Governance

CORPORATE GOVERNANCE STRUCTURE AND PRACTICES

The Board of Directors and management, employees and shareholders, believe that corporate governance is a necessary component of what constitutes sound strategic business management and undertake every effort necessary to create awareness within the organization.

Observance of the principles of good corporate governance shall start with the Board of Directors. It shall be the Board's responsibility to foster the long-term success of the Bank and assure its sustained competitiveness in a manner consistent with its fiduciary responsibility, which it shall exercise in the best interest of the Bank, its shareholders and other stakeholders. The Board shall conduct itself with utmost honesty and integrity in the discharge of its duties, functions and responsibilities.

CHAIRPERSON OF THE BOARD OF DIRECTORS

The Chairperson of the Board of Directors provides leadership in the Board of Directors. He ensures effective functioning of the board of directors, including maintaining a relationship of trust with clients of the Board of Directors. Moreover, he shall:

- ensure that the meeting agenda focus on strategic matters including discussion on risk appetites, and key governance concerns;
- ensure a sound decision making process;
- encourage and promote critical discussion;
- ensure that dissenting views can be expressed and discussed within the decision-making process; ensure that clients of the Board of Directors receive accurate, timely, and relevant information;
- ensure the conduct of proper orientation for first time directors and provide training opportunities for all directors; and
- ensure conduct of performance evaluation of the Board of Directors at least once a year.

BOARD OF DIRECTORS

A director's office is a position of trust and confidence. He/She shall act in a manner characterized by transparency, accountability and fairness. Directors are primarily responsible for approving and overseeing the implementation of the Bank's strategic objectives, risk strategy, corporate governance and corporate values. They are also responsible in overseeing the performance of senior management in so far as managing the day-to-day affairs of the Bank.

The Board shall approve policies on all major business activities such as investments, loans, assets and liability management, trust, business plan and budget. Moreover, defining Bank's level of risk tolerance and mechanism to monitor in such business activities shall form part of its responsibilities.

The Board shall be responsible in defining the Bank's level of risk tolerance and the oversight of the implementation of policies and procedures relating to the management of risk throughout the Bank, which include:

- Comprehensive risk management approach;
- Detailed structure of limits, guidelines and other parameters used to govern risk-taking;
- Clear delineation of lines of responsibilities for managing risks;
- Adequate system for measuring risk; and
- Effective internal control and risk-reporting process.



There are eleven (11) board of directors elected dated May 12, 2018, four (4) of whom are independent directors.

Name of Director	Type of Directorship	Number of years served as Director	Percentage of Shares
Dr. Jaime Aristotle B. Alip	Non-Executive	12 Years	3.36%
Ms. Flordeliza L. Sarmiento	Non-Executive	12 years	4.50%
Ms. Mary Jane A. Perreras	Non-Executive	9 years	1.04%
Ms. Milagros C. Rojas	Non-Executive	12 years	0.30%
Ms. Elma B. Valenzuela	Non-Executive	1 Year and 7 Months	4.50%
Ms. Maria Elena M. Ruiz	Non-Executive	8 Years	0.00%
Mr. Aristeo A. Dequito	Executive	3 Years	0.74%
Dr. Gilberto M. Llanto	Independent	8 Years	0.00%
Atty. Wilfredo B. Domo-ong	Independent	8 Years	0.00%
Ms. Marlene B. Algire	Independent	2 Years and 7 Months	0.00%
Ms. Gloria R. Estrellado	Independent	10 Months	0.00%

Name of Director	Attended	Percentage
Dr. Jaime Aristotle B. Alip	12	100%
Ms. Flordeliza L. Sarmiento	12	100%
Ms. Mary Jane A. Pererras	11	92%
Ms. Milagros C. Rojas	12	100%
Ms. Elma B. Valenzuela	12	100%
Ms. Maria Elena M. Ruiz	11	92%
Mr. Aristeo A. Dequito	12	100%
Dr. Gilberto M. Llanto	10	83%
Atty. Wilfredo B. Domo-ong	11	92%
Ms. Marlene B. Algire	12	100%
Ms. Gloria R. Estrellado*	10	100%
Total Number of Meetings for the Year	12	

*Elected March 2018

Name of Director	Age	Nationality	Qualification
<p>Dr. Jaime Aristotle B. Alip Chairperson</p>	61	Filipino	<p>Dr. Alip is the founder of the Center for Agriculture and Rural Development Mutually Reinforcing Institutions or CARD MRI. He is a graduate of Bachelor of Science in Agriculture and earned his Master of Science in Professional Studies from the University of Philippines, Los Baños Campus. He finished his Doctorate in Organizational Development from Southeast Asia Interdisciplinary Development Institute and Owner/President Management Program from Harvard Business School. As a rural development practitioner and a banker, he worked with many different organizations both local and international.</p> <p>Currently, Dr. Alip sits on several board: SAMIC, University of New Hampshire - Social Sector Franchise Initiative, and CARD Pioneer Microinsurance, Inc. as Board Adviser; Population and Community Development Association (PDA), Bangkok, Thailand as Senior Adviser; Center for Agriculture and Rural Development (CARD), Inc. and RIMANSI Organization for Asia and Pacific as Chairman Emeritus; CARD Bank, Inc. and CARD-MRI Development Institute as Chairman; International Cooperative and Mutual Insurance Federation (ICMIF) as Board of Director/ Chairman of the Development Committee; Microventures Foundation and CARD-BDS Foundation Inc. as Trustee.</p>
<p>Ms. Flordeliza L. Sarmiento Vice Chairperson for Administration</p>	56	Filipino	<p>Ms. Sarmiento is currently the Managing Director of CARD MRI. She is also the Chairman and previously the President and CEO of CARD MRI Rizal Bank, Inc., Vice Chairperson for Administration of CARD Bank Inc., President of CARD-MRI Development Institute and CARD, Inc. She completed her Bachelor of Science in Agriculture at Gregorio Araneta University Foundation, Master in Business Administration in Trinity College of Quezon City, Executive MBA in Asian Institute of Management, and Advance Management Program at Harvard Business School.</p>
<p>Ms. Mary Jane Perreras Vice Chairperson for External Affairs</p>	62	Filipino	<p>Ms. Perreras was formerly the President and CEO of CARD SME Bank. Prior to joining CARD SME Bank, she handled the CARD MRI Fund Resources Management Unit, worked at the Bank of the Philippine Islands as Head of Reserves and Liquidity Management and Securities Dealership Unit, and in City Trust Banking Corporation handling various positions in the Investment, Treasury, and Liquidity Management Unit. She finished her Bachelor of Science in Medical Technology at University of Sto. Tomas and Executive MBA at Asian Institute of Management.</p>

Name of Director	Age	Nationality	Qualification
Mr. Aristeo A. Dequito President and Chief Executive Officer	51	Filipino	Mr. Dequito is a microfinance practitioner since 1988. He handled the operations of CARD, Inc. for nine years. Prior to joining CARD SME Bank, he worked with CARD Bank and CARD-Business Development Service Foundation Inc. for eight and 10 years, respectively. He earned his degree Bachelor of Science in Business Administration, Major in Accountancy at San Pablo Colleges in 1987. He finished his Master in Entrepreneurship at the Asian Institute of Management in 2008 and Advance Management Program in Harvard Business School in 2014.
Dr. Gilberto M. Llanto Independent Director	68	Filipino	Dr. Llanto is the former President of the Philippine Institute for Development Studies and currently an Independent Director of CARD Bank, Inc. He finished his Bachelor of Arts in Philosophy at St. Francis Seminary, Master of Arts in Economics and Doctorate in Economics at the University of Philippines.
Atty. Wilfredo B. Domo-ong Independent Director	78	Filipino	Atty. Domo-ong has worked with Bangko Sentral ng Pilipinas for almost 30 years. He was formerly an Examiner, Associate Director and later became Director of the Bangko Sentral ng Pilipinas Supervision and Examination Section II. He finished his Bachelor of Science in Commerce and Bachelor of Laws at Manuel L. Quezon University. Atty. Domo-ong sits as Director of 1st Valley Bank and Rizal Microfinance Bank.
Ms. Gloria R. Estrellado Independent Director	65	Filipino	Ms. Estrellado was a former Board of Director of the Bank, a former Barangay Councilor, and an active member of many civic organizations in their community. Currently, she is an appointive President of Barangay Agrarian Reform Council (BARC) of their barangay. From 1970 to 1996, she worked in various organizations as Purchaser, Cashier and Quality Control Personnel. She earned her High School diploma at San Pablo Colleges, San Pablo City, Laguna.

Name of Director	Age	Nationality	Qualification
Ms. Marlene B. Algire Independent Director	44	Filipino	Ms. Algire represents the client of the Bank. She owns and managed Queen Zone Internet Shop. She formerly worked with Universal Robina Corporation and Prima Lingerie, Inc. as Production QC Sampler and Line Mover, respectively. She earned units in Liberal Arts Commerce major in Management and Communication at Manuel S. Enverga University.
Ms. Milagros C. Rojas Director/Corporate Treasurer	50	Filipino	Ms. Rojas was formerly the General Manager and a Board of Director of Rural Bank of Sto. Tomas prior to the acquisition of CARD MRI. She finished her Bachelor of Science in Commerce major in Entrepreneurship from Assumption College.
Ms. Elma B. Valenzuela Director	53	Filipino	Ms. Valenzuela is currently the Director, President and CEO of CARD MRI Rizal Bank, Inc. Prior to joining CARD MRI Rizal Bank, Inc., she is the President/Executive Director of CARD, Inc. She is a seasoned rural development practitioner. Ms. Valenzuela completed her Bachelor of Science in Agriculture from Gregorio Araneta University Foundation, Master in Business Administration from Trinity College of Quezon City, Executive MBA from Asian Institute of Management, and Advance Management Program at Harvard Business School.
Ms. Maria Elena M. Ruiz Director	68	Filipino	Ms. Ruiz worked with HSBC for 26 years and currently a Board of Trustee of CARD, Inc. She earned a degree in Bachelor of Science in Commerce from College of the Holy Spirit.

QUALIFICATIONS OF THE BOARD OF DIRECTORS

Directors

The members of the Board of Directors must be at least twenty-five (25) years of age at the time of his/her election or appointment. They must be a college graduate or have at least five (5) years of experience in related business. The Board should have at least attended a special seminar on corporate governance for Board of Directors conducted or accredited by the BSP. They must be fit and proper for the position of a director of the Bank considering their integrity, probity, physical and mental fitness, competence, relevant education/financial literacy/training, diligence and knowledge/experience.

Independent Directors

The independent directors must not be and have not been an officer or employee of the Bank, its subsidiaries or affiliates or related interest three years prior to the date of the Board's election. They are not a director or officer of the related companies of the institution's majority stockholders.

They must not be stockholders with shares of stock sufficient to elect one seat in the board of directors of the institution, or any of its related companies or of its majority corporate stockholders. They should not have a relative within the fourth degree of consanguinity or affinity, legitimate or common-law of any director, officer or a stockholder holding a shares of stock sufficient to elect one seat in the board of the Bank or any of its related companies. They should not be acting as a nominee or representative of any director or substantial shareholder of the Bank, any of its related companies or any of its substantial shareholders.

They must not be retained as professional adviser, consultant, agent or counsel of the institution, any of its related companies or any of its substantial shareholders, either in his personal capacity or through his firm. The independent director is also independent of management and free from any business or other relationship, and has not engaged and does not engage in any transaction with the institution or with any of its related companies

or with other persons or through firm of which, he is a partner or a company of which he is a director or substantial shareholder, other than transaction which are conducted at arm's length and could not materially interfere with or influence the exercise of his judgment. An independent director may only serve as such for a maximum of cumulative term of nine (9) years. After which, the independent director shall be perpetually barred from serving as independent director of the Bank but may continue to serve as regular director.

Board Selection Process

1. The Selection Committee is informed thru the Governance Committee of the need to conduct selection/nomination at least one year before the position will be vacated or replaced.
2. Nomination will be forwarded to the HR personnel who will then forward to the Selection Committee.
3. Personal interview will be conducted by the Selection Committee at the place where the nominees are residing. The Selection Committee shall consist of two (2) Board of Directors and an HR.
4. Selection Committee prepares reports and conduct deliberation based on the selection criteria as to who shall be the shortlisted nominees.
5. Result of the deliberation shall be submitted to the Governance Committee for review and approval for further endorsement to the board.
6. The finalist/top selected nominees are endorsed to the Governance Committee for further endorsement to the Board.
7. Once confirmed by the Board, submission of the profile/bio-data to the BSP is done.
8. Elected Board of Director is also required to attend the Corporate Governance and Risk Management Seminar.

BOARD COMMITTEES

Audit Committee

Name of Director	Attendance	%
Dr. Gilberto M. Llanto	10	83 %
Dr. Jaime Aristotle B. Alip	12	100 %
Ms. Marlene B. Algire	12	100 %
Total Number of Meetings for the year	12	

1. Provides oversight of the institution's financial reporting and control and internal and external audit functions;
2. Shall be responsible for the setting up of the internal audit department and for the appointment of the internal auditor as well as the independent external auditor who shall both report directly to the audit committee. In case of appointment or dismissal of external auditors, it is encouraged that the decision be made by independent and non-executive audit committee members;
3. Shall review and approve the audit scope and frequency and shall receive key audit reports and ensure that the senior management is taking necessary corrective actions in a timely manner to address weaknesses, non-compliance with policies, laws and regulations identified by auditors;
4. Shall have explicit authority to investigate any matter within its terms of reference, full access to and cooperation by management and full discretion to invite any director or executive officer to attend its meetings, and with adequate resources to enable it to effectively discharge its functions;
5. Ensures that a review of the effectiveness of the institution's internal controls, including financial, operational and compliance controls, and risk management is conducted at least annually; and,
6. Establishes and maintains mechanisms by which officers and staff may, in confidence, raise concerns about possible improprieties or malpractices in matters of financial reporting, internal control, auditing or other issues to persons or entities that have the power to take corrective action; and ensures that arrangements are in place for the independent investigation, appropriate follow-up action, and subsequent resolution of complaints.

Governance Committee

Name of Director	Attendance	%
Ms. Marlene B. Algire	12	100 %
Ms. Flordeliza L. Sarmiento	12	100 %
Atty. Wilfredo B. Domo-ong	11	92 %
Total Number of Meetings for the year	12	

1. Ensures board effectiveness and due observance of corporate governance principles and guidelines;
2. Reviews and evaluates the qualifications of all nominees to the Board as well as those for other positions requiring appointment by the board of directors;
3. Oversees the periodic performance evaluation of the Board and its committees and executive management and conducts an annual self-evaluation of its performance;
4. Decides whether or not a director is able to and has been adequately carrying out his duties as director bearing in mind his contribution and performance (e.g. competence, candor, attendance, preparedness and participation). Internal guidelines shall be adopted that address the competing time commitments when directors serve on multiple boards;
5. Makes recommendations to the Board regarding the continuing education of directors, assignment to board committees, succession plan for the board and senior officers, and their remuneration commensurate with corporate and individual performance;
6. Decides the manner by which the Board's performance may be evaluated and proposes an objective performance criteria for approval by the Board. Such performance indicators shall show how the Board has enhanced long-term shareholders' value; and
7. Provides guidance to management in strategic issues and ensures that the management oversees the implementation of the strategic plan.

Risk Oversight Committee

Name of Director	Attendance	%
Ms. Gloria R. Estrellado*	10	100 %
Ms. Mary Jane A. Perreras	11	92 %
Atty. Wilfredo B. Domo-ong	11	92 %
Total Number of Meetings for the year	12	

* Elected March 2018

The ROC shall advise the Board of Directors on the Bank's overall current and future risk appetite, oversee senior management's adherence to the risk appetite statement, and report on the state of risk culture of the Bank.

a. Oversees the risk management framework. The committee shall oversee the Bank's risk management/governance framework and ensure that there is periodic review of the effectiveness of the risk management systems, programs and recovery plans. It shall ensure that corrective actions are promptly implemented to address risk management concerns;

b. Ensures that the current and emerging risk exposures are consistent with the Bank's strategic direction and overall risk appetite. It shall assess the overall status of adherence to structure, policies, and procedures relating to risk management and control, and performance of management, among others;

c. Responsible for the appointment, selection, remuneration, and dismissal of the Chief Risk Officer (CRO). It shall also ensure that the risk management function has adequate resources and effectively oversees the risk-taking activities of the Bank; and,

d. The Committee shall be provided with adequate resources and shall have the authority to procure the services of independent technical experts, locally and foreign, in carrying out its mandate.

Compliance Committee

Name of Director/Committee Member	Attendance	%
Atty. Wilfredo B. Domo-ong	12	100 %
Ms. Mary Jane A. Perreras	10	83 %
Mr. Benito R. Pagaspas	11	92 %
Ms. Cynthia B. Baldeo	12	100 %
Mr. Benedict A. Ame	12	100 %
Ms. Ma. Charissa M. Adorna	10	83 %
Total Number of Meetings for the year	12	

1. Ensures that compliance program is defined for the Bank;
2. Ensures implementation of the compliance program and oversees implementation of the Money Laundering and Terrorist Financing Prevention Program;
3. Ensures that compliance issues are resolved and acted upon; and
4. Ensures that duties and responsibilities stated in the subsec x141.3 of the MORB: Powers/responsibilities and duties of Director are done.

Related Party Committee

Name of Director/Committee Member	Attendance	%
Atty. Wilfredo B. Domo-ong	11	92 %
Dr. Gilberto M. Llanto	10	83 %
Ms. Mary Jane A. Perreras	11	92 %
Ms. Gloria R. Estrellado	10	100 %
Total Number of Meetings for the year	12	

1. Evaluates annually existing relations between and among businesses and counterparties to ensure that all related parties are continuously identified, related party transactions are monitored and including subsequent changes in relationship with counterparty.

2. Evaluates all material related party transactions based on the approved threshold to ensure that the terms are no less favorable than the terms generally available to non-related party under the same circumstances and that no resources of the Bank are misappropriated or misapplied. Evaluation shall also determine any potential reputational risk issues that may arise with the transaction. In evaluating transaction, the following shall be considered:

- a. The related party's relationship to the Bank and interest in the transaction;
- b. The material facts of the proposed RPT, including the proposed aggregate value of such transaction;
- c. The benefits to the Bank of the proposed RPT;
- d. The availability of other sources of comparable products or services; and,
- e. An assessment of whether the proposed RPT is on terms and conditions that are comparable to the terms generally available to an unrelated party under similar circumstances. The Bank shall have in place an effective price discovery system and have exercised due diligence in determining a fair price for RPTs.

3. Ensures that appropriate public disclosure is made, and/or information is provided to supervisors, relating to the Bank's RPT exposures, policies on conflicts of interest and potential conflicts of interest. The disclosure shall include information on the approach to managing material conflicts of interest that are inconsistent with such policies; and conflicts that could arise as a result of the Bank's affiliation or transactions with other related parties.

4. Reports to the Board of Directors on a regular basis, the status and aggregate exposures to each related party as well as the total amount of exposures to all related parties.

5. Ensures that transactions with related parties, including write-off of exposures are subject to periodic independent review or audit process.

6. Oversees the implementation of the system for identifying, monitoring, measuring, controlling, and reporting RPTs, including the periodic review of RPT policies and procedures.

PERFORMANCE ASSESSMENT

Board of Directors

The Corporate Governance Committee shall be responsible in ensuring the effectiveness and due observance of the board on the principles and guidelines stated in the Corporate Governance manual. It shall include overseeing periodic performance evaluation of the board and its committees including executive management. An annual self-assessment shall be conducted using performance rating code from 1 to 4 to assess their performance in accordance with the following criteria:

A. Standard of Conduct

1. *Duty of care*

- Attendance in the board meetings
- Reasonably informed
- Participation in the decision-making process
- Prudence in exercising judgment

2. *Duty of loyalty*

- Conflict of interest
- Corporate opportunity
- Confidentiality

3. *Duty of obedience*

- Conflict of interest
- Corporate opportunity
- Confidentiality

B. Major Areas of Responsibility

1. *Management accountability*

- Install management capacity
- Goal setting
- Performance monitoring
- Confronting weaknesses

2. Strategic planning and policy setting

- Providing direction
- Setting institutional policy
- Resolving strategic issues
- Self-regulation (Continuity, Renewal, and Evaluation)

The result of the evaluation should be forwarded to the committee who will be responsible in deciding whether each director has been adequately carrying out his duties using the criteria stated in the evaluation form. The result of the evaluation shall be the basis of the committee in recommending continuing education of directors and succession plan for the board clients and senior officers.

Officers and Staff

CARD SME BANK conducts Performance Evaluation for all regular employees annually. Results are reviewed covering the twelve months to serve as the Annual Performance Rating of the employee. Performance Evaluation takes into consideration both quantitative and qualitative performance indicators. In the conduct of the Performance Evaluation, standardized form is used.

Depending on specific needs, e.g. transfer of assignment, vacancies for any position, CARD SME BANK also conducts Special Performance Evaluation as part of the regular procedure and requirement for these personnel actions.

Any personnel action related to the conduct of performance appraisal should be taken action on time. It is the responsibility of the staff and respective officers to ensure that report on individual performance is documented properly and submitted to corresponding offices on time.

ORIENTATION TRAINING AND EDUCATION

CARD SME BANK places high value on its human resource and recognizes the importance of competent and committed staff. Hence, it is the priority of CARD SME BANK to provide all its employees the training and development inputs and opportunities to effectively and efficiently perform designated functions as well as to promote, facilitate and advance the professional and personal growth of CARD SME BANK employees.

All employees are required to have at least 24 hours training within the year. Moreover, full-scholarship is

granted by the CARD SME BANK to formal studies for selected Management Officials. All regular employees who wish to get involved in further studies to earn Degree Course or Master's Degree can avail a Scholarship Plan.

RETIREMENT AND SUCCESSION PLANNING

All regular employees of CARD SME BANK are entitled with the Bank retirement benefits. As the Bank expands its operations, corporate governance committee ensures that the review of the succession planning process is being done. This is in preparation for filling up of vacancies brought about by expansion, promotion, retirement, among others. This succession plan is created to ensure that qualified employees are recruited and developed to fill each key role within the Bank.

REMUNERATION POLICY

Executive and Non-Executive Directors

CARD SME BANK ensures that Executive and Non-Executive Directors are well covered and protected with the following access to financial assistance as follows:

- Medical coverage per sickness per year and hospitalization income;
- Based on assessment, while on duty, coverage cost of hospitalization and medical procedures in excess of normal medical coverage;
- Accidental coverage for physical injury per year;
- Property insurance coverage;
- Accidental death insurance coverage;
- Death due to natural causes insurance coverage;
- Financial Assistance for death of immediate family client;
- Access to staff loan through CARD Employee Multi Purpose Cooperative; and
- Company ensures that whenever an employee resigned or retires, fund for retirement plan will be available to provide benefits for qualified employees.

Officers and Staff

CARD SME BANK maintains a salary and benefits structure competitive with the prevailing rates/system of similar agencies and organizations compatible with the financial condition and objectives of the institution. The value of all jobs within the institution is established at rates of pay that are fair and equitable in relation to the job requirements in terms of complexity, responsibility, skills and qualifications, and in relation to all other jobs in the institution. The remuneration

policy of CARD SME BANK is also in accordance with the provisions of the applicable labor law and all other appropriate legal authorities.

