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RELATED-PARTY TRANSACTION POLICIES AND PROCEDURES

A. Overview

In conformity with the regulations, policies and guidelines on Corporate Governance issued by the Bangko Sentral ng Pilipinas (BSP), the Securities and Exchange Commission (SEC) and other regulatory agencies, Asia United Bank (AUB) recognizes the need to strengthen its policy on related-party transactions and other similar situations so as to prevent or mitigate abusive transactions with related parties and avoid risks of conflict of interest.

This is also in harmony with AUB's adherence to the highest principles of good governance as the bank subscribes to the philosophy of integrity, accountability and transparency in doing business.

Similarly, Philippine Accounting Standard (PAS) 24 *Related Party Disclosures* provides that an entity should disclose information about the transactions and outstanding balances necessary for an understanding of the potential effect of the relationship on the financial statement.

A. Definition of Terms

1. Related parties

As enumerated in BSP Circular no. 895, the term Related Parties shall include:

- a. All Directors, Officers, Stockholders and Related Interest (DOSRI);
- b. Close family members of the Bank's Directors, Officers and Stockholders (DOS) who are relatives within the 4th degree of consanguinity or affinity or by legal adoption, legitimate or common law, provided that these persons have control, joint control or significant influence on the bank's strategic, financial and operating policy decisions and implementation. The following are considered close family members of the Bank's DOS:

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DEGREE	BY CONSANGUINITY (Relationship by Blood)	BY AFFINITY (Relationship by marriage or adoption)
1ST DEGREE	<ul style="list-style-type: none"> Father / Mother Son / Daughter 	<ul style="list-style-type: none"> Father / Mother (in-law) Son / Daughter (in-law)
2ND DEGREE	<ul style="list-style-type: none"> Grand Father / Grand Mother Grand Son / Grand Daughter Brother / Sister 	<ul style="list-style-type: none"> Grand Father / Grand Mother (in-law) Grand Son / Grand Daughter (in-law) Brother / Sister (in-law)
3RD DEGREE	<ul style="list-style-type: none"> Great Grand Father/Great Grand Mother Great Grand Son/Great Grand Daughter Uncle / Aunt Nephew / Niece 	<ul style="list-style-type: none"> Great Grand Father/Great Grand Mother (in-law) Great Grand Son /Great Grand Daughter (in-law) Uncle / Aunt (in-law) Nephew / Niece (in-law)
4TH DEGREE	<ul style="list-style-type: none"> Great Great Grand Father / Mother Great Great Grand Son / Daughter Great Uncle / Aunt Great Nephew / Niece First Cousin 	<ul style="list-style-type: none"> Great Great Grand Father / Mother (in-law) Great Great Grand Son / Daughter (in-law) Great Uncle / Aunt (in-law) Great Nephew / Niece (in-law) First Cousin (in-law)

For purposes of this specific provision of the RPT policy