Employee Benefits

The Bank conducted Annual Physical Exam for its staff and provided free healthcare benefits and health facilities such as fitness center and medical clinics manned by occupational health practitioners. As a client institution of CARD MRI, CARD SME Bank, Inc. continuously pursues competence and high regards on our human resources. To further build on their skills and capabilities in running our banking, SME and microfinance operations, our board clients and officers undergo continuous capacity building through local and international trainings, seminars, workshops, and conferences. Selected officers of the Bank are also given an opportunity to study Master Degree Program.

POLICIES ON RELATED PARTY TRANSACTIONS

The Policy of CARD SME BANK on related party covers transactions or dealings of the bank with related parties as defined under the Manual of Regulations for Bank (MORB), such as bank's subsidiaries, affiliates, directors, officers, stockholders, and their related interest and other related parties as identified and approved by the Board of Directors regardless of whether or not the price is charged.

The Bank's Related Party Committee is composed of five Board of Directors, three of whom are Independent Directors, that evaluate all material related party transactions based on the approved threshold to ensure that the terms are no less favorable than the terms generally available to non-related party under the same circumstances and that no resources of the bank are misappropriated or misapplied. The evaluated transactions are endorsed for board approval.

To ensure that potential or actual conflict of interest is identified and prevented, members of the Board are required to disclose and execute certification prior to approval of related party transaction whether they are directly or indirectly or on behalf of a third party, have financial interest in any transaction.

SELF-ASSESSMENT FUNCTION

To ensure robust and exemplary banking operations, CARD SME BANK implements the following independent

functions: Internal Auditor. Under the direct supervision of the Audit Committee, the Internal Audit evaluates and ensures the adequacy and effectiveness of the internal controls of the Bank. The Internal Audit Department is mandated to conduct financial audit, compliance audit, operations audit, management audit, and information system audit. It also holds full access rights to all activities, information, records, properties, and personnel relevant to the internal audit activity.

External Auditor Sycip Gorres Velayo & Co. (SGV) is the authorized External Auditors of the Bank. It presents an audit plan to the Audit Committee and performs audit risk assessment. It also reviews the internal audit report and compliance with accounting standards and regulatory requirements.

Compliance System The Bank's compliance system was designed to identify and mitigate business risks, which may erode the franchise value of the Bank. Business risks include but are not limited to the following:

- Risks to reputation that arise from internal decisions that may damage a bank's market standing;
- Risks to reputation that arise from internal decision and practices that ultimately impinge on the public trust of a bank;
- Risks from the action of a bank that are contrary to the existing regulations and identified best practices and reflect weaknesses in the implementation of codes of conduct and standard of good practice; and
- Legal risks to the extent that changes in the interpretation or provisions of regulations directly affect the Bank's business model. The Compliance unit/department is responsible for ensuring that the Bank complies with the requirements, policies, circulars, and guidelines issued by BSP, BRI, LGUs, and other government agencies. It is headed by a Chief Compliance Officer (CCO), which is appointed by the Bank's Board of Directors.

DIVIDEND POLICY

The basis of dividend declaration is from the income of the previous year and the capital adequacy ratio not less than the regulatory requirement and not far from the industry ratio.

CORPORATE SOCIAL RESPONSIBILITY

CARD SME BANK, in collaboration with CARD MRI's Community Development Group, provides health protection program for its clients. This is the Bank's way of making sure that its clients are in good health condition.

The Bank also provides scholarship grants for its client and their children. This is in line with CARD MRI's "One Family, One Graduate" Program where it envisions that every household should at least have one college graduate. To avail the program, clients should be at least three years clients of the Bank with good repayment and business performance.

The Bank also conducts regular "Negosyo Talk" to its clients where it invites various resource speakers from different sector/industry to discuss current trends in business.

CONSUMER PROTECTION PRACTICES

To ensure that inherent consumer protection risks are identified, measured, monitored and controlled, the bank adopted Consumer Protection Risk Management System. Likewise, this system will ensure the bank's adherence to consumer protection standards, compliance with consumer protection laws, rules, and regulations.

1. Board and Senior Management Oversight – CARD SME BANK Board of Directors have the ultimate duties and responsibilities to ensure full compliance with the consumer protection policies and procedures. The board shall be responsible for the development and maintenance of a sound Customer Protection and Risk Management System for all products and services life cycle. The Board and Senior Management shall ensure that effectiveness of this system is periodically reviewed including reporting of findings and audit mechanism in place. As such, board of directors through the Compliance Office and Internal Audit are regularly updated on the matters related to consumer protection compliance and risk management of the bank.

2. Consumer Protection Compliance Program (CPCP) –

This program was adopted to guide all the staff, officers, management and the Board of Directors in ensuring the Bank's adherence to consumer protection standards, compliance with consumer protection laws, rules and regulations. The Compliance Office is designated as the responsible office to handle the implementation of this program.

3. Internal Audit - Simultaneous with operations and financial audit, Internal Audit ensures that the Bank's consumer protection practices, adherence to internal policies and procedures and compliance with the existing laws, rules and regulations are reviewed. A well-designed Consumer Protection Audit Program is used to ensure that the Board can make an assessment on the effectiveness of the implementation of the approved policies and standards to meet consumer protection objectives.

4. Training - The Bank's personnel and customers' continuing education is vital towards maintaining a sound consumer protection compliance program. As such, the Bank sees to it that all bank employees and customers shall be given appropriate training on consumer protection.

CONSUMER ASSISTANCE MANAGEMENT SYSTEM (CAMS)

The Bank recognizes the major role of customer in achieving its objective of a stable banking operation apart from being the reason of its existence as part of the CARD MRI goal of poverty alleviation. In support also to the initiative of BSP towards bringing a strong and stable financial system, it is the policy of the bank to support the protection of customer's rights at all times.

The main objective of the policy is to obtain 100% clients satisfaction on products and services of CARD SME BANK, develop customer care service, and to be more aware of the needs of members and become proactive in addressing future demands and concerns.

<p>Mr. Aristeo A. Dequito President and Chief Executive Officer 52, Filipino</p>	<p>Mr. Dequito is a microfinance practitioner since 1988, he handled the operations of CARD, Inc. for nine years. Prior to joining CARD SME BANK, he worked with CARD Bank and CARD-Business Development for eight and 10 years, respectively. He earned his degree of Bachelor of Science in Business Administration, Major in Accountancy at San Pablo Colleges in 1987. He finished his Master in Entrepreneurship at the Asian Institute of Management in 2008 and Advance Management Program in Harvard Business School in 2014.</p>
<p>Ms. Cynthia B. Baldeo Executive Vice President and Chief Operating Officer 55, Filipino</p>	<p>Ms. Baldeo has been a banker for almost 20 years. She is a graduate of Laguna State Polytechnic College in 1988, finished her MBA from Trinity College of Quezon City in 2004 and EMBA from Asian Institute of Management in 2010.</p>
<p>Ms. Cherry B. Boncajes Assistant Vice President for Operation 43, Filipino</p>	<p>Ms. Boncajes has been with microfinance and SME banking operations for 17 years. She is a graduate of University of the Philippines Los Baños Campus with the degree of Bachelor of Science in Forestry in 1998. She also finished her Master of Arts in Organizational Development in Southeast Asia Interdisciplinary Development Institute in 2010.</p>
<p>Ms. Anita F. Rapera Assistant Vice President for Operation 51, Filipino</p>	<p>Ms. Rapera joined CARD SME Bank as Regional Director from July 2012 to January 2017 and now the Bank's AVP for operation. She finished her bachelor's degree in Accountancy from Masbate Colleges in 1994 and her Master of Arts in Organizational Development in Southeast Asia Interdisciplinary Development Institute in 2011.</p>
<p>Ms. Florence C. Castillo Assistant Vice President for Finance (OIC) 41, Filipino</p>	<p>Ms. Castillo has been with CARD SME Bank since February 2016 as Regional Director. She finished her Bachelor of Science in Commerce major in Management at Colegio Dela Milagrosa in 1997 and finished her Master in Productivity and Quality Management at the Development Academy of the Philippines. She also finished Management Development Program at the Asian Institute of Management in 2016.</p>
<p>Ms. Jeannie T. La Rosa Assistant Vice President for Finance 42, Filipino</p>	<p>Ms. La Rosa, finished her Bachelor of Science in Commerce major in Banking and Finance at Divine World College of Calapan in 1996 and Master of Arts in Organizational Development in Southeast Asia Interdisciplinary Development Institute in 2013. Prior to joining CARD SME Bank, she has been with the Finance and Accounting of CARD Bank, Inc. for almost 12 years.</p>

<p>Mr. Manolo C. Martinez Head of Marketing and Product Development 51, Filipino</p>	<p>Mr. Martinez was formerly a Business Manager of UNIONBANK, Sales Executive of Petron Corporation, and Corporate Sales Manager of BANKARD, Inc. He completed his Bachelor of Science in Business Administration degree at the University of Sto. Tomas in 1992.</p>
<p>Mr. Allan D. Dimaano Chief Information Officer 45, Filipino</p>	<p>Mr. Dimaano has been a banker for almost 19 years. He joined CARD SME Bank since 2010 as Bank Manager and Senior Program Manager from 2013 to 2016. He finished Marine Engineering from Technological Institute of the Philippines in 1997 and earned his Master in Productivity and Quality Management from Development Academy of the Philippines in 2013</p>
<p>Mr. Benedict A. Ame Chief Compliance Officer 38, Filipino</p>	<p>Prior to joining CARD SME Bank, Mr. Ame has been with CARD Bank for more than 10 years. He earned his Bachelor of Science in Commerce, degree major in Management from Quezon Colleges of the North in 2002. He finished his Master in Productivity and Quality Management at Development Academy of the Philippines in 2017.</p>
<p>Mr. Jerry V. Montejo Head of Risk Management 44, Filipino</p>	<p>Mr. Montejo has been with CARD SME Bank operation for more than nine years. He earned his Bachelor of Science in Business Administration degree, major in Management, in 2002 and finished his Master in Productivity and Quality Management at the Development Academy of the Philippines in 2017.</p>
<p>Ms. Ma. Charissa M. Adorna Deputy Director for Audit 35, Filipino</p>	<p>Prior to joining CARD SME Bank, she served as Audit Expert in CARD Inc., International Group in Cambodia from January 2012 to November 2014 and later on become Audit and Risk Manager of SAMIC Plc in Cambodia. Ms. Adorna finished her degree Bachelor of Science in Accountancy at the University of Nueva Caceres in 2006.</p>

MAJOR STOCKHOLDERS

NAME OF STOCKHOLDER	NATIONALITY	%
Center for Agriculture and Rural Development (CARD), Inc.	FILIPINO	34.81%
CARD EMPC	FILIPINO	30.00%

PRODUCTS AND SERVICES

Savings

Micro Deposit

Pledge- The Pledge Savings represents each member's deposits and also acts as loan guarantee given that loans are non-collateralized

Maagap- The Maagap savings represents deposit accounts specifically designed for kids.

Katuparan- Savings account with fixed deposit amount and microinsurance coverage based on the desired target savings in a given period of time supported by a signed agreement.

Regular Savings

iSave- A regular savings accounts evidenced by passbook.

My A Account- ATM savings account.

EarnMore- EarnMore Account represents special savings account (time deposit), which helps the client to secure savings for a better future. Interest rate depends on the amount of deposit and term.

Checking Account

My BizCheck- My BizCheck Account is a deposit account with check book facility. It is also known as current or demand account. Typically this is used for making business payments.

Loans

Microfinance Loan- This product includes all loans intended for business or enterprises of the microfinance clients such as working capital, purchase of equipment and assets for use in the business, buying raw materials, etc. Clients can borrow up to a maximum of PhP150,000.

Quick SME Loan- QSL is a loan product designed to help micro and small entrepreneurs located in semi-urban and urban areas. The loan aims to give financial support to micro and small entrepreneurs who are facing problems in deficiency of working capital. QSL loan up to a maximum of PhP300,000 can support micro and small enterprises in order to promote income, production and employment generation

SME UNLAD Loan- The SME UNLAD Loan seeks to assist microfinance clients with good credit performance and showing potential to become regular SME. Maximum loan amount is up to PhP300,000.

SME Loan

Express Working Capital- Working capital loans are loans that would be repaid out of operating funds in the normal course of business. Short-term working capital may be used to finance seasonal needs of the company. This can be in the form of a term loan or a revolving credit line.

Express Investment Capital Loan (EIL)- Investment loans are used to finance the acquisition of fixed assets and/or building renovation/ construction and financed by a term loan.

Agrifinance Loans- Loan product for the agri-related business and agribusiness production

Consumer Loans- Loan Product specific for the need to acquire/ invest on vehicle, house and lot.

- Drive Ur Wheels (Car Loan)
- Bahay Katuparan (Housing Loan)

Wholesale Lending - Loans intended for microfinance retailing, and/or relending to small and medium entrepreneurs.

Other Services

Remittance

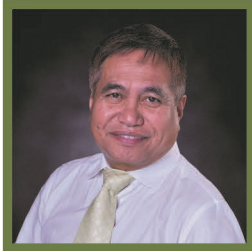
- CARD Sulit Padala
- Cebuana Lhuillier

We are CARD SME



Board of Directors





Dr. Jaime Aristotle B. Alip
Chairperson



Ms. Flordeliza L. Sarmiento
Vice Chairperson for
Administration



Ms. Mary Jane A. Perreras
Vice Chairperson for
External Affairs



Mr. Aristeo A. Dequito
President and CEO/Director



Ms. Milagros C. Rojas
Corporate Treasurer/
Director



Ms. Maria Elena M. Ruiz
Director



Ms. Elma B. Valenzuela
Director



Ms. Marlene B. Algire
Independent Director



Atty. Wilfredo B. Domo-ong
Independent Director



Dr. Gilberto M. Llanto
Independent Director



Ms. Gloria R. Estrellado
Independent Director




Dr. Edzel A. Ramos
Corporate Secretary



Atty. Edgardo R. Marilim
Legal Counsel

Management Committee





Mr. Aristeo A. Dequito
President and CEO

Ms. Cynthia B. Baldeo
Executive Vice President and COO

Ms. Cherry A. Boncajes
Assistant Vice President - Operations

Mr. Jerry V. Montejo
Head of Risk Management

Mr. Allan D. Dimaano
Chief Information Officer

Ms. Noralyn D. Silvestre
Senior Regional Director

Ms. Jeannie T. La Rosa
Assistant Vice President - Finance

Ms. Anita F. Rapera
Assistant Vice President - Operations

Mr. Benedict A. Ame
Chief Compliance Officer

Mr. Manolo M. Martinez
Assistant Vice President - Marketing
and Product Development

Mr. Florence B. Castillo
Assistant Vice President - Operation (OIC)

Mr. Rodel T. Bombase
Senior Regional Director

Mr. Frederick Nicasio M. Torres
Regional Director

Ms. Leonida M. Gutierrez
Regional Director

Ms. Juliana M. Salcedo
Regional Director

Mr. Dennis O. Dimaculangan
Regional Director

Ms. Joy G. Palomique
Regional Director

Ms. Patricia G. Saballo
Regional Director

Ms. Marites O. Angara
Regional Director (OIC)

Ms. Mary Rose L. Venerayan
Regional Director (OIC)

Ms. Rosella F. Sansano
Regional Director (OIC)

Mr. Jayson P. Solosa
Regional Director (OIC)

Ms. Madonna U. Bautista
Regional Director (OIC)

Ms. Eva O. Mandahilan
Regional Director (OIC)

Ms. Lourdes A. Marasigan
Regional Director (OIC)

Ms. Amalia R. Ditchoso
Senior Area Manager

Mr. Joven N. Robes
Senior Personnel Manager

Ms. Rossana A. Cacha
Senior Credit Policy Officer

Mr. Jerrom A. Ibardeloza
Information Security Officer

Ms. Shielo K. Reyes
Senior Area Manager

Ms. Gerilyn P. Bautista
Senior Area Manager

Mr. Ross Meinard C. Ramos
Senior Information Technology Officer

Ms. Jeaniebeth A. Mangundayao
DCC Manager

Ms. Mildred B. Matienzo
General Finance Manager

Ms. Mary Ann C. Resplandor
General Accounting Manager

Ms. Ma. Charissa M. Adorna
Deputy Director for Audit

Mr. Peter C. Pasia
Legal Officer

Mr. Ariel F. De Villa
Security Officer

PARTNERSHIPS / COLLABORATIONS

- Agricultural Guarantee Fund Pool (AGFP)
- Amihan Global Strategies
- Banco de Oro (BDO)
- Bank of the Philippine Islands (BPI)
- Bellavita Land Corporation
- Calmar Land Development Corporation
- ChinaBank Savings
- Department of Trade and Industry (DTI)
- Development Bank of the Philippines (DBP)
- FDS Asya Philippines
- FDS Indonesia
- German Savings Bank Foundation, Germany
- Gervacio Home Management Aide Services (GHMAS)
- International Finance Corporation (IFC)
- LandBank of the Philippines (LBP)
- Maybank
- Metro Commercial and Industrial Services Corporation
- Metropolitan Bank and Trust Corporation (MBTC)
- New Armstrong Security Agency
- Philippine Center for Entrepreneurship (PCE) - Go Negosyo
- Philippine Savings Bank (PS Bank)
- Philippine National Bank (PNB)
- Rizal Commercial Banking Corporation (RCBC)
- Rocking Moon Foundation
- Savings Bank Foundation for International Cooperation (SBFIC), Germany
- Security Bank
- SGV & Co.
- Small Business Corporation
- Sparkasse Rothenburg

- Social Security System
- Sparkasse Essen, Germany
- Sparkassen International Development Trust
- Superguard Security Corporation
- Union Bank of the Philippines
- United Coconut Planters Bank (UCPB)
- Philippine Bank of Communications (PBCOM)

REGULATORY BODIES

- Bangko Sentral ng Pilipinas (BSP)
- Philippine Deposit Insurance Corporation (PDIC)
- Securities and Exchange Commission (SEC)

AFFILIATIONS

- Bankers Institute of the Philippines, Inc. (BAIPHIL)
- BancNet Inc.
- BAP Credit Bureau
- Chamber of Thrift Banks
- Micro Finance Data Sharing (MIDAS)
- Philippine Chamber of Commerce and Industry (PCCI) Batangas
- Philippine Chamber of Commerce and Industry (PCCI) San Pablo Chapter
- San Pablo Bankers' Association

Our Branches

SAN PABLO CITY HEAD OFFICE

120 M. Paulino corner Burgos Streets, San Pablo City, Laguna

Customer Service Hotline
Tel. No. 049-503-2671 / 049-503-2672
Mobile No. 0998-886-4486
Email: card.sme@cardmri.com

CALABARZON -REGION IV-A

CALAMBA CITY

High Rise Business Center,
Brgy. Halang, Calamba City, Laguna
049-508-3544

STO TOMAS

General Malvar corner Manalo
Street, Sto. Tomas, Batangas
043-778-3626

BATANGAS CITY

G/F JCC Building, Zone 12
P. Burgos Street, Batangas City
043-702-1317

TAGAYTAY CITY

Blk 1 Lot 1 and 2, Foggy Heights Village,
Brgy. San Jose, Purok 157, Tagaytay
City
046-413-4641

ROSARIO

JPMB Building, Rosario-Ibaan Road
Brgy. C Poblacion, Rosario, Batangas
043-781-4754

STA ROSA CITY

Casita Building, Brgy. Dila
Sta. Rosa City, Laguna
049-502-4786

LIPA CITY

General Luna Street., Brgy. Sabang,
Lipa City, Batangas
043-756-1177

LEMERY

Ilustre Avenue, District 4
Lemery, Batangas
043-774-4782

DASMARIÑAS CITY

104 P. Campos Avenue, San Agustin
Dasmariñas City, Cavite
046-416-0695

TRECE MARTIRES

Tamio Building, Trece Tanza Road,
Barangay San Agustin, Trece Martires
City, Cavite
046-405-5998

SAN PEDRO

94 Mabini Street, Poblacion
San Pedro, Laguna
02-805-8295

BALAYAN

Union Street, Poblacion 5,
Balayan, Batangas
043-211-6748

CAVITE CITY

Corner P. Pio Street, Burgos Avenue,
Caridad, Cavite City
046-431-2762

GENERAL MARIANO ALVAREZ (GMA)

Block 5 Lot 5 Congressional Road,
Poblacion 1, GMA, Cavite
046-412-1257



CENTRAL LUZON - REGION III

SAN JOSE DEL MONTE CITY

Blk 1 Lot 9 BC Diamond Crest, Brgy San Manuel, San Jose Del Monte City, Bulacan
044-764-9600

MIMAROPA - REGION IV-B

PUERTO PRINCESA CITY

36 S. Bonoan Rd. (New Market Road)
Brgy. Tagumpay, Puerto Princesa City, Palawan
048-433-9588

ILOCOS REGION - REGION 1

DAGUPAN CITY

AB Fernandez Avenue,
Dagupan City
075-540-2970

VISAYAS - REGION VII

LAPU - LAPU CITY

Cagodoy Road, Brgy. Basak
Lapu-Lapu City, Cebu
032-888-9518

MINDANAO - REGION XII

GENERAL SANTOS CITY

Upper Acharon, Brgy. Calumpang
General Santos City, South Cotabato
083-887-1139

PANABO CITY

Saluta Bldg., Purok Atis, Brgy. Sto. Nino,
Panabo City, Davao del Norte
084-309-1436 ; 084-823-0264

BALANGA CITY

Balanga Market Access Road,
Corner Capitol Drive, San Jose,
Balanga City, Bataan
047-935-0965

BICOL REGION - REGION V

NAGA CITY

Unit # 3 MMCN Bldg., Panganiban Drive,
Naga City
054-881-3778

VIGAN CITY

Calle Quirino corner Calle Salcedo,
Vigan City, Ilocos Sur
077-674-1568

TALISAY CITY

Talisay Town Center, Victoria Street,
Brgy Tabunok, Talisay City, Cebu
032-383-3654

ZAMBOANGA CITY

WLK Bldg., Veterans Avenue, Zone 3,
Zamboanga City
062-983-1800

CAGAYAN DE ORO

Pabayo-Cruz Taal Street, Brgy. 9, Cagayan
de Oro ... Panabo City, Davao del Norte
088-859-3869

SUBIC

Baraca-Camachile,
Subic, Zambales
047-232-0180

Our Branch-Lite Offices

CALABARZON -Region IV-A

San Pablo City Branch

San Pablo City
Candelaria, Quezon

GMA, Cavite Branch

GMA, Cavite
Carmona, Cavite

Calamba City Branch

Calamba City, Laguna

San Pedro Branch

San Pedro, Laguna

Sto Tomas Branch

Sto Tomas, Batangas
Tanauan City, Batangas
Malvar, Batangas
Talisay, Batangas
Laurel, Batangas

Balayan Branch

Balayan, Batangas
Calaca, Batangas
Calatagan, Batangas
Lian, Batangas
Nasugbu, Batangas
Tuy, Batangas

Batangas City Branch

Batangas City
Lobo, Batangas
Bauan, Batangas
San Pascual, Batangas
Mabini, Batangas

Lemery, Branch

Lemery, Batangas
Taal, Batangas
Agoncillo, Batangas
San Luis, Batangas
Alitagtag, Batangas

Lipa City Branch

Lipa City, Batangas
Mataas na Kahoy, Batangas
Balete, Batangas
Ibaan, Batangas
Padre Garcia, Batangas
Rosario, Batangas
Cuenca, Batangas
San Jose, Batangas

Sta Rosa City Branch

Sta Rosa City, Laguna
Cabuyao, Laguna
Biñan, Laguna

Tagaytay City Branch

Tagaytay City, Cavite
Silang, Cavite
Mendez, Cavite
Naic, Cavite
Indang Cavite
Alfonso, Cavite
Maragondon, Cavite

Cavite City Branch

Cavite City
Noveleta, Cavite
Kawit, Cavite
Rosario, Cavite
Bacoor, Cavite
Tanza, Cavite

Dasmariñas City Branch

Dasmariñas City, Cavite
Imus, Cavite
General Trias, Cavite
Trece Martires, Cavite

CENTRAL LUZON - REGION III

San Jose Del Monte City Branch

San Jose Del Monte City, Bulacan
Marilao, Bulacan
Meycauayan, Bulacan
Norzagaray, Bulacan
Sta Maria, Bulacan

Subic Branch

Subic, Zambales
Olongapo, Zambales
Castillejos, Zambales
San Narciso, Zambales
San Marcelino, Zambales

Balanga City Branch

Balanga City, Bataan
Orion, Bataan
Orani, Bataan
Mariveles, Bataan
Dinalupihan, Bataan
Bagac, Bataan
Morong, Bataan
Samal, Bataan
Hermosa, Bataan
Pilar, Bataan
Limay, Bataan

ILOCOS REGION - REGION I

Dagupan City Branch

Dagupan City, Pangasinan
Sta Barbara, Pangasinan
Calasiao, Pangasinan
Binmaley, Pangasinan
Mangaldan, Pangasinan
San Fabian, Pangasinan
Sison, Pangasinan
San Jacinto, Pangasinan
Pozorrubio, Pangasinan
Manaog, Pangasinan
San Manuel, Pangasinan
Binalonan, Pangasinan

Vigan City Branch

Vigan City, Ilocos Sur
Caoayan, Ilocos Sur
Bantay, Ilocos Sur
San Juan, Ilocos Sur
Sinait, Ilocos Sur
Magsingal, Ilocos Sur
Sto. Domingo, Ilocos Sur
Badoc, Ilocos Norte

IMIMAROPA - REGION IV B

Puerto Princesa City Branch

Puerto Princesa City, Palawan

BICOL REGION

Naga City Branch

Iriga, Cam Sur
Nabua, Cam Sur
Baaon, Cam Sur
Sipocot, Cam Sur

VISAYAS

Lapu Lapu City Branch

Lapu Lapu City, Cebu
Cordova, Cebu
Mandaue, Cebu
Talamban, Cebu
Lilo-an, Cebu
Sta Rosa, Cebu

Talisay City Branch

Talisay City, Cebu
Cebu City
Minglanilla, Cebu

MINDANAO

General Santos City Branch

General Santos City
Polomolok, South Cotabato

Zamboanga City Branch

Zamboanga City



Audited Financial Statements

CARD SME BANK, INC., A THRIFT BANK
STATEMENTS OF FINANCIAL POSITION

	December 31	
	2018	2017
ASSETS		
Cash and Other Cash Items (Note 6)	₱21,430,132	₱16,419,549
Due from Bangko Sentral ng Pilipinas (Notes 6 and 13)	483,551,094	233,021,335
Due from Other Banks (Note 6)	765,439,610	430,501,434
Loans and Receivables (Note 7)	5,148,635,076	4,057,932,876
Hold-To-Collect Investments (Note 8)	20,000,000	–
Property and Equipment (Note 9)	154,561,724	152,464,228
Investment Properties (Note 10)	5,999,533	7,781,349
Intangible Assets (Note 11)	4,507,856	6,131,180
Retirement Asset (Note 18)	104,661,964	102,426,693
Deferred Tax Assets (Note 19)	24,811,939	18,364,365
Other Assets (Note 12)	100,447,380	44,171,591
TOTAL ASSETS	₱6,834,046,308	₱5,069,214,600
LIABILITIES AND EQUITY		
Liabilities		
Deposit Liabilities (Notes 13 and 20)		
Demand	₱31,697,262	₱9,410,781
Savings	3,892,924,579	2,893,808,218
	3,924,621,841	2,903,218,999
Bills Payable (Note 14)	1,422,135,228	1,038,425,577
Income Tax Payable	67,287,991	53,152,097
Other Liabilities (Note 15)	132,413,944	199,272,291
	5,546,459,004	4,194,068,964
Equity		
Common Stock (Note 17)	752,777,500	495,279,400
Surplus	511,702,649	354,459,052
Remeasurement Gains on Retirement Plan (Note 18)	23,107,155	25,407,184
	1,287,587,304	875,145,636
TOTAL LIABILITIES AND EQUITY	₱6,834,046,308	₱5,069,214,600

See accompanying Notes to Financial Statements.

CARD SME BANK, INC., A THRIFT BANK
STATEMENTS OF INCOME

	Years Ended December 31	
	2018	2017
INTEREST INCOME		
Loans and receivables (Note 7)	₱2,027,860,555	₱1,473,715,149
Due from other banks (Note 6)	11,226,993	2,642,778
Hold-to-collect investments (Note 8)	468,000	–
	2,039,555,548	1,476,357,927
INTEREST EXPENSE		
Deposit liabilities (Notes 13 and 20)	67,794,511	45,300,782
Bills payable (Note 14)	47,965,521	30,033,318
Others	1,209,049	750,161
	116,969,081	76,084,261
NET INTEREST INCOME	1,922,586,467	1,400,273,666
OTHER INCOME (LOSS)		
Gain (loss) on sale of assets - net (Notes 9 and 10)	3,060,456	(842,917)
Miscellaneous	10,587,967	8,021,054
TOTAL OPERATING INCOME	1,936,234,890	1,407,451,803
OPERATING EXPENSES		
Compensation and fringe benefits (Notes 18 and 20)	559,220,051	408,220,070
Taxes and licenses (Note 10)	126,582,635	83,053,364
Transportation and travel	103,285,458	79,899,977
Occupancy and equipment-related cost (Notes 20 and 21)	100,534,134	73,448,592
Stationery and office supplies	88,699,547	58,061,712
Provision for credit and impairment losses (Note 7)	69,907,488	40,701,770
Employee trainings (Note 20)	65,485,948	42,005,271
Information technology (Note 20)	56,375,719	26,470,916
Depreciation and amortization (Notes 9, 10 and 11)	38,096,639	32,220,527
Security, messengerial and janitorial	38,435,164	28,601,633
Program monitoring	17,091,201	15,080,858
Power, light and water	14,792,007	10,413,797
Representation and entertainment (Note 19)	13,833,611	11,016,028
Professional fees	12,453,102	4,227,415
Miscellaneous	52,690,350	51,260,996
TOTAL OPERATING EXPENSES	1,357,483,054	964,682,926
INCOME BEFORE INCOME TAX	578,751,836	442,768,877
PROVISION FOR INCOME TAX (Note 19)	179,435,428	134,492,683
NET INCOME	₱399,316,408	₱308,276,194

See accompanying Notes to Financial Statements.

CARD SME BANK, INC., A THRIFT BANK
STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31	
	2018	2017
NET INCOME	₱399,316,408	₱308,276,194
OTHER COMPREHENSIVE INCOME (LOSS)		
<i>Other comprehensive income (loss) not recycled to profit or loss in subsequent periods:</i>		
Changes in remeasurement gain (loss) on retirement plan (Note 18)	(3,285,756)	22,675,750
Income tax effect	985,727	(6,802,725)
	(2,300,029)	15,873,025
TOTAL COMPREHENSIVE INCOME	₱397,016,379	₱324,149,219

See accompanying Notes to Financial Statements.

CARD SME BANK, INC., A THRIFT BANK
STATEMENTS OF CHANGES IN EQUITY

	Common Stock (Note 17)	Surplus	Surplus Reserves	Remeasurement Gains on Retirement Plan (Note 17)	Total
Balance at January 1, 2018, as previously reported	₱495,279,400	₱354,459,052	–	₱25,407,184	₱875,145,636
Effect of initial application of PFRS 9 (Note 2)		37,301,627	–		37,301,627
Balance at January 1, 2018, as restated	495,279,400	391,760,679	–	25,407,184	912,447,263
Transfers from surplus to surplus reserves (Note 17)		(129,780)	129,780	–	–
Collection of subscriptions receivable	4,720,600	–	–	–	4,720,600
Issuance of new shares	121,534,700	–	–	–	121,534,700
Total comprehensive income for the year	–	399,316,408	–	(2,300,029)	397,016,379
Stock dividends declared (Note 17)	131,242,800	(131,242,800)	–	–	–
Cash dividends declared (Note 17)	–	(148,131,638)	–	–	(148,131,638)
Balance at December 31, 2018	₱752,777,500	₱511,572,869	₱129,780	₱23,107,155	₱1,287,587,304
Balance at January 1, 2017	₱469,917,000	₱266,182,858	–	₱9,534,159	₱745,634,017
Collection of subscriptions receivable	25,362,400	–	–	–	25,362,400
Total comprehensive income (loss) for the year	–	308,276,194	–	15,873,025	324,149,219
Cash dividends declared (Note 18)	–	(220,000,000)	–	–	(220,000,000)
Balance at December 31, 2017	₱495,279,400	₱354,459,052	₱–	₱25,407,184	₱875,145,636

See accompanying Notes to Financial Statements.

CARD SME BANK, INC., A THRIFT BANK
STATEMENTS OF CASH FLOWS

	Years Ended December 31	
	2018	2017
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	₱578,751,833	₱442,768,877
Adjustments for:		
Provision for credit and impairment losses (Note 7)	57,757,972	40,701,770
Depreciation and amortization (Notes 9, 10 and 11)	38,096,639	32,220,527
Amortization of discount on bills payable (Note 143)	8,865,199	4,434,321
Retirement expense (Note 18)	4,931,376	11,131,442
Reversal for impairment losses on investment property	(1,928,471)	-
Loss on sale of assets (Notes 9 and 10)	414,013	842,917
Amortization of finance lease obligation	(101,095)	110,012
Amortization of discount on unquoted debt securities (Note 7)	-	(5,007)
Changes in operating assets and liabilities:		
Increase in the amounts of:		
Loans and receivables	(1,095,172,132)	(1,325,164,433)
Other assets	(56,275,791)	(5,595,385)
Increase (decrease) in the amounts of:		
Deposit liabilities	1,021,402,843	1,003,578,164
Other liabilities	(67,800,334)	23,640,583
Net cash generated from operations	488,942,052	228,663,788
Income taxes paid	(186,747,793)	(118,204,324)
Retirement contributions paid (Note 18)	(10,452,403)	(15,292,257)
Net cash provided by operating activities	291,741,856	95,167,207
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisitions of:		
Property and equipment (Notes 98 and 221)	(34,650,997)	(42,443,700)
Hold-to-collect investments (Note 8)	(20,000,000)	-
Intangible assets (Note 11)	(2,823,981)	(2,104,450)
Investment properties (Note 10)	-	(450,000)
Proceeds from sale or maturities of:		
Investment properties (Note 10)	3,304,943	750,000
Property and equipment (Note 9)	-	27,228
Net cash used in investing activities	(54,170,035)	(44,220,922)
CASH FLOWS FROM FINANCING ACTIVITIES		
Availments of bills payable (Note 14)	1,683,234,452	1,134,561,370
Settlement of bills payable (Note 14)	(1,308,390,000)	(794,640,000)
Cash dividends paid (Note 17)	(148,193,055)	(219,898,901)
Issuance of new shares (Note 17)	121,534,700	-
Collections of subscriptions receivable (Note 17)	4,720,600	25,362,400
Deposit for future stock subscription (Note 17)	-	101,093,150
Net cash provided by financing activities	352,906,697	246,478,019
NET INCREASE IN CASH AND CASH EQUIVALENTS	₱590,478,518	₱297,424,304

	Years Ended December 31	
	2018	2017
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		
Cash and other cash items	₱16,419,549	₱8,550,182
Due from Bangko Sentral ng Pilipinas	233,021,335	156,044,613
Due from other banks	430,501,434	217,923,219
	679,942,318	382,518,014
CASH AND CASH EQUIVALENTS AT END OF YEAR		
Cash and other cash items	21,430,132	16,419,549
Due from Bangko Sentral ng Pilipinas	483,551,094	233,021,335
Due from other banks	765,439,610	430,501,434
	₱1,270,420,836	₱679,942,318
OPERATIONAL CASH FLOWS FROM INTEREST		
Interest received	₱2,021,852,742	₱1,453,178,865
Interest paid	124,140,303	71,990,843

See accompanying Notes to Financial Statements.

CARD SME BANK, INC., A THRIFT BANK

NOTES TO FINANCIAL STATEMENTS

1. Corporate Information

CARD SME Bank Inc., A Thrift Bank (the Bank) was incorporated in the Philippines on October 4, 1961. The Bank was granted the authority to operate by the Bangko Sentral ng Pilipinas (BSP) on May 10, 1962. Its principal place of business is at 120 M. Paulino St., corner Burgos St., San Pablo City, Laguna. The Bank offers a wide range of products and services such as deposit and loan products mainly to the consumer market. As of December 31, 2018 and 2017, the Bank has 28 and 24 branches, respectively.

In 2007, the Bank (with existing branches in Sto. Tomas and Lipa City Batangas and Tagaytay City, Cavite) became a member of Center for Agriculture and Rural Development (CARD) - Mutually Reinforcing Institutions (MRI) when CARD, Inc. and CARD Employees Multi-Purpose Cooperative (EMPC) acquired the majority of its voting stock. The rehabilitation court and the BSP approved the sale and transfer of shares of stock on September 5, 2007 and February 7, 2008, respectively. This strategic move supports the graduating microenterprises clients of CARD - MRI, by empowering them through continuous access to financial resources and nonfinancial services. CARD - MRI's social mission of poverty alleviation has been folded into Bank's operation through its microfinance operation.

On May 20, 2010, the Monetary Board of BSP approved the increase in the authorized capital stock of the Bank from ₱20.00 million to ₱500.00 million and the number of Board of Directors (BOD) from five (5) to nine (9) members. Likewise on December 9, 2010, the Monetary Board of BSP thru its Resolution No. 1757 approved the conversion of the operation of the Bank from rural Bank category to a regular thrift Bank.

The BSP and Philippine Securities and Exchange Commission (SEC) approved on April 8, 2011 and May 11, 2011, respectively, the Bank's amended Articles of Incorporation (AOI) and new by-laws. The approved amendments to the Bank's AOI follow:

- a. Change of the corporate name from 'Rural Bank of Sto. Tomas (Batangas), Inc.' to 'CARD SME Bank, Inc., A Thrift Bank';
- b. Change of the primary and secondary purposes from that of rural Banking to thrift Banking;
- c. Change of the principal office address from 'General Malvar Avenue, Sto. Tomas, Batangas' to 'San Pablo City, Laguna'; and
- d. Extension of the Bank's corporate life for another fifty (50) years from the date of expiration on February 6, 2012.

The Bank was granted by the BSP the authority to operate as a thrift Bank on June 15, 2011. On July 25, 2011, the Bank formally started its operations as a thrift Bank.

On December 7, 2017, the Bangko Sentral ng Pilipinas (BSP) approved the increase in the authorized capital stock of the Bank from 500 million to 1 billion and the change of principal office address from San Pablo City, Laguna to #120 M. Paulino Corner Burgos Sts. San Pablo City, Laguna. On March 16, 2018, Securities and Exchange Commission (SEC) approved the changes in the Articles of Incorporation (AOI).

As a thrift Bank, the Bank can (1) provide short term working capital, medium and long-term financing, to business engaged in agricultural services, industry and housing; (2) provide diversified financial and allied services for its chosen market and constituents especially for small and medium

enterprises, microfinance and individuals; and (3) carry on activities specified under Section 10 of Republic Act (RA) No. 7906, otherwise known as 'Thrift Banks Act of 1995'.

As of December 31, 2018 and 2017, the Bank is 33.8% owned by CARD, Inc.

2. Summary Significant Accounting Policies

Basis of Preparation

The accompanying financial statements have been prepared on a historical cost basis. The financial statements are presented in Philippine peso (₱), the Bank's functional currency, and all values are rounded to the nearest peso except when otherwise indicated.

Statement of Compliance

The financial statements of the Bank have been prepared in accordance with Philippine Financial Reporting Standards (PFRS).

Presentation of Financial Statements

The statements of financial position of the Bank are presented in order of liquidity. An analysis regarding recovery of assets or settlement of liabilities within 12 months after the reporting date (current) and more than 12 months after the reporting date (noncurrent) is presented in Note 16.

Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position only when there is a legally enforceable right to offset the recognized amounts and there is intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously. The Bank assesses that it has a currently enforceable right of offset if the right is not contingent on a future event, and is legally enforceable in the normal course of business, event of default, and event of insolvency or Bankruptcy of the Bank and all of the counterparties.

Income and expense are not offset in the statement of comprehensive income unless required or permitted by any accounting standard or interpretation and as specifically disclosed in the accounting policies of the Bank. This is not generally the case with master netting agreements, where the related assets and liabilities are presented gross amounts in the statement of financial position.

Changes in Accounting Policies and Disclosures

The accounting policies adopted are consistent with those of the previous financial year except for the following amendments and improvements to PFRS, Philippine Accounting Standards (PAS) and Philippine Interpretation which became effective beginning on or after January 1, 2018. Except as otherwise indicated, the new and amended standards and interpretations did not have any significant impact on the financial position or performance of the Bank:

New and Amended Standards

- Amendments to PFRS 2, *Share-based Payment, Classification and Measurement of Share-based Payment Transactions*
- Amendments to PFRS 4, *Applying PFRS 9 Financial Instruments with PFRS 4 Insurance Contracts*
- Philippine Interpretation IFRIC-22, *Foreign Currency Transactions and Advance Consideration*

Annual Improvements to PFRSs (2014-2017 Cycle)

- Amendments to PAS 28, *Investments in Associates and Joint Ventures, Measuring an Associate or Joint Venture at Fair Value* (Part of *Annual Improvements to PFRSs 2014 - 2016 Cycle*)
- Amendments to PAS 40, *Investment Property, Transfers of Investment Property*

Standards that has have been adopted and that are deemed to have significant impact on the financial statements or performance of the Bank are described below:

PFRS 9, Financial Instruments

The Bank adopted PFRS 9 effective January 1, 2018 following the modified retrospective approach. PFRS 9 replaced PAS 39, *Financial Instruments: Recognition and Measurement*. As a result, the Bank changed to the following accounting policies beginning 2018.

Accordingly, the Bank has not restated comparative information for 2017 for financial instruments in the scope of PFRS 9. While impact of adoption is taken to equity balance as of January 1, 2018.

a. Classification and Measurement

The standard version adopted by the Bank specified how an entity should classify and measure its financial assets. It requires all financial assets to be classified in their entirety on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. Financial assets are measured either at amortized cost or fair value.

As of January 1, 2018, all of the Bank's financial assets were determined to have passed the contractual cash flow test as the cash flows are consistent with basic lending arrangement and asset portfolio are managed based on return of principal and carried at agreed yields.

b. Impairment

The Bank records expected credit losses (ECL) for all loans and other debt financial assets not classified as FVTPL, together with loan commitments and financial guarantee contracts.

ECL represents credit losses that reflect an unbiased and probability-weighted amount which is determined by evaluating a range of possible outcomes, the time value of money and reasonable and supportable information about past events, current conditions and forecasts of future economic conditions. ECL allowances are measured at amounts equal to either (i) 12-month ECL or (ii) lifetime ECL for those financial instruments which have experienced a significant increase in credit risk (SICR) since initial recognition (General Approach). The 12-month ECL is the portion of lifetime ECL that results from default events on a financial instrument that are possible within the 12 months after the reporting date. Lifetime ECL are credit losses that results from all possible default events over the expected life of a financial instrument.

For non-credit-impaired financial instruments:

- Stage 1 is comprised of all financial instruments which have not experienced a SICR since initial recognition or is considered of low credit risk as of the reporting date. The criteria for determining whether an account should be assessed under Stage 1 are as follows: (i) current; (ii) no significant increase in the probability of default (PD); (iii) unclassified; or (iv) past due up to 30 days. For the microfinance loans, stage 1 criteria (i) and (ii) are considered; while for other loans, stage 1 criteria (i), and (iv) are used. The Bank recognizes a 12-month ECL for Stage 1 financial instruments.

- Stage 2 is comprised of all financial instruments which have experienced a SICR as of reporting date compared to initial recognition. A SICR is generally deemed present in accounts with: (i) more than 30 days up to 90 days past due; (ii) loan especially mentioned or substandard; or (iii) with significant increase in PD. For the other loans, stage 2 criteria (i), (ii), and (iii) are considered. The Bank recognizes a lifetime ECL for Stage 2 financial instruments.

For credit-impaired financial instruments:

- Stage 3 is comprised of all financial assets that have objective evidence of impairment as a result of one or more loss events that have occurred after initial recognition with a negative impact on the estimated future cash flows of a loan or a portfolio of loans. The Bank's criteria for Stage 3 accounts are generally aligned with the definition of "default" which is explained in the next paragraph. The Bank recognizes a lifetime ECL for Stage 3 financial instruments

Definition of "default" and "cured"

The Bank classifies loans and receivables, or any financial asset as in default when it is credit impaired, becomes past due on its contractual payments in case of microfinance loans and for more than 90 days in case of SME loans and other credit exposures, when already considered non-performing, under litigation or is classified as doubtful or loss. As part of a qualitative assessment of whether a customer is in default, the Bank considers a variety of instances that may indicate unlikelihood to pay. When such events occur, the Bank carefully considers whether the event should result in treating the customer as defaulted. An instrument is considered to be no longer in default (i.e. restored) if there is sufficient evidence to support that full collection is probable and payments are received for all maturing dues.

Credit risk at initial recognition

The Bank uses internal credit assessment and approvals at various levels to determine the credit risk of exposures at initial recognition. Assessment can be quantitative or qualitative and depends on the materiality of the facility or the complexity of the portfolio to be assessed.

For accounts originated before the transition date, an approximation of the initial PD at origination was utilized. Average PD per portfolio was used as approximated initial PD at origination. Average of the Point-in-Time PDs was used.

Significant increase in credit risk

The assessment of whether there has been a significant increase in credit risk is based on an increase in the probability of a default occurring since initial recognition. The SICR criteria vary by portfolio and include quantitative changes in probabilities of default and qualitative factors, including a backstop based on delinquency. The credit risk of a particular exposure is deemed to have increased significantly since initial recognition if, based on the Bank's internal credit assessment, the borrower or counterparty is determined to require close monitoring or with well-defined credit weaknesses. For exposures without internal credit grades, if contractual payments are one day past due, the credit risk is deemed to have increased significantly since initial recognition. Days past due are determined by counting the number of days since the earliest elapsed due date in respect of which full payment has not been received. Due dates are determined without considering any grace period that might be available to the borrower. In subsequent reporting periods, if the credit risk of the financial instrument improves such that there is no longer a SICR since initial recognition, the Bank shall revert to recognizing a 12-month ECL

ECL parameters and methodologies

ECL is a function of the probability of default (PD), loss given default (LGD) and exposure at default (EAD), with the timing of the loss also considered, and is estimated by incorporating forward-looking economic information and through the use of experienced credit judgment.

The PD is an estimate of the likelihood of default over a 12-month horizon for Stage 1 or lifetime horizon for Stages 2 and 3. The PD for each individual instrument is modelled based on historic data and is estimated based on current market conditions and reasonable and supportable information about future economic conditions. The Bank segments its credit exposures based on homogenous risk characteristics and developed a corresponding PD methodology for each portfolio. The PD methodology for each relevant portfolio is determined based on the underlying nature or characteristic of the portfolio, behavior of the accounts and materiality of the segment as compared to the total portfolio.

LGD is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, including from any collateral. It makes use of defaulted accounts that have either been identified as cured, restructured, or liquidated. The Bank segmented its LGD based on homogenous risk characteristics and calculated the corresponding segment-level averages.

EAD is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and interest, and expected drawdowns on committed facilities.

Forward-looking information

The Bank incorporates forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL. A broad range of forward-looking information are considered as economic inputs, such as GDP growth, exchange rate, interest rate, inflation rate and other economic indicators. The inputs and models used for calculating ECL may not always capture all characteristics of the market at the date of the financial statements. To reflect this, qualitative adjustments or overlays are occasionally made as temporary adjustments when such differences are significantly material.

The key forward-looking economic variables used in each of the economic scenarios for the ECL calculations are remittances, retail price index, unemployment rate, and calamity damage.

The following table reconciles the aggregate opening allowances for credit losses under PAS 39 to ECL allowances under PFRS 9 on January 1, 2018:

	Allowance for credit losses under PAS 39 as at December 31, 2017	ECL under PFRS 9 as at January 1, 2018	Remeasurement	Deferred tax effect	Effect on equity
Loans and other receivables	₱119,609,494	₱66,321,455	(₱53,288,039)	(₱15,986,412)	₱37,301,627

The Bank has applied its existing governance framework to ensure that appropriate controls and validations are in place over key processes and judgments in implementing PFRS 9. The Bank is continuously testing and refining the new accounting processes, internal controls and governance framework necessitated by the adoption of PFRS 9.

The amount of ECL recognized for loans and receivables in 2018 is presented in Note 7. For other financial assets such as “Cash and other cash items”, “Due from BSP”, “Due from other banks”, “Financial asset at amortized cost” and “Other assets”, the Bank assessed that the ECL for these items is insignificant to the financial statements.

The impact of adopting PFRS 9 as of January 1, 2018 follows:

	PAS 39		Remeasurement ECL*	PFRS 9	
	Category	Amount		Category	Amount
Assets					
Cash and other cash items	Loans and receivables	₱16,419,549	₱-	Amortised cost	₱16,419,549
Due from Bangko Sentral ng Pilipinas	Loans and receivables	233,021,335	-	Amortised cost	233,021,335
Due from other banks	Loans and receivables	430,501,434	-	Amortised cost	430,501,434
Loans and receivables	Loans and receivables	4,006,726,999	(37,301,627)*	Amortised cost	4,044,028,626
Refundable security deposits	Loans and receivables	13,744,487	-	Amortised cost	13,744,487
		₱4,700,413,804	(₱37,301,627)		₱4,663,112,177

*Net of deferred tax adjustment of ₱15,986,412

PFRS 15, Revenue from Contracts with Customers

PFRS 15 supersedes PAS 11, *Construction Contracts*, PAS 18, *Revenue* and related Interpretations and it applies, with limited exceptions, to all revenue arising from contracts with customers. PFRS 15 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

PFRS 15 requires entities to exercise judgment, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The Bank adopted PFRS 15 using the modified retrospective method of adoption with the date of initial application of January 1, 2018. Under this method, the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The Bank elected to apply the standard to all contracts as at January 1, 2018.

The adoption of PFRS 15 has no significant impact to the Bank, since its revenue, primarily interest income from loans and receivables, are outside the scope of such standard.

Summary of Significant Accounting Policies

Cash and Cash Equivalents

For purposes of reporting cash flows, cash and cash equivalents include cash and other cash items, amounts due from BSP and other banks that are highly liquid, readily convertible to known amounts of cash, with original maturities of three months or less from dates of placements and that are subject to an insignificant risk of changes in value.

Due from BSP includes statutory reserves required by the BSP, which the Bank considers as cash equivalents wherein drawings can be made to meet cash requirement. The components of cash and cash equivalents are shown in the statement of cash flows. Cash and cash equivalents are carried at amortized cost in the statement of financial position.

Fair Value Measurement

The Bank measures assets and liabilities at fair value on initial recognition date. Also, fair values of financial instruments measured at amortized cost and investment properties are disclosed in Note 4.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability, or
- in the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Bank.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

If an asset or a liability measured at fair value has a bid price and ask price, the price within the bid-ask spread that is most representative of fair value in the circumstance shall be used to measure fair value regardless of where the input is categorized within the fair value hierarchy.

A fair value measurement of a nonfinancial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Bank uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statement are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities in the absence of a principal market, in the most advantageous market for the asset or liability
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statement at fair value on a recurring basis, the Bank determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. The Bank does not have assets and liabilities carried at fair value as of December 31, 2018 and 2017.

For the purpose of fair value disclosures, the Bank has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as disclosed above (Note 4).

Financial Instruments - Initial Recognition and Subsequent Measurement

Date of recognition

Regular way purchases and sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market, except for derivatives, are recognized on the settlement date. Settlement date is the date on which the transaction is settled by delivery of the assets that are the subject of the agreement. Settlement date accounting refers to (a) the recognition of an asset on the day it is received by the Bank, and (b) the derecognition of an asset and recognition of any gain or loss on disposal on the day that it is delivered by the Bank.

'Day 1' difference

Where the transaction price in a non-active market is different from the fair value from other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Bank recognizes the difference between the transaction price and fair value (a 'Day 1' difference) in the statement of income under 'Miscellaneous' unless it qualifies for recognition as some other type of asset. In cases where the transaction price used is made of data which is not observable, the difference between the transaction price and model value is only recognized in the statement of income when the inputs become observable or when the instrument is derecognized. For each transaction, the Bank determines the appropriate method of recognizing the 'Day 1' difference amount.

Policies applicable beginning January 1, 2018

Classification and Measurement of Financial Assets

Under PFRS 9, the classification and measurement of financial assets is driven by the entity's contractual cash flow characteristics of the financial assets and business model for managing the stagfinancial assets.

As part of its classification process, the Bank assesses the contractual terms of financial assets to identify whether they meet the 'solely payments of principal and interest' (SPPI) test. 'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (e.g., if there are repayments of principal or amortization of the premium or discount).

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Bank applies judgment and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set. In contrast, contractual terms that introduce a more than de minimis exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement do not give rise to contractual cash flows that are solely payments of principal and interest on the amount outstanding. In such cases, the financial asset is required to be measured at FVPL.

Business model assessment

The Bank determines its business model at the level that best reflects how it manages banks of financial assets to achieve its business objective.

The Bank's business model is assessed on an instrument-by-instrument basis and is based on observable factors such as:

- How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel
- The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed
- The expected frequency, value and timing of sales are also important aspects of the Bank's assessment

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realized in a way that is different from the Bank's original expectations, the Bank does not change the classification of the remaining financial assets held in that business model but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

The solely payments of principal and interest (SPPI) test

As a second step of its classification process the Bank assesses the contractual terms of financial assets to identify whether they meet the SPPI test.

'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortization of the premium/discount).

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Bank applies judgement and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set.

In contrast, contractual terms that introduce a more than de minimis exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement do not give rise to contractual cash flows that are solely payments of principal and interest on the amount outstanding. In such cases, the financial asset is required to be measured at FVTPL.

Financial assets at amortized cost

Debt financial assets are measured at amortized cost if both of the following conditions are met:

- the asset is held within the Bank's business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt financial assets meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at amortized cost using the effective interest method less any impairment in value, with the interest calculated recognized as 'Interest income' in the statement of income. The Bank classified 'Cash and other cash items (COCI)', 'Due from BSP', 'Due from other banks', 'Investment securities at amortized cost', 'Loans and receivables', 'Hold-to-collect investments' and cash collateral deposits and security deposits (included under 'Other assets') as financial assets at amortized cost.

The Bank may irrevocably elect at initial recognition to classify a financial asset that meets the amortized cost criteria above as at FVTPL if that designation eliminates or significantly reduces an accounting mismatch had the debt financial asset been measured at amortized cost.

As of December 31, 2018, the Bank has not made such designation.

Policies applicable prior to January 1, 2018

Loans and Receivables

This accounting policy relates to the statement of financial position captions 'Loans and receivables', 'Due from BSP', 'Due from other banks' and refundable rental deposits under 'Other assets'. These are non-derivative financial assets with fixed or determinable payments and fixed maturities that are not quoted in an active market, other than:

- those that the Bank intends to sell immediately or in the near term and those that the Bank upon initial recognition designates as at FVPL;
- those that the Bank, upon initial recognition, designates as AFS investments; or
- those for which the Bank may not recover substantially all of its initial investment, other than because of credit deterioration.

After initial measurement, loans and receivables are subsequently measured at amortized cost using the effective interest method, less any allowance for credit losses. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees and costs that are an integral part of the effective interest rate (EIR). The amortization is included in 'Interest income' in the statement of income. The losses arising from impairment are recognized in 'Provision for credit and impairment losses' in the statement of income.

Financial liabilities

This category represents issued financial instruments or their components, which are not designated at FVPL where the substance of the contractual arrangement results in the Bank having an obligation either to deliver cash or another financial asset to the holder, or to satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares. The financial liabilities at amortized cost are classified under the statement of the financial position captions 'Deposit liabilities' and 'Bills payable', and financial liabilities presented under 'Other liabilities'. The components of issued financial instruments that contain both liability and equity elements are accounted for separately, with the equity component being assigned the residual amount after deducting from the instrument as a whole the amount separately determined as the fair value of the liability component on the date of issue.

After initial measurement, financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are integral part of the EIR.

This accounting policy relates to the balance sheet captions 'Deposit liabilities', 'Bills payable' and financial liabilities presented under 'Other liabilities'.

Policies applicable beginning January 1, 2018 for impairment of financial asset

ECL represent credit losses that reflect an unbiased and probability-weighted amount which is determined by evaluating a range of possible outcomes, the time value of money and reasonable and supportable information about past events, current conditions and forecasts of future economic conditions. ECL allowances are measured at amounts equal to either (i) 12-month ECL or (ii) lifetime ECL for those financial instruments which have experienced a significant increase in credit risk (SICR) since initial recognition. The 12-month ECL is the portion of lifetime ECL that results from default events on a financial instrument that are possible within the 12 months after the

reporting date. Lifetime ECL are credit losses that results from all possible default events over the expected life of a financial instrument.

For non-credit-impaired financial instruments:

- Stage 1 is comprised of all non-impaired financial instruments which have not experienced a SICR since initial recognition. The Bank recognizes a 12-month ECL for Stage 1 financial instruments.
- Stage 2 is comprised of all non-impaired financial instruments which have experienced a SICR since initial recognition. The Bank recognizes a lifetime ECL for Stage 2 financial instruments.

For credit-impaired financial instruments:

- Financial instruments are classified as Stage 3 when there is objective evidence of impairment as a result of one or more loss events that have occurred after initial recognition with a negative impact on the estimated future cash flows of a loan or a portfolio of loans. The ECL model requires that lifetime ECL be recognized for impaired financial instruments.

The Bank recognizes lifetime ECL on all of its non-impaired financial instruments since the Bank assessed that the expected life of its financial assets does not exceed 12 months. As a result, the Bank considers these instruments under Stage 1, regardless whether SICR already exists since initial recognition.

The Bank uses internal credit assessment and approvals at various levels to determine the credit risk of exposures at initial recognition. Assessment can be quantitative or qualitative and depends on the materiality of the facility or the complexity of the portfolio to be assessed.

The Bank defines a financial instrument as in default, which is fully aligned with the definition of credit impaired, in all cases when the borrower becomes past due on its contractual payments (day 1) in case of microfinance loans and at least 90 days past due in case of SME loans and other credit exposures. As a part of a qualitative assessment of whether a customer is in default, the Bank also considers a variety of instances that may indicate unlikelihood to pay. When such events occur, the Bank carefully considers whether the event should result in treating the customer as defaulted. An instrument is considered to be no longer in default (i.e., to have cured) when it no longer meets any of the default criteria for a consecutive period of 180 days (i.e. consecutive payments from the borrowers for 180 days).

ECL is a function of the Probability of Default (PD), Exposure at Default (EAD) and Loss Given Default (LGD), with the timing of the loss also considered, and is estimated by incorporating forward-looking economic information and through the use of experienced credit judgment.

The PD represents the likelihood that a credit exposure will not be repaid and will go into default. EAD represents an estimate of the outstanding amount of credit exposure at the time a default may occur. For off-balance sheet and undrawn amounts, EAD includes an estimate of any further amounts to be drawn at the time of default. LGD is the amount that may not be recovered in the event of default. LGD takes into consideration the amount and quality of any collateral held.

Write-off

Financial assets are written off either partially or in their entirety when the Company no longer expects collections or recoveries within a foreseeable future. If the amount to be written off is greater than the accumulated loss allowance, the difference is first treated as an addition to the allowance that is then applied against the gross carrying amount. Any subsequent recoveries are credited to credit loss expense.

Policies applicable prior to January 1, 2018

The Bank assesses at each reporting date whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the borrower or a group of borrowers is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization and where observable data indicate that there is measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

Financial asset carried at amortized cost

For financial assets carried at amortized cost, which includes 'Loans and receivables', 'Due from BSP', 'Due from other banks', and refundable rental deposits under 'Other assets', the Bank first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant.

If the Bank determines that no objective evidence of impairment exists for individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses for impairment. Those characteristics are relevant to the estimation of future cash flows for groups of such assets by being indicative of the counterparties' ability to pay all amounts due according to the contractual terms of the assets being evaluated. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognized are not included in a collective assessment for impairment.

If there is objective evidence that an impairment loss has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows (excluding future credit losses that have not been incurred). The carrying amount of the asset is reduced through the use of an allowance account and the amount of loss is charged to the statement of income. Financial assets, together with the associated allowance accounts, are written off when there is no realistic prospect of future recovery and all collateral has been realized. If, subsequently, the amount of the estimated impairment loss decreases because of an event occurring after the impairment was recognized, the previously recognized impairment loss is reduced by adjusting the allowance account.

If a write-off is later recovered, any amounts formerly charged are credited to 'Miscellaneous' in the statement of income.

For the purpose of a collective evaluation of impairment, financial assets are grouped on the basis of such credit risk characteristics as days past-due and term. Future cash flows in a group of financial assets that are collectively evaluated for impairment are estimated on the basis of historical loss experience for assets with credit risk characteristics similar to those in the group.

Historical loss experience is adjusted on the basis of current observable data to reflect the effects of current conditions that did not affect the period in which the historical loss experience is based and to remove the effects of conditions in the historical period that do not exist currently.

Estimates of changes in future cash flows reflect and are directionally consistent with changes in related observable data from period to period (such as changes in unemployment rates, payment status, or other factors that are indicative of incurred losses in the group and their magnitude). The methodology and assumptions used for estimating future cash flows are reviewed regularly by the Bank to reduce any differences between loss estimates and actual loss experience.

Restructured receivables

Where possible, the Bank seeks to restructure receivables, which may involve extending the payment arrangements and the agreement of new receivable conditions. Once the terms have been renegotiated, the receivable is no longer considered past due. Management continuously reviews restructured receivables to ensure that all criteria are met and that future payments are likely to occur. The receivables continue to be subject to an individual or collective impairment assessment, calculated using the receivable's original EIR. The difference between the recorded value of the original receivable and the present value of the restructured cash flows, discounted at the original EIR, is recognized in 'Provision for credit losses' in the statement of income.

Derecognition of Financial Assets and Financial Liabilities

Financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of financial assets) is derecognized when:

- the rights to receive cash flows from the asset have expired; or
- the Bank retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass-through' arrangement; or
- the Bank has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained the risks and rewards of the asset but has transferred control over the asset.

Where the Bank has transferred its rights to receive cash flows from an asset or has entered into a "pass-through" arrangement, and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control over the asset, the asset is recognized to the extent of the Bank's continuing involvement in the asset. In that case, the Bank also recognizes an associated liability. The transferred asset and associated liability are measured on a basis that reflects the rights and obligations that the Bank has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Bank could be required to repay.

The transfer of risks and rewards is evaluated by comparing the Bank's exposure, before and after the transfer, with the variability in the amounts and timing of the net cash flows of the transferred asset. The Bank has retained substantially all the risks and rewards of ownership of a financial asset if its exposure to the variability in the present value of the future net cash flows from the financial asset does not change significantly as a result of the transfer (e.g., because the entity has sold a financial asset subject to an agreement to buy it back at a fixed price or the sole price plus a lender's return). The Bank has transferred substantially all the risks and rewards of ownership of a financial asset if its exposure to such variability is no longer significant in relation to the total variability in the present value of the future net cash flows associated with the financial asset (e.g., because the entity has sold a financial asset subject only to an option to buy it back at its fair value at the time of repurchase or has transferred fully proportionate share of the cash flows from a larger financial asset in an agreement).

Whether the Bank has retained control of the transferred asset depends on the transferee's ability to sell the asset. If the transferee has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without needing to impose additional restrictions on the transfer, the entity has not retained control.

Financial liabilities

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or has expired. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the statement of income.

Prepayments

Prepayments are expenses paid in advance and recorded as asset before they are utilized. This account consists of prepaid rentals and prepaid expenses under 'Other assets' in the statement of financial position. Prepayments are apportioned over the period covered by the payments and charged to the appropriate accounts in the statements of income when incurred.

Property and Equipment

Property and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any.

The initial cost of property and equipment consists of its purchase price, including nonrefundable taxes and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Expenditures incurred after items of property and equipment have been put into operation, such as repairs and maintenance are normally charged against operations in the period in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as an additional cost of property and equipment.

Depreciation is computed using the straight-line method over the estimated useful lives (EUL) of the respective assets. Leasehold improvements are amortized over lease term and the shorter of the terms of the covering leases and EUL of the improvements.

The range of the EULs of the property and equipment follows:

Building and improvements	5 to 15 years
Leasehold improvements	3 to 5 years
Furniture, fixtures and equipment	2 to 3 years
Transportation equipment	3 to 5 years

The depreciation method and the EULs are reviewed periodically to ensure that the period and the method of depreciation are consistent with the expected pattern of economic benefits from items of property and equipment.

Fully depreciated assets are retained in the accounts until they are no longer in use and no further depreciation is credited against profit or loss.

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising from derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of income under 'Gain on sale of asset - net' in the period the asset is derecognized.

The carrying values of the property and equipment are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, an impairment loss is recognized under 'Provision for credit and impairment losses' in the statement of income.

Investment Properties

Investment properties are measured initially at cost, including transaction costs. An investment property acquired through an exchange transaction is measured at fair value of the asset acquired unless the fair value of such an asset cannot be measured in which case the investment property acquired is measured at the carrying amount of asset given up. Foreclosed properties are classified under 'Investment properties' upon either: a) entry of judgment in case of judicial foreclosure, b) execution of sheriff's certificate of sale in case of extra-judicial foreclosure; or c) notarization of the deed of dacion in case of payment in kind (dacion en pago).

The difference between the fair value of the asset acquired and the carrying amount of the asset given up is recognized under 'Other income' in the statement of income.

Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation (for depreciable investment properties) and accumulated impairment losses, if any.

Depreciation on buildings and improvements is calculated on a straight-line basis over the EUL of ten years from the time of acquisition of the depreciable investment properties.

Investment properties are derecognized when they have either been disposed of or when the investment property is permanently withdrawn from use and no future benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognized in the statement of income in the period of retirement or disposal. Expenditures incurred after the investment properties have been put into operations, such as repairs and maintenance costs, are charged against income in the period in which the costs are incurred.

Transfers are made to investment properties when, and only when, there is a change in use evidenced by cessation of owner-occupation or commencement of an operating lease to another party or ending of construction or development. Transfers are made from investment property when, and only when, there is a change in use, evidenced by commencement of owner-occupation or commencement of development with a view to sale.

Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Internally generated intangibles, excluding capitalized development costs, are not capitalized and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of income in the expense category that is consistent with the function of the intangible assets.

Intangible assets consist of software costs which are amortized on a straight-line basis over three years.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of income when the asset is derecognized.

Impairment of Nonfinancial Assets

At each reporting date, the Bank assesses whether there is any indication that its nonfinancial assets may be impaired. When an indicator of impairment exists or when an annual impairment testing for an asset is required, the Bank makes a formal estimate of recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs to sell and its value in use (VIU) and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets, in which case the recoverable amount is assessed as part of the cash generating unit (CGU) to which it belongs.

Where the carrying amount of an asset exceeds its recoverable amount, the asset (or CGU) is considered impaired and is written down to its recoverable amount. In assessing VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is charged against operations in the period in which it arises. An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of income. After such a reversal, the depreciation and amortization expense is adjusted in future period to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining life.

Retirement Benefits

Defined benefit plan

The Bank operates a defined benefit retirement plan and a hybrid retirement plan which require contribution to be made to a separately administered fund. The net defined benefit liability or asset is the aggregate of the present value of the defined benefit obligation at the end of the reporting period reduced by the fair value of plan assets and adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The cost of providing benefits under the defined benefit plans is actuarially determined using the projected unit credit method.

Defined benefit costs comprise the following:

- service cost;
- net interest on the net defined benefit liability or asset; and
- remeasurements of net defined benefit liability or asset.

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expenses in the statement of income. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuaries.

Net interest on the net defined benefit liability or asset is the change during the period in the net defined benefit liability or asset that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net defined benefit liability or asset. Net interest on the net defined benefit liability or asset is recognized as expense or income in the statement of income. Retirement expense is presented under 'Compensation and fringe benefits' in the statement of income.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognized immediately in the statement of financial position with a corresponding debit or credit to 'Changes in remeasurement gain (loss) on retirement liabilities' under other comprehensive income (OCI) in the period in which they arise. Remeasurements are not reclassified to the statement of income in subsequent periods.

Plan assets are assets that are held by a long-term employee benefit fund. Plan assets are not available to the creditors of the Bank, nor can they be paid directly to the Bank. Fair value of plan assets is based on market price information. When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations). If the fair value of the plan assets is higher than the present value of the defined benefit obligation, the measurement of the resulting defined benefit asset is limited to the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

Employee leave entitlement

Employee entitlements to annual leave are recognized as a liability when they are accrued to the employees. The undiscounted liability for leave expected to be settled wholly before 12 months after the end of the annual reporting period is recognized for services rendered by employees up to the end of the reporting period

Equity

Common stock

Common stock represents the aggregate amount of paid capital stock which is determined using the nominal or par value of shares that have been issued. When the shares are sold at a premium, the difference between the proceeds and par value is credited to 'Capital paid in excess of par value', net of direct costs incurred related to the equity issuance. If 'Capital paid in excess of par value' is not sufficient, the excess is charged against surplus.

Subscribed common stock is recognized at subscribed amount net of subscription receivable. This will be debited upon full payment of the subscription and issuance of the shares of stock. Subscriptions receivable pertains to uncollected portion of subscribed stocks. The Bank accounts for the subscription receivable as a contra equity account.

Surplus

Surplus represents the accumulated earnings, dividend contributions, prior period adjustments, effect of changes in accounting policy and other capital adjustments.

Own equity instruments which are reacquired (treasury stocks) are recognized at cost and deducted from equity. No gain or loss is recognized in the statement of income on the purchase, sale, issue or cancellation of the Bank's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized in 'Capital paid in excess of par value'. Voting rights related to treasury stocks are nullified for the Bank and no dividends are allocated to them. When the stocks are retired, the 'Common stock' account is reduced by its par value and the excess of cost over par value upon retirement is debited to 'Capital paid in excess of par value' at the time the stocks were retired and to surplus for the remaining balance.

Cash dividends

Dividend distributions are at the discretion of the Bank. A dividend distribution to the Bank's shareholders is accounted for as a deduction from retained earnings. A proposed cash dividend is recognized as a liability in the period in which it is approved by the BOD.

Deposit for Future Stock Subscription

Deposit for future stock subscription (DFS) shall be classified under equity account if all of the following conditions are present as of reporting date:

- the unissued authorized capital stock of the Bank is insufficient to cover the amount of shares indicated in the contract;
- there is BOD approval on the proposed increase in authorized capital stock (for which a deposit was received by the Bank);
- there is stockholders' approval of said proposed increase; and
- the application for the approval of the proposed increase has been filed with the BSP and the SEC.

DFS does not meet the foregoing provisions and is treated as a non-financial liability.

As of December 31, 2018 and 2017, the Bank has DFS subscription recorded under 'Other liabilities' in the statement of financial position amounting to nil and ₱106.3 million, respectively (Note 17).

Revenue Recognition

Prior to January 1, 2018, under PAS 18, *Revenue*, revenue is recognized to the extent that it is probable that economic benefits will flow to the Bank and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received. Upon adoption of PFRS 15, beginning January 1, 2018, revenue from contracts with customers is recognized upon transfer of services to the customer at an amount that reflects the consideration to which the Bank expects to be entitled in exchange for those services. The adoption of PFRS 15 did not have significant impact in the Bank as the main source of revenue is from interest income earned from loans and receivables.

The following specific recognition criteria must also be met before the revenue is recognized:

Interest income

For all financial assets measured at amortized cost, interest income is recorded at EIR, which is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or financial liability. The calculation takes into account all contractual terms of the financial instrument including any fees or incremental costs that are directly attributable to the instrument and are an integral part of the EIR, but not future credit losses.

Under PFRS 9, when a financial asset becomes credit-impaired, the Bank calculates interest income by applying the EIR to the net amortized cost of the financial asset. If the financial asset cures and is no longer credit-impaired, the Bank reverts to calculating interest income on a gross basis. Under PAS 39, once the recorded value of a financial asset or group of similar financial assets carried at amortized cost has been reduced due to an impairment loss, interest income continues to be recognized using the original EIR applied to the new carrying amount.

Gain (loss) on sale of assets - net

Gain or loss from exchange or sale of assets is recognized upon completion of the earning process. For disposal of nonfinancial assets, this will include whether the collectability of the consideration is reasonably assured.

Loan fees, service fees and penalties

Loan fees are recognized over the term of the credit lines granted to each borrower. Service fees are accrued when earned. Penalties are recognized only upon collection or where there is a reasonable degree of certainty as to their collectability. These items are recognized under 'Miscellaneous income' in the statement of income.

Expense Recognition

Expense is recognized when it is probable that decrease in the future economic benefits related to decrease in an asset or an increase in liability has occurred and that the decrease in economic benefits can be measured reliably. Revenues and expenses that relate to the same transaction or other event are recognized simultaneously.

Expenses encompass losses as well as those expenses that arise in the course of the ordinary activities of the Bank. Expenses are recognized when incurred.

Interest expense

Interest expense for all interest-bearing financial liabilities is recognized in 'Interest expense' in the statement of income using the EIR of the financial liabilities to which they relate.

Taxes and licenses

This includes all other taxes, local and national, including gross receipts taxes (GRT), documentary taxes, real estate taxes, licenses and permit fees that are recognized when incurred.

Leases

The determination of whether an arrangement is, or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset. A reassessment is made after inception of the lease only if one of the following applies:

- (a) there is a change in contractual terms, other than renewal or extension of the arrangement;

- (b) a renewal option is exercised or extension granted, unless the term of the renewal or extension was initially included in the lease term;
- (c) there is a change in the determination of whether fulfillment is dependent on a specified asset; or
- (d) there is a substantial change to the asset.

Where a reassessment is made, lease accounting shall commence or cease from the date when the change in circumstances gave rise to the reassessment for scenarios 'a', 'c' or 'd' above, and at the date of renewal or extension period for scenario 'b'.

Bank as a lessee

Leases where the lessor retains substantially all the risks and rewards of ownership of the asset are classified as operating leases. Operating lease payments are recognized as an expense under 'Occupancy' in the statement of income on a straight-line basis over the lease term.

Income Taxes

Income tax on profit or loss for the year comprises current and deferred taxes. Income tax is determined in accordance with tax laws and is recognized in the statement of income, except to the extent that it relates to items directly recognized in OCI.

Current tax

Current tax assets and liabilities for the current periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Deferred tax

Deferred tax is provided, using the balance sheet liability method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits from excess minimum corporate income tax (MCIT) over regular corporate income tax (RCIT) and unused net operating loss carryover (NOLCO), to the extent that it is probable that future taxable income will be available against which the deductible temporary differences and carryforward benefits of unused excess MCIT over RCIT and unused NOLCO can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable income will be available to allow all or part of the deferred tax asset to be utilized.

Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable income will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are applicable to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Current and deferred taxes relating to items recognized directly in equity are recognized in OCI, and not in the statement of income.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and deferred taxes relate to the same taxable entity and the same taxation authority.

Provisions and Contingencies

Provisions are recognized when the Bank has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Bank expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of income, net of any reimbursement. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized under 'Interest expense' in the statement of income.

Contingent liabilities are not recognized in the financial statements but are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized but are disclosed in the financial statements when an inflow of economic benefits is probable.

Events After the Reporting Date

Any post-year-end events that provide additional information about the Bank's position at the reporting date (adjusting events) are reflected in the financial statements. Post-year-end events that are not adjusting events, if any, are disclosed when material to the financial statements.

Standards Issued but not yet Effective

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Bank's financial statements are listed below. The Bank intends to adopt these standards when they become effective. Unless otherwise stated, adoption of these standards and interpretations are not expected to have any significant impact on the financial statements of the Bank.

Effective beginning on or after 1 January 2019:

- PFRS 16, *Leases*

PFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under PAS 17, *Leases*. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognize a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognize the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognize the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

Lessor accounting under PFRS 16 is substantially unchanged from today's accounting under PAS 17. Lessors will continue to classify all leases using the same classification principle as in PAS 17 and distinguish between two types of leases: operating and finance leases.

PFRS 16 also requires lessees and lessors to make more extensive disclosures than under PAS 17.

A lessee can choose to apply the standard using either a full retrospective or a modified retrospective approach. The standard's transition provisions permit certain reliefs.

The Bank is currently assessing the impact of this new standard in the financial statements.

- Amendments to PFRS 9, *Prepayment Features with Negative Compensation*
- Amendments to PAS 19, *Employee Benefits, Plan Amendment, Curtailment or Settlement*
- Amendments to PAS 28, *Long-term Interests in Associates and Joint Ventures*
- Philippine Interpretation IFRIC-23, *Uncertainty over Income Tax Treatments*
- *Annual Improvements to PFRSs 2015-2017 Cycle*
 - Amendments to PFRS 3, *Business Combinations*, and PFRS 11, *Joint Arrangements, Previously Held Interest in a Joint Operation*
 - Amendments to PAS 12, *Income Tax Consequences of Payments on Financial Instruments Classified as Equity*
 - Amendments to PAS 23, *Borrowing Costs, Borrowing Costs Eligible for Capitalization*

Effective beginning on or after 1 January 2020

- Amendments to PFRS 3, *Definition of a Business*
- Amendments to PAS 1, *Presentation of Financial Statements*, and PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors, Definition of Material*

Effective beginning on or after 1 January 2021

- PFRS 17, *Insurance Contracts*

Deferred effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

3. Significant Accounting Judgments and Estimates

The preparation of the Bank's financial statements in accordance with PFRS requires the management to make judgments and estimates that affect the reported amounts of assets, liabilities, revenue and expenses and disclosure of contingent assets and contingent liabilities, if any. Future events may occur which will cause the judgments used in arriving at the estimates to change. The effects of any change in estimates are reflected in the financial statements as they become reasonably determinable.

Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Judgments

Fair value of financial instruments

Where the fair values of financial assets and financial liabilities recognized or disclosed in the statements of financial position cannot be derived from active markets, these are determined using internal valuation techniques using generally accepted market valuation models.

The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. These judgments may include considerations of liquidity and model inputs such as correlation and volatility for longer dated derivatives.

Estimates

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, which have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next period, are described below. The Bank based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances beyond the control of the Bank. Such changes are reflected in the assumptions when they occur.

(a) Credit losses on loans and receivables (prior to adoption of PFRS 9)

The Bank reviews its loans and receivables to assess impairment annually. In determining whether an impairment loss should be recorded in the statement of income, the Bank makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows from a portfolio of receivables before the decrease can be identified with an individual receivable in that portfolio. This evidence may include observable data indicating that there has been an adverse change in the payment status of customers or national or local economic conditions that correlate with defaults on the loans and receivables. Past-due accounts and loans wherein the borrower requested moratorium but no subsequent collection is made after the moratorium ends at year-end, fall under specific loan loss provision. In addition, the Bank makes a collective impairment assessment against exposures which, although not specifically identified as requiring a specific allowance, have a greater risk of default than when originally granted. This collective allowance is based on changes in factors that are indicative of incurred losses, such as deterioration in payment status among others. As at December 31, 2018, the carrying value of loans and receivables and related allowance for credit losses are disclosed in Note 7.

(b) Expected credit losses on financial assets (PFRS 9)

The Bank reviews its financial assets and commitments at each reporting date to determine the amount of expected credit losses to be recognized in the balance sheet and any changes thereto in the statement of income. In particular, judgments and estimates by management are required in determining the following:

- whether a financial asset has had a significant increase in credit risk since initial recognition;
- whether default has taken place and what comprises a default;
- macro-economic factors that are relevant in measuring a financial asset's probability of default as well as the Bank's forecast of these macro-economic factors;
- probability weights applied over a range of possible outcomes;

- sufficiency and appropriateness of data used and relationships assumed in building the components of the Bank's expected credit loss models;
- measuring the exposure at default for unused commitments on which an expected credit loss should be recognized and the applicable loss rate

The related allowance for credit losses of financial assets are disclosed in Note 7.

(c) Recognition of deferred tax assets

The amount of deferred tax assets recognized by the Bank is based on the estimate of future taxable income. Significant management judgment is required to determine the amount of deferred tax asset that can be recognized, based upon the likely timing and level of future taxable profits together with future tax planning.

The Bank reviews the carrying amount of deferred tax asset at each reporting date and reduces this to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax asset to be utilized. The recognized and unrecognized deferred tax assets for the Bank are disclosed in Note 18.

(d) Present value of defined benefit obligation

The cost of defined benefit retirement plan and other post-employment benefits is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases, and mortality rates. Due to the complexity of the valuation, the underlying assumptions and long-term nature of these plans, such estimates are subject to significant uncertainty. All assumptions are reviewed at each reporting date.

In determining the appropriate discount rate, management considers the market yields on Philippine government bonds with terms consistent with the expected employee benefit payout at reporting date, with extrapolated maturities corresponding to the expected duration of the defined benefit obligation. Future salary increases are based on expected future inflation rates for the specific country. The mortality rate is based on publicly available mortality tables for the specific country and is modified accordingly with estimates of mortality improvements. The present value of the retirement liability and fair value of plan assets are disclosed in Note 18.

4. Fair Value Measurement and Fair Value Hierarchy

Fair Value Measurement

As of December 31, 2018 and 2017, except as discussed below, the carrying values of the Bank's financial assets and financial liabilities as reflected in the statements of financial position and related notes approximate their fair values.

Inputs used in estimating fair values of financial instruments carried at cost and categorized under Level 3 include risk-free rates and applicable risk premium.

The methods and assumptions used by the Bank in estimating fair values of financial instruments and nonfinancial asset for which fair value is disclosed are as follows:

Cash and other cash items, due from BSP, due from other banks, current portion of receivables and unquoted debt securities, accrued interest receivable, refundable deposits, current portion of deposit liabilities, bills payable and finance lease liabilities, accrued expenses, accrued interest payable, accounts payable and dividends payable

Fair values of these financial instruments approximate their carrying values in view of the short term maturities of these instruments.

Investment properties

Fair values of the Bank’s investment properties have been determined based on valuations made by independent external appraiser based on the recent sales of similar properties in the same area as the investment properties and taking into account the economic conditions prevailing at the time the valuations were made and comparability of similar properties sold with the property being valued.

The Bank uses a hierarchy for determining and disclosing the fair value of its assets and liabilities (Note 2).

The following table summarizes the valuation techniques used and the significant unobservable inputs valuation for investment properties held by the Bank:

	Valuation Techniques	Significant Unobservable inputs
Land	Market Data Approach	Location, size, shape, utility/neighborhood, improvements and time element
Building	Modified Quantity Survey Approach	Depreciated replacement cost

Description of the valuation techniques, inputs and assumptions used to value the Bank’s investment properties are as follows:

Valuation Techniques, Inputs and Assumptions

Valuation Techniques, Inputs and Assumptions	Description
Market Data Approach	A process of comparing the subject property being appraised to similar comparable properties recently sold or being offered for sale.
Modified Quantity Survey Approach	A method wherein each building component is priced based on the current cost of materials and labor and indirect costs such as contractor's profits, overhead, taxes, fees and other related expenses are then added in lump sum.

Fair Value Hierarchy

The following table summarizes the carrying values and the fair values by level of the fair value hierarchy of the Bank's assets and liabilities that are carried at fair value or for which fair values is as at December 31, 2018 and 2017:

	2018				
	Carrying Value	Level 1	Level 2	Level 3	Total Fair Value
Assets and liabilities for which fair values are disclosed*:					
<i>Financial assets</i>					
Loans and receivables					
SME (Small and medium-sized enterprises) loans	₱742,995,748	₱–	₱–	₱490,145,244	₱490,145,244
Unquoted debt securities	116,754,912	–	–	162,523,312	162,523
<i>Nonfinancial asset</i>					
Investment properties	5,999,533	–	–	8,717,765	8,717,765
<i>Financial liabilities</i>					
Deposit liabilities	643,707	–	–	1,002,887	1,002,887
Bills payable	98,400,000	–	–	118,157,298	118,157,298
Finance lease payable	6,234,588	–	–	5,834,028	5,313,292
<i>* Pertains to noncurrent assets and liabilities</i>					
		2017			
	Carrying Value	Level 1	Level 2	Level 3	Total Fair Value
Assets and liabilities for which fair values are disclosed*:					
<i>Financial assets</i>					
Loans and receivables					
SME (Small and medium-sized enterprises) loans	₱375,910,336	₱–	₱–	₱326,824,366	₱326,824,366
Unquoted debt securities	116,749,391	–	–	90,222,119	90,222,119
<i>Nonfinancial asset</i>					
Investment properties	7,781,349	–	–	8,717,765	8,717,765
<i>Financial liabilities</i>					
Deposit liabilities	1,571,881	–	–	1,002,887	1,002,887
Bills payable	97,964,677	–	–	118,157,298	118,157,298
Finance lease payable	5,633,357	–	–	5,313,292	5,313,292
<i>* Pertains to noncurrent assets and liabilities</i>					

As of December 31, 2018 and 2017, the Bank has no financial instruments carried at fair value.

There were no transfers between Level 1 and Level 2 fair value measurements and no transfers into and out of Level 3 fair value measurements in 2018 and 2017.

5. Financial Risk Management Objectives and Policies

In the course of the business cycle, the Bank has exposure to the following risks from its use of financial instruments: (a) credit risk; (b) market risk; and (c) liquidity risk.

The Bank adheres to the proactive and prudent approach of managing the business that recognizes and manages risks to continuously provide quality financial services to clients and to protect shareholders' value.

Risk management process involves setting of revenue goals, definition of risk philosophy and creating risk culture, determining opportunities that would create risk in the future, identifying and assessing the risk, evaluating and defining risk tolerance, taking actions to mitigate and control the risks through defined roles and responsibilities, close monitoring of the scenarios, reporting of risk taking performance, revalidation of risk methodologies and adjustment of the systems and policies necessary to effectively minimize risk level.

The BOD through its Credit Risk Management Committee (CRMC) is responsible for the development and oversight of the Bank's risk management program, identification and evaluation of risk exposures, monitoring the Bank's implementation of risk management policies and procedures, and for reviewing and evaluating the adequacy of risk management framework in relation to the risks faced by the Bank. The CRMC regularly reports to the BOD the results of reviews of actual implementation of risk management policies. Risk management of the Bank is strengthened in conjunction with Audit Committee (AC) and Internal Audit (IA) functions. IA undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the AC.

Credit risk

Credit risk is the risk of financial loss to the Bank if the counterparty to a financial instrument fails to meet its contractual obligations. The Bank manages and controls credit risk by setting limits on the amount of risk it is willing to accept for individual counterparties and for geographical and industry concentrations, and by monitoring exposures in relation to such limits.

Management of credit risk

Credit risk is being managed by instilling credit discipline both among the Bank's staff and the borrowers. The Bank's staff performs in-depth credit evaluation and close monitoring of account throughout the borrowing period, hence, on-time service delivery motivates the borrowers to fulfill their financial obligation to the highest standards. Borrowers are well-oriented on the credit repayment design they undertake.

For microfinance loans, loan portfolio is diversified in different economic activities or projects. There is geographical diversification to spread the risk brought about by natural calamities. Proper target market selection, rigorous character and background investigation, members' or borrowers' education or training on credit discipline in microfinance and validation of utilization of loan proceeds are applied. Intensive monitoring of all branches is conducted by the Area Manager (AM), Regional Director (RD) and Executive Vice President (EVP). Staff skills and competencies are regularly updated. Strategies are identified to manage competitors. Development of new client or market-oriented loan or deposit products and enhancement of product design systems and procedures, monitoring of members without loans and motivating qualified members to borrow are regularly done. Cost-cutting measures were planted to achieve improved profitability. Financial ratios and evaluation of compliance with BSP standards are regularly monitored.

Furthermore, the Bank has a preventive delinquency management approach through proper and strict credit delivery, monitoring and collection. Close monitoring through conduct of weekly center meetings is being implemented allowing the early determination of early warning signals on each borrower-member. A daily monitoring on the number of defaulted members and intensive follow-up areas are strictly being implemented. Various remedial measures are likewise being implemented to allow rehabilitation of defaulted borrowers. Defaulted borrowers which failed to cooperate despite remedial efforts done are referred to the Bank's legal counsel for collection or filing of appropriate legal action.

In general, borrowers are also perpetual savers. Consequently, their Pledge Savings accounts are pledged and serve as guarantee to their loans, which increase their borrowing capacity. Each business unit has a Unit Manager who reports on all credit-related matters to the local management consisting of the AM, RD and EVP.

Each business unit is responsible for the quality and performance of its credit portfolio and for monitoring and controlling all credit risks in its portfolio. Regular audits of business units and credit processes are undertaken by Internal Auditors.

All past due or impaired accounts are reported on a daily, weekly and monthly bases to the BOD. Consistent monitoring for this group of accounts is established by competent and diligent staff to maximize recovery. Incentives have been established and subjected to review and assessment periodically. These are given to staff to recover from the accounts and to fully instill credit discipline to borrowers. Restructuring of loan payments are done after full compliance of approved policies and procedures. Writing-off bad accounts is approved by the BOD and reported to the BSP in compliance with the Manual of Regulations for Banks.

Maximum exposure to credit risk

The tables below provide the analysis of the maximum exposure to credit risk of the Bank's financial instruments, excluding those where the carrying values as reflected in the statements of financial position and related notes already represent the financial instrument's maximum exposure to credit risk, before and after taking into account collateral held or other credit enhancements.

2018				
	Maximum Exposure to Credit Risk*	Fair Value of Collateral and Credit Enhancements	Financial Effect of Collateral or Credit Enhancements	Net Exposure to Credit Risk
Loans and receivables:				
Microfinance loans	₱4,336,258,412	₱650,438,762	₱650,438,762	₱3,685,819,650
SME loans	781,493,569	268,145,060	164,551,580	616,941,989
* Includes accrued interest receivable and net of unearned discount and allowance for credit losses				
2017				
	Maximum Exposure to Credit Risk*	Fair Value of Collateral and Credit Enhancements	Financial Effect of Collateral or Credit Enhancements	Net Exposure to Credit Risk
Loans and receivables:				
Microfinance loans	₱3,521,419,049	₱1,918,735,261	₱800,789,259	₱2,587,270,502
SME loans	793,034,394	318,961,860	275,089,156	276,408,071
* Includes accrued interest receivable and net of unearned discount and allowance for credit losses				

Credit enhancement for microfinance loans pertains to deposit hold-out from center fund savings equivalent to 15.0% of the loaned amount of the member as of December 31, 2018 and 2017. Credit enhancement for SME loans consists of chattel and real estate mortgages.

As of December 31, 2018 and 2017, the Bank has no financial assets with rights to offset in accordance with Amendments to PAS 32, *Financial Instruments - Offsetting Financial Assets and Financial Liabilities*. There are also no financial instruments that are subject to an enforceable master netting arrangements or similar agreements which require disclosure in the financial statements in accordance with PFRS.

Additionally, the tables below show the distribution of maximum credit exposure by industry sector of the Bank as of December 31, 2018 and 2017:

	2018			
	Due from BSP and other banks	Loans and receivables	Refundable deposits*	Total
Wholesale and retail trade, repair of motor vehicles, motorcycles and personal and household goods	₱–	₱3,155,580,691	₱–	₱3,155,580,691
Other community, social and personal service activities	–	733,637,743	–	733,637,743
Real estate and construction	–	664,945,950	10,339,527	675,285,477
Agriculture, hunting and forestry	–	446,762,601	–	446,762,601
Financial intermediaries	483,551,094	167,917,513	–	650,798,704
Government	765,439,610	–	–	766,031,335
Manufacturing	–	117,936,865	–	117,936,865
	1,248,912,526	5,286,781,363	10,339,527	6,546,033,416
Allowance for credit losses	–	(135,942,625)	–	(135,942,625)
Unearned interest and discount	–	(2,203,662)	–	(2,203,662)
Total	₱1,248,912,526	₱5,148,635,076	₱10,339,527	₱6,407,887,129

* Included under 'Other assets' (Note 13)

	2017			
	Due from BSP and other Banks	Loans and receivables	Refundable deposits*	Total
Wholesale and retail trade, repair of motor vehicles, motorcycles and personal and household goods	₱–	₱2,219,958,225	₱–	₱2,219,958,225
Other community, social and personal service activities	–	546,695,184	–	546,695,184
Real estate and construction	–	535,708,453	5,942,471	541,650,924
Agriculture, hunting and forestry	–	484,096,457	–	484,096,457
Financial intermediaries	430,501,434	–	–	430,501,434
Government	233,021,335	128,828,378	–	361,849,713
Manufacturing	–	274,665,535	–	274,665,535
	663,522,769	4,189,952,232	5,942,471	4,859,417,472
Allowance for credit losses	–	(130,205,306)	–	(130,205,306)
Unearned interest and discount	–	(1,814,050)	–	(1,814,050)
Total	₱663,522,769	₱4,057,932,876	₱5,942,471	₱4,727,398,116

* Included under 'Other assets' (Note 13)

Credit quality per class of financial assets

In compliance with BSP Circular No. 855, the Bank is developing and continually reviews and calibrates its internal risk rating system for credit exposures aimed at uniformly assessing its credit portfolio in terms of risk profile. Where appropriate, it obtains security and limit the duration of exposures to maintain and even further enhance the quality of the Bank's credit exposures.

The credit quality of financial assets is monitored and managed using internal ratings.

For SME Loan exposures, the credit quality is generally monitored using its internal borrower risk ratings system. It is the Bank's policy to maintain accurate and consistent risk ratings across the credit portfolio. This facilitates management to focus on major potential risk and the comparison of credit exposures across all lines of business, demographics and products. The rating system is supported by a variety of financial analytics, combined with an assessment qualitative factors such as of management and market information to provide the main inputs for the measurement of credit or counterparty risk. All PD ratings are tailored with various categories and are derived in accordance with the Bank's rating policy. The attributable risk ratings are assessed and updated every time client will avail loans.

The Bank uses PD Ratings to classify the credit quality of its receivable's portfolio. This is currently undergoing upgrade to enhance credit evaluation parameters across different market segments and achieve a more sound and robust credit risk assessment. The description of the loan grades used by the Bank for SME loan receivable from customers are as follows:

Effective after January 1, 2018

SME Loans Receivable

The Bank has five (5) SME Loan types, differentiated according to the purpose of loans. All loan types produce a 6-grade scale with each grade having a corresponding probability of default (PD).

High Grade (PD Rating of 0 to 1)

Accounts in this category have a low probability of defaulting on their obligations over the next 12 months. A comfortable degree of stability and diversity can be found in these borrowers.

Medium Grade (PD Rating of 2 to 3)

The probability of default (PD) of accounts in this category is slightly higher than high grade borrowers. Accounts whose financial ratios exhibit an amount of buffer though somewhat limited. These accounts can withstand minor economic weaknesses but may suffer if conditions deteriorate in a significant way and therefore, default risk is present under such adverse conditions. Repayment ability is more or less assured if economic and industry conditions remain stable.

Low Grade (PD Rating of 4 to 5)

Accounts for which default risk are very much present and those that have defaulted already are included in this category.

It is the Bank's policy to dispose repossessed properties in an orderly transaction. The proceeds are used to reduce or repay the outstanding claims. In general, the Bank does not occupy repossessed properties for business use. The Bank has a program of disposal of its investment properties to reduce the nonperforming assets in its books. Investment properties may be disposed through redemption, negotiated sale or lease purchase.

For Microfinance Loan and Other Loan exposures, the credit rating for this type is still being developed, however continuous and extensive monitoring of past-due is being practiced by the management to ensure that past due rate will not exceed the 3% minimum threshold. However, PD ratings are already tailored depending on the days past due of Microfinance loan.

The Bank uses PD Ratings to classify the credit quality of its receivable's portfolio. This is currently undergoing upgrade to enhance credit evaluation parameters across different market segments and achieve a more sound and robust credit risk assessment. The description of the loan grades used by the Bank for microfinance loan receivable from customers are as follows:

Effective after January 1, 2018

Microfinance Loan and Other Loan Receivables

The Bank has variety of Microfinance and Other Loan types, differentiated according to the purpose of loans. All loan types produce a 6-grade scale with each grade having a corresponding probability of default (PD). However, since Microfinance loan and Other loan are observing day 1 past due, only two grades are being assigned for this loan group.

High Grade (PD Rating of 0)

Accounts in this category have a low probability of defaulting on their obligations over the next 12 months. A comfortable degree of stability and diversity can be found in these borrowers.

Low Grade (PD Rating of 1 to 5)

Accounts for which default risk are very much present and those that have defaulted already are included in this category.

Loans and receivables rated as high and standard grades refer to those accounts that do not have greater than normal risk or have potential weaknesses only.

The tables below show the credit quality per class of financial assets (gross of allowance for credit losses and unearned interest income) as of December 31, 2018 and 2017:

	December 31, 2018			
	Stage 1	Stage 2	Stage 3	Total
Due from BSP	₱315,551,094			₱315,551,094
Due from other Banks	765,439,610			765,439,610
Loans and receivables:				
Loans and discounts:				
Microfinance	4,200,392,691		78,425,778	4,278,818,469
SME	488,413,975	5,640,507	71,801,667	565,856,149
Real estate mortgage	196,205,365		4,181,256	200,386,621
Unquoted debt securities	162,750,531			162,750,531
Other receivables:				
Accrued interest receivable	72,694,470			72,694,470
Accounts receivable	1,365,470		902,475	2,267,945
Other assets – refundable deposits	10,339,527			10,339,527
	6,213,152,733	₱5,640,507	₱155,311,176	₱6,374,104,416

	2017						
	Neither Past Due Nor Impaired			Unrated	Past Due but not Impaired	Individually Impaired	Total
	High Grade	Standard Grade	P–				
Due from BSP	₱233,021,335		P–	P–	P–	₱233,021,335	
Due from other Banks	–	430,501,434	–	–	–	430,501,434	
Loans and receivables:							
Loans and discounts:							
Microfinance	–	3,364,778,551	–	8,943,043	34,058,446	3,407,780,040	
SME	186,365,630	364,923,392	–	5,337,188	42,255,769	598,881,979	
Real estate mortgage	–	–	–	–	64,980	64,980	
Unquoted debt securities	–	116,749,390	–	–	9,078,988	125,828,378	
Other receivables:							
Accrued interest receivable	–	54,971,664	–	–	–	54,971,664	
Accounts receivable	–	–	908,367	–	1,516,824	2,425,191	
Other assets - refundable deposits	–	–	5,942,471	–	–	5,942,471	
	₱419,386,965	₱4,331,924,431	₱6,850,838	₱14,280,231	₱86,975,007	₱4,859,417,472	

Aging analysis of past due but not impaired loans and receivables

The following table shows the total aggregate amount of loans and discounts that are contractually past due but not considered as impaired per delinquency bucket as of December 31, 2018 and 2017.

2018					
	Less than 30 days	31 to 60 days	61 to 90 days	Total	
Microfinance	₱3,938,961	₱8,917,161	₱5,655,964	₱18,512,086	
SME	20,573,999	2,493,353	3,147,154	26,214,506	
	₱24,512,960	₱11,410,514	₱8,803,118	₱44,726,592	

2017					
	Less than 30 days	31 to 60 days	61 to 90 days	Total	
Microfinance	₱1,399,441	₱3,899,596	₱3,644,006	₱8,943,043	
SME	1,049,529	2,200,425	2,087,234	5,337,188	
	₱2,448,970	₱6,100,021	₱5,731,240	₱14,280,231	

Liquidity Risk

Liquidity risk is generally defined as the current and prospective risk to earnings or capital arising from the Bank's inability to meet its obligations when they come due without incurring unacceptable losses or costs.

The Asset-Liability Management Committee is responsible in formulating the Bank's liquidity risk management policies. Liquidity management is among the most important activities conducted within the Bank. The Bank manages its liquidity risk through analyzing net funding requirements under alternative scenarios, diversification of funding sources and contingency planning.

Liquidity risk is managed by the Bank through holding sufficient liquid assets and appropriate assessment to ensure short-term funding requirements are met and by ensuring the high collection performance at all times.

The Treasury Group uses liquidity forecast models that estimate the Bank's cash flow needs based on the Bank's actual contractual obligations and under normal circumstances and extraordinary circumstances.

Analysis of financial assets and financial liabilities by remaining maturities

The table below shows the maturity profile of the Bank's financial assets and financial liabilities based on contractual undiscounted cash flows as of December 31, 2018 and 2017:

2018						
	ECL Staging			Total	2017	
	Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL			
Microfinance Loans						
Neither past due nor impaired						
High grade	P-	P-	P-	P-	P-	P-
Standard Grade	4,632,788,202	-	-	4,632,788,202	3,364,778,551	
Substandard	-	-	-	-	-	
Past due but not impaired	-	-	-	-	8,943,043	
Past due and impaired	-	-	86,499,060	86,499,060	34,058,446	
	₱4,632,788,202	P-	₱86,499,060	₱4,719,287,262	₱3,407,780,040	

SME Loans	2018				Total	2017
	ECL Staging					
	Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL			
Neither past due nor impaired						
High grade	P-	P-	P-	P-	186,365,630	
Standard Grade	487,396,017	-	-	4,632,788,202	364,923,392	
Substandard	-	-	-	-	-	
Past due but not impaired	-	5,640,507	-	5,640,507	5,337,188	
Past due and impaired	-	-	71,801,667	71,801,667	42,255,769	
	P4,632,788,202	P5,640,507	P86,499,060	P4,719,287,262	P598,881,979	

	2018				
	Up to 1 month	More than 1 month to 6 months	More than 6 months to 1 year	Beyond 1 year	Total
Financial Assets					
Cash and other cash items	P21,430,132	P-	P-	P-	P21,430,132
Due from BSP	483,851,720	-	-	-	483,851,720
Due from other Banks*	643,767,941	124,308,464	-	-	768,076,405
Loans and receivables*:					
Loans and discounts	218,309,853	3,531,649,496	1,088,764,598	2,830,012,640	7,668,736,587
Unquoted debt securities	-	3,022,785	14,255,889	191,384,001	208,662,675
Other receivables:					
Accounts receivable	1,365,470	-	-	-	1,365,470
	P1,368,725,116	P3,658,980,745	P1,103,020,487	P3,021,396,641	P9,152,122,989
Financial Liabilities					
Deposit liabilities:					
Demand	P31,697,262	P-	P-	P-	P31,697,262
Savings*	3,486,111,751	79,846,045	319,924,892	14,293,313	3,900,176,001
Bills payable*	-	335,544,410	1,046,587,479	124,309,813	1,506,441,702
Other liabilities					
Accrued expenses	-	49,435,103	-	-	49,435,103
Accounts payable	-	10,897,258	-	-	10,897,258
Finance lease payable	287,194	1,475,149	1,613,917	2,859,328	6,235,588
Dividends payable	-	120,776	-	-	120,776
	3,518,096,207	477,318,741	1,368,126,288	141,462,454	5,505,003,690
Net undiscounted financial assets (liabilities)	(P2,149,371,091)	P3,181,662,004	P(265,105,801)	P2,879,934,187	P3,647,119,299

* Includes future interests

	2017				
	Up to 1 month	More than 1 month to 6 months	More than 6 months to 1 year	Beyond 1 year	Total
Financial Assets					
Cash and other cash items	P16,419,549	P-	P-	P-	P16,419,549
Due from BSP	233,021,335	-	-	-	233,021,335
Due from other Banks*	425,689,493	-	15,600,295	-	441,289,788
Loans and receivables*:					
Loans and discounts	3,880,054,713	413,655,965	419,831,260	95,658,318	4,809,200,256
Unquoted debt securities	-	-	3,082,854	167,661,294	170,744,148
Other receivables:					
Accounts receivable	908,367	-	-	-	908,367
	P4,556,093,457	P413,655,965	P438,514,409	P263,319,612	P5,671,583,443
Financial Liabilities					
Deposit liabilities:					
Demand	P9,410,781	P-	P-	P-	P9,410,781
Savings*	2,610,763,719	27,266,808	99,309,945	233,770,853	2,971,111,325
Bills payable*	28,187,500	269,000,000	671,684,500	103,320,000	1,072,192,000
Other liabilities					
Accrued expenses	-	43,710,208	-	-	43,710,208
Accounts payable	-	11,156,794	-	-	11,156,794
Finance lease payable	322,227	1,933,365	1,933,365	6,122,285	10,311,243
Dividends payable	-	182,191	-	-	182,191
	2,648,684,227	353,249,366	772,927,810	343,213,138	4,118,074,542
Net undiscounted financial assets (liabilities)	P1,907,409,230	P60,406,599	(P334,413,401)	(P79,893,526)	P1,553,508,901

* Includes future interests

As of December 31, 2018 and 2017, the Bank had a total of ₱1,429.0 million and ₱1,330.0 million credit lines with local Banks, respectively, out of which, ₱1,695.0 million and ₱1,140.0 million had been drawn as of December 31, 2018 and 2017, respectively.

Market Risk

Market risk is the risk of loss to future earnings, fair values or future cash flows that may result from changes in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates. The financial instruments of the Bank have fixed interest rates, and therefore are not subject to any interest rate risk.

Interest rate risk

The Bank's nominal interest rate for REM loans are set at a fixed rate of 21.0% in 2018 and 2017. Microfinance loans earn nominal interest rates ranging from 2.6% to 28.0% with equivalent effective interest rate ranging from 32.8% to 62.5% per annum in 2018 and 2017. For SME loans, interest rate charged to a borrower depends on the credit risk rating classification, the deposit level of the client as a percentage of the loan, and the internal basic interest rate.

As of December 31, 2018 and 2017, repricing debt instrument only comprise 2% of total loan, thus the effect of interest repricing on loans is immaterial to the Bank.

The Bank's savings deposit liabilities include compulsory and voluntary savings that earn 1.5% to 6.0% interest per annum in 2018 and 2017. Special savings deposits earn 1.75% to 3.0% interest per annum in 2018 and 2017. These special savings deposits are concentrated on 30 days to one year maturity.

The Bank pays fixed interest rates on bills payable from 2.88% to 6.6% in 2018 and from 3.0% to 6.6% in 2017.

In order to manage its interest rate risk, the Bank places its excess funds in high yield investments and other short-term time deposits and treasury notes. It also matches its interest rate and maturity to avoid negative gaps between the sources and applications.

Foreign currency risk

The Bank has no foreign currency-denominated transactions, thus, it has no exposure to changes in foreign exchange rates.

6. Cash and Cash Equivalents

The composition of this account follows:

	2018	2017
Cash and other cash items	₱21,430,132	₱16,419,549
Due from BSP	483,551,094	233,021,335
Due from other banks	765,439,610	430,501,434
	₱1,270,420,836	₱679,942,318

Due from BSP includes the aggregate balance of noninterest-bearing peso deposit account with the BSP amounting to ₱315.6 million and ₱233.0 million as of December 31, 2018 and 2017, respectively, which the Bank maintains in compliance with the BSP requirements to meet regular and liquidity reserves on deposits. As of December 31, 2018 and 2017, the Bank is compliant with the applicable reserve requirements (Note 13).

In 2018, the Bank started making placements in BSP's time deposit facility (TDF) with interest rates ranging from 5.1% to 5.2% and terms ranging from 6 to 28 days. As of December 31, 2018, the Bank's outstanding TDF placements amounted to ₱168.0 million.

Interest income on placements in TDF amounted to ₱2.2 million in 2018.

Due from other banks consists of:

	2018	2017
Demand deposit	₱364,709,077	₱12,550,480
Savings deposit	120,706,344	307,207,631
Time deposit	280,024,189	110,923,323
	₱765,439,610	₱430,681,434

Due from other banks consist of funds deposited in domestic banks which are used as part of the Bank's working capital. These deposits bear annual interest rates ranging from 0.3% to .75% and 0.3% to 1.0% for the years ended December 31, 2018 and 2017, respectively.

Time deposits earn interests ranging from 1.5% to 5.8% and from 1.5% to 1.8% with maturity ranging from 30 to 90 days in 2018 and 2017, respectively.

Interest income on due from other banks amounted to ₱11.2 million and ₱2.6 million in 2018 and 2017, respectively.

7. Loans and Receivables

This account consists of:

	2018	2017
Loans and discounts:		
Microfinance	₱4,278,978,868	₱3,407,780,040
SME	766,078,643	598,881,979
Real estate mortgage	-	64,980
	5,045,057,511	4,006,726,999
Unquoted debt securities	166,396,522	125,828,378
	5,211,454,033	4,132,555,377
Unearned interest income	(2,203,662)	(1,814,050)
	5,209,250,371	4,130,741,327
Other receivables:		
Accrued interest receivable	72,694,470	54,971,664
Accounts receivable (Note 20)	2,632,860	2,425,191
	5,284,577,701	4,188,138,182
Allowance for credit and impairment losses	(135,942,625)	(130,205,306)
	₱5,148,635,076	₱4,057,932,876

Loans and discounts earn interest at rates ranging from 32.8% to 62.5% in 2018 and 2017.

Unquoted debt securities include Micro, Small and Medium Enterprise Notes and Agrarian Reform Bonds with maturity ranging from one to ten years and interest ranging from 1.5% to 2.3% in 2018 and 2017, respectively. Amortization amounted ₱2.6 million and ₱1.4 million in 2018 and 2017, respectively.

The following table shows the interest income per class of loans and receivables:

	2018	2017
Loans and discounts:		
Microfinance	₱1,908,137,110	₱1,386,819,510
SME	112,006,151	85,059,331
REM	—	—
Unquoted debt securities	7,717,294	1,836,308
	₱2,027,860,555	₱1,473,715,149

No interest income is accreted on individually-impaired loans in 2018 and 2017.

The movements in allowance for credit losses follow:

	2018	2017
Balance at beginning of year	₱130,205,306	₱93,574,325
PFRS 9 ECL transition adjustment	(53,288,039)	—
Balance at beginning of year, as restated	76,917,267	93,574,325
Provisions	69,907,488	40,701,770
Write-offs	(10,882,130)	(4,070,789)
Balance at end of year	₱135,942,625	₱130,205,306

Regulatory Reporting

In accordance with BSP regulations, the Bank considers loans with one-day past due as part of its portfolio-at-risk (PAR). As of December 31, 2018 and 2017, the Bank's PAR amounted to ₱154.0 million and ₱99.7 million, respectively. The allowance for credit losses recognized for past due loans amounted to ₱98.9 million and ₱91.4 million as of December 31, 2018 and 2017, respectively.

As of December 31, 2018 and 2017, nonperforming loans (NPLs) based on Circular No. 772 and as reported to the BSP amounted to ₱144.4 million and ₱99.7 million, respectively.

Loans are classified as nonperforming in accordance with BSP regulations, or when, in the opinion of management, collection of interest is doubtful. Loans are not reclassified as performing until interest and principal payments are brought current or the loans are restructured in accordance with existing BSP regulations, and future payments appear assured.

Generally, NPLs refer to loans whose principal and/or interest is unpaid for thirty days or more after due date or after they have become past due in accordance with existing BSP rules and regulations. This shall apply to loans that are payable in lump sum and loans that are payable in quarterly, semi-annual, or annual installments, in which case, the total outstanding balance thereof shall be considered nonperforming.

In the case of loans that are payable in monthly installments, the total outstanding balance thereof shall be considered nonperforming when three or more installments are in arrears.

In the case of loans that are payable in daily, weekly, or semi-monthly installments, the total outstanding balance thereof shall be considered nonperforming at the same time that they become past due in accordance with existing BSP regulations, i.e., the entire outstanding balance of the receivable shall be considered as past due when the total amount of arrearages reaches ten percent (10.0%) of the total receivable balance.

In the case of microfinance loans, past due/PAR accounts shall be considered as NPLs.

The following table shows the secured and unsecured portions of loans and discounts as of December 31, 2018 and 2017:

	2018	2017
Secured portion		
Deposit hold-out (Note 13)	₱650,438,771	₱800,789,259
REM	268,145,060	186,365,630
Chattel mortgage	6,158,000	88,723,526
	924,741,831	1,075,878,415
Unsecured portion	4,120,315,680	2,930,848,584
	₱5,045,057,511	₱4,006,726,999

Information on the concentration of credit as to industry of loans and receivables (gross of unearned discounts and allowance for impairment and credit losses) follows:

	2018	2017
	Amount	Amount
Wholesale and retail trade, repair of motor vehicles, motorcycles and personal and household goods	₱3,081,774,352	₱2,165,561,370
Other community, social and personal service activities	733,637,743	546,695,184
Real estate and construction	664,945,950	535,708,453
Agriculture, hunting and forestry	446,762,601	484,096,457
Manufacturing	117,936,865	274,665,535
	₱5,045,057,511	₱4,006,726,999

The BSP considers that loan concentration exists when total loan exposure to a particular industry or economic sector exceeds 30.0% of total loan portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

The tables below illustrate the movements of the allowance for impairment and credit losses during the year (effect of movements in ECL due to transfers between stages are shown in the total column):

	2018			Total
	ECL Staging			
	Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL	
Loss allowance at January 1, 2018	₱13,559,367	₱ 1,230,230	₱ 51,286,562	₱66,076,159
Movements with P&L impact				
Transfers:				
Transfer from Stage 1 to Stage 2	-	-	-	-
Transfer from Stage 1 to Stage 3	(88,429)	-	88,429	-
Transfer from Stage 2 to Stage 1	-	-	-	-
Transfer from Stage 2 to Stage 3	-	(1,106,434)	1,106,434	-

(Forward)

	2018			
	ECL Staging			Total
	Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL	
Transfer from Stage 3 to Stage 1	₱-	₱-	₱-	₱-
Transfer from Stage 3 to Stage 2	-	-	-	-
New financial assets originated or purchased	48,041,174	1,184,507	11,428,218	60,653,899
Changes in PDs/LGDs/EADs	2,703,171	860,725	21,882,419	25,446,315
Financial assets derecognised during the period	(48,017,698)	(123,797)	(34,127,390)	(82,268,885)
Total net P&L charge during the period	16,197,585	2,045,231	51,664,672	69,907,488
Other movements without P&L impact				
Write-offs, foreclosures and other movements	39,326,049	-	26,709,088	66,035,137
Total movements without P&L impact	39,326,049	-	26,709,088	66,035,137
Loss allowance at December 31, 2018	₱55,523,634	₱ 2,045,231	₱78,373,760	₱135,942,625

The movements in gross carrying amount of receivables from customers and corresponding accrued interest receivable between stages follow:

	2018			
	ECL Staging			Total
	Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL	
Gross carrying amount as at January 1, 2018	₱4,161,762,327	₱4,407,273	₱95,039,205	₱ 4,261,208,805
Transfers:				
Transfer from Stage 1 to Stage 2	(5,248,511)	5,248,511	-	-
Transfer from Stage 1 to Stage 3	(57,906,296)	-	57,906,296	-
Transfer from Stage 2 to Stage 1	-	-	-	-
Transfer from Stage 2 to Stage 3	-	(3,852,949)	3,852,949	-
Transfer from Stage 3 to Stage 1	-	-	-	-
Transfer from Stage 3 to Stage 2	-	-	-	-
New financial assets originated or purchased	4,771,510,962	3,240,076	55,493,941	4,830,244,979
Movements in outstanding balances (forward)	(171,741,148)	(2,284,231)	(18,470,649)	(192,496,028)
Financial assets derecognised during the period	(3,524,092,084)	(554,324)	(18,760,964)	(3,543,407,372)
Gross carrying amount as at December 31, 2018	₱5,174,285,250	₱6,204,356	₱175,060,778	₱5,284,125,453

While the Bank recognizes through the statement of income the movements in the expected credit losses computed using the models, the Bank also complies with BSP's regulatory requirement to appropriate a portion of its surplus at an amount necessary to bring to at least 1% the allowance for credit losses on loans. In 2018, the amount of surplus reserve for this purpose increased by ₱0.13 million.

8. Hold-to-Collect Investment

This account represents investment in government securities acquired in 2018 through Land Bank of the Philippines bearing a coupon rate and effective rate of 4.88% with a term of three years. The Bank's purpose for the investment is for compliance of the liquidity ratio as prescribed by the BSP. During 2018, the investment earned interest income amounting to ₱0.47 million.

9. Property and Equipment

The composition of and movements in this account follow:

	2018						Total
	Land	Building and Improvements	Leasehold Improvements	Furniture, Fixtures and Equipment	Transportation Equipment	Construction in Progress	
Cost							
Balance at beginning of year	₱46,915,616	₱55,628,116	₱49,417,947	₱69,865,559	₱5,853,115	₱2,997,440	₱230,677,793
Acquisition	-	90,895	8,783,990	16,015,331	-	10,865,280	35,755,496
Disposals	-	-	-	(3,438,067)	(1,057,163)	-	(4,495,230)
Transfers	-	(1,282,433)	1,650,921	6,087,451	-	(6,455,939)	-
Balance at end of year	46,915,616	54,436,578	59,852,858	88,530,274	4,795,952	7,406,781	261,938,059
Accumulated Depreciation							
Balance at beginning of year	-	13,006,889	18,186,242	41,844,406	5,176,028	-	78,213,565
Depreciation	-	5,544,934	9,641,541	18,216,659	246,200	-	33,649,334
Disposals	-	(792,688)	(2,605,258)	(31,464)	(1,057,154)	-	(4,486,564)
Balance at end of year	-	17,759,135	25,222,525	60,029,601	4,365,074	-	107,376,335
Net Book Value	₱46,915,616	₱36,677,443	₱34,630,333	₱28,500,673	₱430,878	₱7,406,781	₱154,561,724

	2017						Total
	Land	Building and Improvements	Leasehold Improvements	Furniture, Fixtures and Equipment	Transportation Equipment	Construction in Progress	
Cost							
Balance at beginning of year	₱46,915,616	₱46,776,778	₱33,524,360	₱49,780,645	₱7,093,130	₱-	₱184,090,529
Acquisition	-	1,098,394	15,262,950	21,048,263	-	13,592,784	51,002,391
Disposals	-	-	(2,211,763)	(963,349)	(1,240,015)	-	(4,415,127)
Transfers	-	7,752,944	2,842,400	-	-	(10,595,344)	-
Balance at end of year	46,915,616	55,628,116	49,417,947	69,865,559	5,835,115	2,997,440	230,677,793
Accumulated Depreciation							
Balance at beginning of year	-	7,682,418	11,120,616	29,948,675	5,831,663	-	54,583,372
Depreciation	-	5,326,825	8,692,219	12,844,510	584,371	-	27,447,925
Disposals	-	(2,354)	(1,626,593)	(948,779)	(1,240,006)	-	(3,817,732)
Balance at end of year	-	13,006,889	18,186,242	41,844,406	5,176,028	-	78,213,565
Net Book Value	₱46,915,616	₱42,621,227	₱31,231,705	₱28,021,153	₱659,087	₱2,997,440	₱152,464,228

The Bank received nil and ₱0.03 million in 2018 and 2017, respectively, for the disposal of property and equipment. Loss on disposal of property and equipment amounted to ₱0.008 million and ₱0.6 million in 2018 and 2017, respectively.

The total cost of fully depreciated assets still in use is ₱45.6 million and ₱33.4 million as of December 31, 2018 and 2017, respectively.

There are no restrictions on titles on property and equipment and the Bank does not have any contractual commitments for the acquisition of property and equipment as of December 31, 2018 and 2017.

10. Investment Properties

The composition of and movements in this account follow:

	2018			Total
	Land	Building	Asset held by SPV	
Cost				
Balance at beginning of year	₱8,179,473	₱231,001	₱4,897,413	₱13,307,887
Disposals	(455,541)	-	(3,254,746)	(3,710,287)
Balance at end of year	7,723,932	231,001	1,642,667	9,597,600
Accumulated Depreciation				
Balance at beginning and end of year	-	231,000	-	231,000

(Forward)

	2018			
	Land	Building	Asset held by SPV	Total
Allowance for Impairment Losses				
Balance at beginning of year	₱2,758,282	₱–	₱2,537,256	₱5,295,538
Disposals	(369,626)	–	(1,558,845)	(1,928,471)
Balance at end of year	2,388,656	–	978,411	3,367,067
Net Book Value	₱5,335,276	₱1	₱664,254	₱5,999,533

	2017			
	Land	Building	Asset held by SPV	Total
Cost				
Balance at beginning of year	₱8,457,123	₱231,001	₱5,351,413	₱14,039,537
Additions	450,000	–	–	450,000
Disposals	(727,650)	–	(454,000)	(1,181,650)
Balance at end of year	8,179,473	231,001	4,897,413	13,307,887
Accumulated Depreciation				
Balance at beginning of year	–	227,607	–	227,607
Depreciation	–	3,393	–	3,393
Balance at end of year	–	231,000	–	231,000
Allowance for Impairment Losses				
Balance at beginning of year	2,758,282	–	2,696,156	5,454,438
Disposals	–	–	(158,900)	(158,900)
Balance at end of year	2,758,282	–	2,537,256	5,295,538
Net Book Value	₱5,421,191	₱1	₱2,360,157	₱7,781,349

Direct operating expenses on investment properties amounting to ₱0.2 million and ₱0.4 million in 2018 and 2017 are included under ‘Taxes and licenses’. In 2018 and 2017, all of the Bank’s investment properties are non-revenue generating.

The Bank received ₱3.3 million and ₱0.8 million in 2018 and 2017, respectively, for the sale of investment properties. Total net gain (loss) on sale of investment properties amounted to ₱1.5 million and (₱0.3 million) in 2018 and 2017, respectively.

Assets held by a Special Purpose Vehicle

Assets held by a Special Purpose Vehicle (SPV) represents foreclosed properties (land) which have been specifically identified for sale under a sale and purchase agreement (SPA) with an SPV.

Under RA No. 9182, *The Special Purpose Vehicle Act of 2002*, the sale of assets to the SPV under the SPA is a true sale, as approved by the BSP. However, under PFRS, the assets sold remain to be recognized by the Bank since the risks and rewards of ownership over the assets are not yet transferred to the SPV.

Major provisions of the SPA follow:

- The proceeds of the sale shall be paid by the buyer to the Bank on or before November 20, 2018. The payment shall not be subject to any interest;
- The buyer covenants and undertakes that any and all proceeds from any subsequent sale, disposition or settlement of any asset shall be earmarked for the payment of the purchase price; and
- If on the due date, the amount of the net proceeds is less than the purchase price, the difference between the net proceeds and purchase price shall be applied against the unpaid balance.

11. Intangible Assets

The composition of and movements in this account follow:

	2018	2017
Cost		
Balance at beginning of year	₱15,964,984	₱13,860,534
Acquisition	2,823,981	2,104,450
Balance at end of year	18,788,965	15,964,984
Accumulated Amortization		
Balance at beginning of year	9,833,804	5,064,595
Amortization	4,447,305	4,769,209
Balance at end of year	14,281,109	9,833,804
Net Book Value	₱4,507,856	₱6,131,180

12. Other Assets

This account consists of

	2018	2017
Financial assets		
Refundable deposits	₱10,339,527	₱5,942,471
Nonfinancial assets		
Prepaid expenses (Note 20)	44,374,700	19,766,536
Stationeries and supplies	23,348,493	16,625,178
Miscellaneous	22,384,660	531,516
Chattel mortgage	—	1,305,890
	90,107,853	38,229,120
	₱100,447,380	₱44,171,591

Prepaid expenses include blanket bond premium, other insurances such as vehicle insurance and the annual fee paid for Temenos and FDS solutions for 2019. Miscellaneous assets include security deposit for leased computer equipment and vehicles and advance rental of the offices and staff houses leased by the Bank.

13. Deposit Liabilities

The Bank's savings deposit liabilities include pledge savings amounting to ₱2.5 billion and ₱1.9 billion as of December 31, 2018 and 2017, respectively. These represent the aggregate compulsory savings of ₱50.0 per week collected from each microfinance member in 2018 and 2017. Under an assignment agreement, the pledge savings earn annual interest of 2.0% in 2018 and 2017. Pledge savings equivalent to 15.0% of the loan proceeds serves as guarantee fund of outstanding receivables from members (Note 7).

Savings deposits include regular and special savings deposits. Regular savings deposits include "Isave", "Tagumpay", "Maagap" and "Pangarap" savings which earn annual interest ranging from 1.5% to 4.0% in 2018 and 2017. Special savings deposits include "Earnmore" savings. This account earns interest ranging from 1.8% to 3.0% in 2018 and 2017.

Details of interest expense on deposit liabilities follow:

	2018	2017
Savings deposit	₱50,042,077	₱33,808,547
Special savings deposit	17,752,434	11,492,235
	₱67,794,511	₱45,300,782

BSP Circular No. 832 requires 8.0% reserve requirement for thrift banks. Available reserves as of December 31, 2018 and 2017 amounted to ₱315.6 million and ₱233.0 million, respectively (Note 6).

As of December 31, 2018 and 2017, the Bank is compliant with the applicable reserve requirements.

14. Bills Payable

The composition of and movements in this account follow:

	2018	2017
Face value		
Balance at beginning of year	₱1,043,040,000	₱697,680,000
Availments	1,802,500,000	1,140,000,000
Principal payments	(1,415,890,000)	(794,640,000)
Balance at end of year	1,429,650,000	1,043,040,000
Unamortized transaction cost		
Balance at beginning of year	4,614,423	3,610,114
Availments	12,135,411	5,438,630
Amortization	(9,235,062)	(4,434,321)
Balance at end of year	7,514,772	4,614,423
Carrying value	₱1,422,135,228	₱1,038,425,577

Local Banks

These are promissory notes from various local banks with term of one year obtained for working capital requirement of the Bank with annual interest rates ranging from 2.8% to 6.6% and from 3.0% to 4.0% in 2018 and 2017, respectively.

International Finance Corporation (IFC)

On December 16, 2016, the Bank entered into a Loan Agreement (Agreement) with IFC for the availment of loan amounting to ₱160.0 million which will mature on December 15, 2022 (the Loan). The purpose of the loan is to provide funds to be used by the Bank for financing its lending operations to small and medium-sized enterprises and microfinance entities. The note bears a Philippine fixed base rate of 6.6%, inclusive of 2.7% spread, and has a tenor of seven years. The principal of the note is repaid semi-annually.

Borrowings from IFC contain the following embedded derivatives:

- a. Prepayment option which allows the Bank to redeem the loan (or portion of the loan not less than ₱45.0 million) prior to respective maturities; and
- b. Cross currency swap which allows the parties to exchange interest payments and principals denominated in different currencies (in USD and Philippine Pesos).

The Bank assessed that these embedded derivatives are clearly and closely related to the host bond instruments, since their redemption price approximate the bonds' amortized cost on redemption dates. Accordingly, these embedded derivatives were not accounted for separately from the host bond instruments.

Debt covenants

The Agreement covering the loan with IFC provides for restrictions and requirements which include the following negative and financial covenants, among others:

a. Negative covenants

Unless IFC otherwise agrees, the Bank shall not take action on the following, among others:

- Declare or pay any dividend or make any distribution on its share capital (other than dividends or distribution payable in shares of the Bank) unless: (i) the proposed payment or distribution is out of net income of the current Financial Year (excluding any amount resulting from the revaluation of any of the Borrower's assets); (ii) no Event of Default or Potential Event of Default has occurred and is then continuing; and (iii) after giving effect to any such action the Borrower is in compliance with the financial covenants;
- Purchase, redeem or otherwise acquire any shares of the Bank or any option over them;
- Incur, create, assume or permit to exist any liability that is covered or ranks prior or senior to the Loan, except those that is in existence as of the date of the Agreement;
- Create or permit to exist any lien on any property, revenues or other assets, present or future, of the Bank subject to exceptions indicated in the Agreement;
- Enter into any transaction except in the ordinary course of business on ordinary commercial terms and on the basis of arm's-length arrangements;
- Enter into or establish any partnership, profit-sharing or royalty agreement or other similar arrangement whereby the Bank's income or profits are, or might be, shared with any other person; or enter into any management contract or similar arrangement whereby its business or operations are managed by any other persons;
- Have any subsidiaries subject to exceptions indicated in the Agreement;
- Change its charter in any manner which would be inconsistent with the provisions of the agreement or any other transaction document, its financial year, or the nature or scope of its present or contemplated business or operations;
- Undertake or permit any merger, spin-off, consolidation or reorganization; or sell, transfer, lease or otherwise dispose of all or a substantial part of its assets, other than assets acquired in the enforcement of security created in favor of the Bank in the ordinary course of its Banking business, whether in a single transaction or in a series of transaction; and
- Prepay or repurchase any long-term debt (other than the Loan) subject to conditions indicated in the Agreement.

b. Financial covenants

The Bank agreed to prudently manage its financial position in accordance with sound Banking and financial practices, applicable laws and the prudential standards of the BSP. To the extent that the Banking regulation imposes financial requirements or ratios that are more stringent than the following, the Bank shall observe and comply with those more stringent requirements or ratios.

- a Risk Weighted Capital Adequacy Ratio of not less than 10.0%
- an Equity to Assets Ratio of not less than 5.0%
- an Economic Group Exposure Ratio of not more than 15.0%

- an Aggregate Large Exposure Ratio of not more than 400.0%
- a Related Party Exposure Ratio of not more than 15.0%
- an Open Credit Exposures Ratio of not more than 25.0%
- a Fixed Assets Plus Equity Participants Ratio of not more than 35.0%
- an Aggregate Foreign Exchange Risk Ratio of not more than 25.0%
- a Single Currency Foreign Exchange Risk Ratio of not more than 10.0%
- an Interest Rate Risk Ratio of not less than -10.0% and not more than 10.0%
- an Aggregate Interest Rate Risk Ratio of not less than -20.0% and not more than 20.0%
- a Foreign Currency Maturity Gap Ratio of not less than (i.e., more negative than) -150.0%;
- an Aggregate Negative Maturity Gap Ratio of not less than (i.e., more negative than) -300.0%.

The period of compliance with the above covenants commenced on March 31, 2017. Microfinance loans amounting to ₱192.4 million were held as collateral for the above borrowings as of December 31, 2018 and 2017 (Note 7).

Interest expense on bills payable in 2018 and 2017 amounted to ₱47.9 million and ₱30 million, respectively. Amortization of bills payable amounted to ₱9.3 million and ₱4.4 million in 2018 and 2017, respectively.

As of December 31, 2018 and 2017, the Bank is in compliance with the debt covenants.

15. Other Liabilities

This account consists of:

	2018	2017
Financial liabilities		
Accrued expenses	₱49,435,103	₱43,710,208
Accounts payable (Note 20)	10,897,258	11,156,794
Accrued interest payable	17,750,431	10,579,210
Finance lease payable	6,235,588	9,487,782
Dividends payable	120,776	182,191
	84,439,156	75,116,185
Nonfinancial liabilities		
Deposit for future stock subscription (Note 17)	–	106,295,050
Accrued taxes	34,103,908	11,462,993
Others	13,870,880	6,398,063
	47,974,788	124,156,106
	₱132,413,944	₱199,272,291

Accrued taxes include withholding taxes and documentary stamps tax payable. Others include accruals for operating expenses and employee bonuses and benefits.

16. Maturity Analysis of Assets and Liabilities

The following table shows an analysis of assets and liabilities analyzed according to whether they are expected to be recovered or settled within one year and beyond from reporting date:

	2018			2017		
	Less than Twelve Months	Over Twelve Months	Total	Less than Twelve Months	Over Twelve Months	Total
Financial Assets						
Cash and other cash items	₱21,430,132	₱-	₱21,430,132	₱16,419,549	₱-	₱16,419,549
Due from BSP	483,551,094	-	483,551,094	233,021,335	-	233,021,335
Due from other banks	765,439,610	-	765,439,610	430,501,434	-	430,501,434
Loans and receivables - gross	4,764,043,593	522,737,770	5,286,781,363	3,645,193,680	544,758,552	4,189,952,232
Held-to-collect investment	-	20,000,000	20,000,000	-	-	-
Other assets:						
Refundable deposits	10,339,527	-	10,339,527	5,443,528	498,943	5,942,471
	6,044,803,956	542,737,770	6,587,541,726	4,330,579,526	545,257,495	4,875,837,021
Nonfinancial Assets						
Property and equipment - gross	-	261,938,059	261,938,059	-	230,677,793	230,677,793
Investment properties - gross	-	9,597,600	9,597,600	-	13,307,887	13,307,887
Intangible assets - gross	-	18,788,965	18,788,965	-	15,964,984	15,964,984
Retirement asset	-	104,661,964	104,661,964	-	102,426,693	102,426,693
Deferred tax asset	-	24,811,939	24,811,939	-	18,364,365	18,364,365
Other assets	23,348,493	66,759,360	90,107,853	12,464,464	25,764,656	38,229,120
	23,348,493	486,557,887	509,906,380	12,464,464	406,506,378	418,970,842
	6,068,152,449	1,029,295,657		4,343,043,990	951,763,873	
Less: Allowance for credit and impairment losses			(139,309,692)			(135,500,844)
Unearned interest			(2,203,662)			(1,814,050)
Accumulated depreciation and amortization			(121,888,444)			(88,278,369)
			₱6,834,046,308			₱5,069,214,600
Financial Liabilities						
Deposit liabilities						
Demand	31,697,262	-	31,697,262	9,410,781	-	9,410,781
Savings	3,879,148,353	13,776,226	3,892,924,579	2,892,236,337	1,571,881	2,893,808,218
Bills payable	1,323,735,228	98,400,000	1,422,135,228	940,460,900	97,964,677	1,038,425,577
Other liabilities						
Accrued expenses	49,435,103	-	49,435,103	43,710,208	-	43,710,208
Accounts payable	10,897,258	-	10,897,258	11,156,794	-	11,156,794
Accrued interest payable	17,750,431	-	17,750,431	10,579,210	-	10,579,210
Finance lease payable	3,376,260	2,859,328	6,235,588	3,854,425	5,633,357	9,487,782
Dividends payable	120,776	-	120,776	182,191	-	182,191
	5,316,160,671	115,035,554	5,431,196,225	3,911,590,846	105,169,915	4,016,760,761
Nonfinancial Liabilities						
Deposit for future stock subscription	-	-	-	106,295,050	-	106,295,050
Income tax payable	67,287,991	-	67,287,991	53,152,097	-	53,152,097
Other liabilities						
Accrued taxes	34,103,908	-	34,103,908	11,462,993	-	11,462,993
Others	13,870,880	-	13,870,880	6,398,063	-	6,398,063
	115,262,779	-	115,262,779	177,308,203	-	177,308,203
	₱5,431,423,450	₱115,035,554	₱5,546,459,004	₱4,088,899,049	₱105,169,915	₱4,194,068,964

17. Equity

Capital Stock

As of December 31, 2018 and 2017, the Bank's capital stock consists of:

	2018		2017	
	Shares	Amount	Shares	Amount
Common stock - ₱100 par value, 5,000,000 authorized shares				
Issued and outstanding				
Issued shares at beginning of year	4,462,002	₱446,200,200	3,426,217	₱342,621,700
Issuances of shares of stocks from settlement of subscriptions receivable	2,563,318	256,331,800	1,035,785	103,578,500
Issued and outstanding at end of the year	7,025,320	702,532,000	4,462,002	446,200,200
Subscribed	537,108	53,710,800	537,998	53,799,800
Subscriptions receivable		(3,465,300)		(4,720,600)
	7,562,428	₱752,777,500	5,000,000	₱495,279,400

Deposit for Future Stock Subscription

Deposit for future stock (DFS) subscription pertains to total consideration received in excess of the authorized capital of the Bank with the purpose of applying the same as payment for future issuance of shares.

On April 4, 2017, the application for the increase in capital stock was filed by the Bank with the BSP. On January 23, 2018, the Bank filed the application for increase in capital stock with the SEC. The Bank's application was subsequently approved by the BSP and the SEC on December 7, 2017 and March 16, 2018, respectively. DFS of ₱106.3 million was classified under 'Other liabilities' as of December 31, 2017 and were converted to capital on March 16, 2018.

Dividends

On August 11, 2018, the BOD approved the declaration of stock dividends amounting to ₱68.7 million to stockholders of record as of August 10, 2018.

On July 14, 2018, the BOD approved the declaration of cash dividends amounting to ₱48.1 million or ₱7.0 per share to stockholders of record as of June 30, 2018.

On May 12, 2018, the BOD approved the declaration of stock dividends amounting to ₱62.5 million to stockholders of record as of April 30, 2018.

On April 14, 2018, the BOD approved the declaration of cash dividends amounting to ₱99.9 million or ₱16.0 per share to stockholders of record as of March 31, 2018.

On October 14, 2017, the BOD approved the declaration of cash dividends amounting to ₱50.0 million or ₱10.0 per share to stockholders of record as of September 30, 2017.

On May 13, 2017, the BOD approved the declaration of cash dividends amounting to ₱70.0 million or ₱14.0 per share to stockholders of record as of April 30, 2017.

On March 11, 2017, the BOD approved the declaration of cash dividends amounting to ₱100.0 million or ₱20.0 per share to stockholders of record as of December 31, 2016.

Capital Management

The Bank's capital management aims to ensure that it complies with regulatory capital requirements and it maintains strong credit ratings and healthy capital ratios in order to support and sustain its business growth towards maximizing the shareholders' value.

The Bank manages its capital structure and appropriately effect adjustment according to the changes in economic conditions and the risk level it recognizes at every point of time in the course of its business operations. In order to maintain or adjust for good capital structure, the Bank carefully measures the amount of dividend payment to shareholders, call payment due from the capital subscribers or issue capital securities as necessary. No changes were made in the objectives, policies and processes from the previous years.

Regulatory Qualifying Capital

The determination of the Bank's compliance with the regulatory requirements and ratios is based on the amount of the Bank's unimpaired capital (regulatory net worth) reported to the BSP, determined on the basis of regulatory accounting policies which differ from PFRS in some respects. The amount of surplus funds available for dividend declaration is determined also on the basis of regulatory net worth after considering certain adjustments.

BSP Circular No. 688, *Revised Risk-Based Capital Adequacy Framework for Stand-Alone Thrift Banks, Rural Banks and Cooperative Banks*, which took effect on January 1, 2012 represents BSP's commitment to align existing prudential regulations with international standards consistent with the BSP's goal of promoting the soundness and stability of individual banks and of the banking system as a whole. BSP Circular No. 688 replaced BSP Circular No. 280 which is primarily based on Basel I.

Under current Banking regulations, the combined capital accounts of each Bank should not be less than an amount equal to ten percent (10.0%) of its risk assets. The qualifying capital of the Bank for purposes of determining the capital-to-risk assets ratio to total equity excluding:

- unbooked valuation reserves and other capital adjustments as may be required by the BSP;
- total outstanding unsecured credit accommodations to directors, officers, stakeholders and related interest (DOSRI);
- deferred tax asset or liability; and
- other regulatory deductions.

Risk assets consist of total assets after exclusion of cash on hand, due from BSP, loans covered by hold-out on or assignment of deposits, loans or acceptances under letters of credit to the extent covered by margin deposits, and other non-risk items as determined by the Monetary Board of the BSP.

Under BSP Circular No. 360, effective July 1, 2003, the capital adequacy ratio (CAR) is to be inclusive of a market risk charge. BSP Circular No. 560 dated January 31, 2007 which took effect on February 22, 2007, requires the deduction of unsecured loans, other credit accommodations and guarantees granted to subsidiaries and affiliates from capital accounts for purposes of computing CAR.

On October 9, 2014, the BSP issued BSP Circular No. 854 which amends the provisions of the Manual of Regulations for Banks on the minimum capitalization of banks and on the prerequisites for the grant of authority to establish a branch. Based on this circular, thrift banks with up to ten branches and those with 11 to 50 branches are required to maintain a minimum capitalization of ₱300.0 million and ₱400.0 million, respectively.

The CAR of the Bank as of December 31, 2018 and 2017, as reported to the BSP, is shown in the table below (amounts in thousands):

	2018	2017
Tier 1	₱1,075,231,465	₱933,517
Tier 2	45,384,816	39,161
Total qualifying capital	1,120,616,281	972,678
Risk-weighted assets	₱6,083,180,611	₱4,990,951
Tier 1 capital ratio	17.7%	18.7%
Tier 2 capital ratio	0.7%	0.8%
CAR	18.4%	19.5%

As of December 31, 2018 and 2017, the Bank's CAR and capital is in compliance with the regulatory capital requirements.

The Bank maintains an actively managed capital base to cover risks inherent in the business. The adequacy of the Bank's capital is monitored using, among other measures, the rules and ratios adopted by the BSP in supervising the Bank.

Financial Performance

The following basic ratios measure the financial performance of the Bank:

	2018	2017
Return on average equity	36.9%	38.0%
Return on average assets	6.7%	7.3%
Net interest margin	23.5%	37.5%

18. Retirement Benefits

The Bank, CARD MRI Development Institute, Inc. (CMDI), CARD Mutual Benefit Association, Inc. (MBA), CARD Bank, Inc., CARD MRI Insurance Agency (CAMIA), Inc., CARD Business Development Service Foundation, Inc. (BDSFI), Inc., CARD MRI Information Technology, Inc. (CMIT), CARD Employees Multi-Purpose Cooperative (EMPC), Responsible Investments for Solidarity and Empowerment Financing Co. (RISE), BotiCARD Inc., CARD Leasing and Finance Corporation (CLFC), Rizal Bank, Inc. (RBI), CARD, Inc. and Mga Likha ni Inay, Inc. (MLNI), maintain a funded and formal noncontributory defined benefit retirement plan - the CARD MRI Multi-Employer Retirement Plan (MERP) - covering all of their regular employees and CARD Group Employees' Retirement Plan (Hybrid Plan) applicable to employees hired on or after July 1, 2017. MERP is valued using the projected unit cost method and is financed solely by the Bank and its related parties.

MERP and Hybrid Plan comply with the requirements of RA No. 7641 (Retirement Law). MERP provides lump sum benefits equivalent to up to 120.0% of final salary for every year of credited service, a fraction of at least six months being considered as one whole year, upon retirement, death,

total and permanent disability, or voluntary separation after completion of at least one year of service with the participating companies.

Hybrid Plan provides a retirement benefit equal to 100.0% of the member's employer accumulated value (the Bank's contributions of 8.0% plan salary to Fund A plus credited earnings) and 100.0% of the Member's Employee accumulated value (member's own contributions up to 10.0% of plan salary to Fund B plus credited earnings), if any. Provided that in no case shall 100.0% of the Employee Accumulated Value in Fund A be less than 100.0% of plan salary for every year of credited service.

Total retirement expense in 2018 and 2017 related to Hybrid Plan amounted to ₱8.3 million and ₱3.3 million, respectively.

The latest actuarial valuation report covers reporting period as of December 31, 2018.

Changes in retirement asset are as follows:

	2018										
	Net benefit cost recognized in the statement of income					Remeasurements in other comprehensive income (loss)					
	January 1	Current service cost	Net interest	Net pension expense*	Benefits paid	Transfer from plan assets	Return on plan assets (excluding amount included in net interest)	Actuarial changes arising from demographic assumptions	Actuarial changes arising from changes in financial assumptions	Changes in the effect of limiting net benefit asset to the asset ceiling	December 31
Fair value of plan assets	₱235,470,614	₱—	₱14,069,742	₱14,069,742	(₱1,334,068)	₱7,626,457	(₱1,696,174)	₱—	₱—	₱—	₱264,588,974
Present value of defined benefit obligation	(95,135,519)	(11,224,484)	(5,489,319)	(16,813,803)	1,334,068	(7,626,457)	—	2,501,745	10,489,918	—	(105,250,048)
Effect of asset ceiling	(37,908,402)	—	(2,187,315)	(2,187,315)	—	—	—	—	—	(14,581,245)	(54,676,962)
Net defined benefit asset	₱102,426,693	₱11,224,484	₱6,393,108	₱4,931,376	₱—	₱—	(₱1,696,174)	₱2,501,745	₱10,489,918	(₱14,581,245)	₱104,661,964

* Included in Compensation and Fringe benefits in the statements of income

	2017										
	Net benefit cost recognized in the statement of income					Remeasurements in other comprehensive income (loss)					
	January 1	Current service cost	Net interest	Net pension expense*	Benefits paid	Transfer from plan assets	Return on plan assets (excluding amount included in net interest)	Actuarial changes arising from demographic assumptions	Actuarial changes arising from changes in financial assumptions	Changes in the effect of limiting net benefit asset to the asset ceiling	December 31
Fair value of plan assets	₱204,532,084	₱—	₱12,558,952	₱12,558,952	(₱1,026,733)	₱5,303,494	(₱1,189,440)	₱—	₱—	₱—	₱235,470,614
Present value of defined benefit obligation	(114,772,134)	(16,134,395)	(6,725,647)	(22,860,042)	1,026,733	(5,303,494)	—	1,402,102	45,371,316	—	(95,135,519)
Effect of asset ceiling	(14,169,822)	—	(830,352)	(830,352)	—	—	—	—	—	(22,908,228)	(37,908,402)
Net defined benefit asset	₱75,590,128	₱16,134,395	₱5,002,953	₱11,131,442	₱—	₱—	(₱1,189,440)	₱1,402,102	₱45,371,316	(₱22,908,228)	₱102,426,693

* Included in Compensation and Fringe benefits in the statements of income.

Transfer from (to) plan assets represents transfer of obligation and plan assets to the respective CARD-MRI entity as a result of movements in employees among the

The maximum economic benefit of plan assets available is a combination of expected refunds from the plan and reduction in future contributions. The fair values of plan assets by each class as at the end of the reporting period follow:

	2018	2017
Cash and cash equivalents (Note 19)	₱117,530,422	₱97,037,440
Investments		
Government securities	126,632,283	119,548,431
Private bonds	5,820,958	4,379,753
Mutual funds	-	1,106,712
Receivables	-	10,360,707
Other assets	14,605,311	3,037,571
Fair value of plan assets	₱264,588,974	₱235,470,614

All plan assets do not have quoted prices in an active market except for government securities. Cash and cash equivalents are deposited in reputable financial institutions and related parties and are deemed to be standard grade. Mutual fund, loans and other assets are unrated.

The plan assets have diverse investments and do not have any concentration risk other than those in government securities which are of low risk.

The overall investment policy and strategy of the Bank's defined benefit plans is guided by the objective of achieving an investment return which, together with contributions, ensures that there will be sufficient assets to pay pension benefits as they fall due while also mitigating the various risk of the plans.

The cost of defined retirement plan as well as the present value of the defined benefit obligation is determined using actuarial valuations. The actuarial valuation involves making various assumptions. The principal assumptions used in determining pension for the defined benefit plans are shown below:

	2018	2017
Discount rates		
January 1	5.77%	5.86%
December 31	7.70%	5.77%
Future salary increases		
January 1	5.00%	7.00%
December 31	5.00%	5.00%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the defined benefit obligation as at the end of the reporting period, assuming all other assumptions were held constant:

	2018		2017	
	+100bps	-100bps	+100bps	-100bps
Discount rates	(₱12,451,590)	₱15,081,732	(₱13,555,787)	₱16,865,895
Salary rates	15,348,556	(12,853,212)	15,794,350	(13,005,942)

As of December 31, 2018 and 2017, the average duration of the defined benefit obligation is 13.1 years and 16.0 years, respectively.

Shown below is the twenty-five year maturity analysis of the undiscounted benefit payments:

	2018	2017
Less than 1 year	₱5,691,903	₱3,094,881
More than 1 year to 5 years	30,445,052	23,236,938
More than 5 years to 10 years	69,995,849	56,665,118
More than 10 years to 15 years	87,490,503	67,181,318
More than 15 years to 20 years	180,394,637	217,375,516
More than 20 years to 25 years	272,413,200	393,498,659
More than 25 years	955,487,071	578,406,004

19. Income Taxes

Under Philippine tax laws, the Bank is subject to percentage and other taxes as well as income taxes. Percentage and other taxes paid consist principally of gross receipts tax (GRT) and documentary stamp taxes presented as ‘Taxes and licenses’ in the statement of income.

Income taxes include final income tax which is paid at the rate of 20.0%. This is generally withheld on gross interest income from government securities and other deposit substitutes.

RA No. 9337, *An Act Amending National Internal Revenue Code* provides that the RCIT rate shall be 30.0%. Interest allowed as a deductible expense shall be reduced by 33.0% of interest income subject to final tax.

The law also provides for MCIT of 2.0% on modified gross income which is paid if determined to be higher than RCIT. The excess of the MCIT over the RCIT can be carried-over and applied against the RCIT liability for the next three years.

NOLCO is allowed as a deduction against the taxable income for RCIT purposes for a three-year period from the year of inception.

Current tax regulations also provide for the ceiling on the amount of entertainment, amusement and representation (EAR) expense that can be claimed as a deduction against taxable income. Under the regulation, EAR expense allowed as a deductible expense for a service company like the Bank is limited to the actual EAR paid or incurred but not to exceed 1.0% of net revenue. EAR expenses of the Bank amounted to ₱13.8 million and ₱11.0 million in 2018 and 2017, respectively.

Provision for (benefit from) income tax consists of:

	2018	2017
RCIT	₱197,743,518	₱142,447,302
Final tax	3,140,169	815,655
	200,883,687	143,262,957
Deferred	(21,448,259)	(8,770,274)
	₱179,435,428	₱134,492,683

Deferred tax recognized in other comprehensive income/(loss) amounted to ₱0.99 million and (₱6.8 million) for the years ended December 31, 2018 and 2017, respectively.

Components of deferred tax assets - net are as follows:

	2018	2017
Deferred tax asset on:		
Allowance for credit and impairment losses	₱41,412,690	₱40,650,253
Unamortized past service cost	6,011,824	7,196,556
Accumulated vacation leave	9,613,042	2,119,097
Accrued rent	533,273	486,768
Accumulated depreciation - investment properties	69,300	69,300
	57,640,129	50,521,974
Deferred tax liability on:		
Retirement asset	31,398,589	30,728,008
Fair value adjustment on investment properties	1,429,601	1,429,601
	32,828,190	32,157,609
	₱24,811,939	₱18,364,365

The movements of deferred tax assets are summarized as follows:

	2018	2017
At January 1, as previously reported	₱18,364,365	₱16,396,816
Effect of initial application of PFRS 9	(15,986,412)	-
At January 1, as restated	₱2,377,953	₱16,396,816
Provision for deferred income tax	21,448,259	8,770,274
Tax effect on remeasurement gain (loss)	985,727	(6,802,725)
At December 31	₱24,811,939	₱18,364,365

The reconciliation between the statutory income tax and effective income tax follows:

	2018	2017
Statutory income tax	₱173,625,551	₱132,830,663
Income tax effects of:		
Non-deductible operating expenses	6,138,206	2,190,090
Interest income subject to final tax	(328,329)	(528,070)
Provision for income tax	₱179,435,428	₱134,492,683

20. Related Party Transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. The Bank's related parties include:

- key management personnel, close family members of key management personnel and entities which are controlled, significantly influenced by or for which significant voting power is held by key management personnel or their close family members;
- post-employment benefit plans for the benefit of the Bank's employees; and

- entities under common significant influence (CARD-MRI entities).

The Bank has several business relationships with related parties. Transactions with such parties are made in the ordinary course of business and on substantially same terms, including interest and collateral, as those prevailing at the time for comparable transactions with other parties. These transactions also did not involve more than the normal risk of collectability or present other unfavorable conditions.

Transactions with Retirement Plans

Under PFRS, certain post-employment benefit plans are considered as related parties. CARD-MRI's MERP is a stand-alone entity assigned in facilitating the contributions to retirement starting 2015. The plan assets are mostly invested in time deposits and special savings of related party banks and government bonds (Note 17). As of December 31, 2018 and 2017, the retirement funds do not hold or trade the Bank's shares of stock.

Remunerations of Directors and Other Key Management Personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Bank, directly or indirectly. The Bank considers the members of the BOD and senior management to constitute key management personnel for purposes of PAS 24, *Related Party Disclosures*.

The compensation of key management personnel included under 'Compensation and fringe benefits' in the statement of income follows:

	2018	2017
Short-term employee benefits	₱10,597,560	₱9,251,991
Post-employment benefits	11,796,195	4,782,218
	₱22,393,755	₱14,034,209

The Bank also provides Banking services to directors and other key management personnel and persons connected to them.

Other Related Party Transactions

Transactions between the Bank and its key management personnel meet the definition of related party transactions. Transactions between the Bank and its affiliates within the CARD MRI, also qualify as related party transactions.

Loans receivables

As of December 31, 2018 and 2017, the Bank has no loan outstanding that was granted to related parties.

Deposit liabilities, accounts receivable and accounts payable

The table below shows deposit liabilities, accounts receivable and accounts payable held by the Bank for key management personnel and affiliates as of December 31, 2018 and 2017:

Category	Amount/Volume	December 31, 2018	
		Outstanding Balance	Nature, Terms and Conditions
Key Management Personnel			
Deposit liabilities		₱13,603,493	These are savings accounts with annual interest rates ranging from 1.5% to 6.0%.
Saving deposits	₱23,947,079		
Withdrawals	(16,893,954)		
Interest expenses/payable		-	Pertains to interest on deposit liabilities
Directors' fees/payable	5,459,524	-	Pertains to per diem payments directors

December 31, 2018

Category	Amount/Volume	Outstanding Balance	Nature, Terms and Conditions
Shareholders			
Deposit liabilities		₱294,278,412	These are savings accounts with annual interest rates ranging from 1.5% to 5.0%.
Deposits	₱507,907,366		
Withdrawals	(511,943,352)		
Interest expense/payable	6,544,049	-	Pertains to interest on deposit liabilities.
Accounts receivable		-	Share on expenses of transferred staff.
Charges	2,239,974		
Collections	(2,239,974)		
Accounts payable		-	Pertains to share on various expenses.
Charges	2,845,185		
Payments	(2,846,145)		
Other related parties*			
Deposit liabilities		₱688,152,691	These are savings accounts with annual interest rates ranging from 1.5% to 5.0%.
Deposits	₱1,890,489,248		
Withdrawals	(1,707,940,960)		
Interest expense/payable	8,307,712	31,154	Pertains to interest on deposit liabilities.
Accounts receivable		120,863	Training fees, seminars and meetings, and share of expenses shouldered by the Bank.
Charges	913,8751		
Collections	(993,987)		
Accounts payable		2,132,149	Insurance premiums from members collected on behalf of CARD MBA and payments to CLFC for operating lease agreement.
Charges	150,993,829		
Payments	(150,266,101)		
Seminars and trainings expense	16,027,858		Cost incurred from engaging CMDI for training and development of its members and employees (shown as part of 'Employee trainings' and 'Meetings and seminars' in the statement of income).
Information technology	56,375,719		This represents information technology-related support services to the Bank including software maintenance of the Bank's CARD e-System, hardware maintenance, set-up of network and centers and technical support, among others and computer equipment leased from CLFC.
Operating lease	27,168,090		This pertains to transportation equipment leased from CLFC.
Retirement plan contributions	10,743,230		Pertains to the funded and formal noncontributory defined benefit retirement plan of the Bank that is handled by CARD MERP (see Note 18)

**Includes CARD Bank, Inc., Rizal Bank, Inc., CARD MRI Information Technology, Inc., Responsible Investments for Solidarity and Empowerment, CARD MRI Development Institute, Inc., BotiCARD, Inc., CARD Leasing and Finance Corporation, CARD Mutual Benefit Association and CARD MRI Insurance Agency*

December 31, 2017

Category	Amount/Volume	Outstanding Balance	Nature, Terms and Conditions
Key Management Personnel			
Deposit liabilities		₱6,550,368	These are savings accounts with annual interest rates ranging from 1.5% to 6.0%.
Saving deposits	₱8,931,956		
Withdrawals	(7,696,924)		
Interest expenses/payable	83,032	–	Pertains to interest on deposit liabilities
Directors' fees/payable	3,465,169	–	Pertains to per diem payments directors
Shareholders			
Deposit liabilities		₱298,314,398	These are savings accounts with annual interest rates ranging from 1.5% to 5.0%.
Deposits	₱693,153,602		
Withdrawals	(460,891,125)		
Interest expense/payable	2,441,978	–	Pertains to interest on deposit liabilities.
Accounts receivable		–	Share on expenses of transferred staff.
Charges	2,121,171		
Collections	(2,121,171)		
Accounts payable		–	Pertains to share on various expenses.
Charges	2,529,867		
Payments	(2,530,827)		
Other related parties*			
Deposit liabilities		505,604,403	These are savings accounts with annual interest rates ranging from 1.5% to 5.0%.
Deposits	1,787,670,057		
Withdrawals	(1,726,118,533)		
Interest expense/payable	7,124,682	–	Pertains to interest on deposit liabilities.
Accounts receivable		196,099	Training fees, seminars and meetings, and share of expenses shouldered by the Bank.
Charges	1,017,401		
Collections	(821,302)		
Accounts payable		1,404,421	Insurance premiums from members collected on behalf of CARD MBA and payments to CLFC for operating lease agreement.
Charges	94,905,843		
Payments	(93,502,382)		
Seminars and trainings expense	16,027,858		Cost incurred from engaging CMDI for training and development of its members and employees (shown as part of 'Employee trainings' and 'Meetings and seminars' in the statement of income).
Information technology	26,470,916		This represents information technology-related support services to the Bank including software maintenance of the Bank's CARD e-System, hardware maintenance, set-up of network and centers and technical support, among others and computer equipment leased from CLFC.
Operating lease	18,103,399		This pertains to transportation equipment leased from CLFC.
Retirement plan contributions	18,642,347		Pertains to the funded and formal noncontributory defined benefit retirement plan of the Bank that is handled by CARD MERP (see Note 18)

*Includes CARD Bank, Inc., Rizal Bank, Inc., CARD MRI Information Technology, Inc., Responsible Investments for Solidarity and Empowerment, CARD MRI Development Institute, Inc., BotiCARD, Inc., CARD Leasing and Finance Corporation, CARD Mutual Benefit Association and CARD MRI Insurance Agency

Regulatory Reporting

As required by BSP, the Bank discloses loan transactions with investees and with certain DOSRI. Existing Banking regulations limit the amount of individual loans to DOSRI, 70.0% of which must be secured, to the total of their respective deposits and book value of their respective investments in the lending company within the Bank.

In the aggregate, loans to DOSRI generally should not exceed total equity or 15.0% of total loan portfolio, whichever is lower. As of December 31, 2018 and 2017, the Bank is in compliance with the regulatory requirements.

BSP Circular No. 560 provides that the total outstanding loans, other credit accommodation and guarantees to each of the bank's/quasi-bank's subsidiaries and affiliates shall not exceed 10.00% of the net worth of the lending bank/quasi-bank, provided that the unsecured portion of which shall not exceed 5.00% of such net worth. Further, the total outstanding loans, credit accommodations and guarantees to all subsidiaries and affiliates shall not exceed 20.00% of the net worth of the lending bank/quasi-bank; and the subsidiaries and affiliates of the lending bank/quasi-bank are not related interest of any director, officer and/or stockholder of the lending institution, except where such director, officer or stockholder sits in the BOD or is appointed officer of such corporation as representative of the bank/quasi-bank.

On May 12, 2009, BSP issued Circular No. 654 allowing a separate individual limit of twenty-five (25.00%) of the net worth of the lending bank/quasi-bank to loans of banks/quasi-banks to their subsidiaries and affiliates engaged in energy and power generation.

21. Lease Contracts

The Bank leases the premises occupied by some of its branches in which lease payments are subjected to escalation clauses ranging from 3.0% to 10.0%. The lease contracts are for the periods ranging from one to ten years and are renewable upon mutual agreement between the Bank and the lessors such as CARD, Inc. CARD MRI Property Holdings, CARD MBA and third-party lessors.

The future aggregate minimum lease payments under non-cancelable operating leases follow:

	2018	2017
Within one year	₱73,211,028	₱42,354,013
Beyond one year but not more than five years	19,542,827	42,917,506
	₱92,753,855	₱85,271,519

Rent expense (presented under 'Occupancy and equipment-related cost' in the statement of income) amounted to ₱73.37 million and ₱55.3 million in 2018 and 2017, respectively.

22. Notes to Statements of Cash Flows

Non-cash activities of the Bank consist of the following:

	2018	2017
Non-cash investing activities:		
Acquisitions of property and equipment on account	₱1,104,499	₱8,558,691

The following table shows the reconciliation analysis of liabilities arising from financing activities for the year ended December 31, 2018:

	Beginning balance	Cash flows	Non-cash items			Ending balance
			Dividend declaration	Amortization of discount	Issuance of Stock	
Bills payable (Note 14)	1,038,425,577	374,844,852	-	(8,865,199)		1,422,135,228
Deposit for future stock subscription (Note 17)	106,295,050	-	-		(106,295,050)	-
Dividends payable (Note 17)	182,191	(148,193,055)	148,254,480		-	120,766
Total liabilities from financing activities	1,144,720,627	226,651,797	148,254,480	(1,004,309)	(106,295,050)	1,422,255,994

23. Approval of the Release of Financial Statements

The accompanying financial statements were approved and authorized for issue by the Bank's BOD on April 9, 2019.

24. Supplementary Information Required under Revenue Regulations 15-2010

On November 25, 2010, the BIR issued RR 15-2010 prescribing the manner of compliance in connection with the preparation and submission of financial statements accompanying the tax returns. It includes provisions for additional disclosure requirements in the notes to the financial statements, particularly on taxes, duties and licenses paid or accrued during the year.

The components of 'Taxes and licenses' in 2018 follow:

Gross receipts tax	₱103,070,782
Business permits and licenses	17,766,786
Documentary stamp tax	3,597,210
Other tax	1,952,922
Real property tax	194,935
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	₱126,582,635

In 2018, withholding taxes remittances and withholding taxes lodged under 'Other liabilities - Accrued taxes' account follow:

Remittances:	
Gross Receipt Tax	₱103,070,781
Expanded withholding tax	15,336,310
Withholding taxes on compensation and benefits	1,126,587
Documentary stamp tax	11,369,487
Final withholding tax on interest expense	11,526,973
	<hr/>
	₱142,430,138
Accrued:	
Gross Receipt Tax	₱28,973,791
Final withholding tax on interest expense	2,942,940
Withholding taxes on compensation and benefits	491,132
Expanded withholding tax	1,549,143
Documentary stamp tax	738,035
	<hr/>
	₱34,103,908

Tax Cases and Assessment

The Bank has no outstanding tax assessment and/or legal case filed in court as of December 31, 2018.



CARD MRI

CARD Mutually Reinforcing Institutions



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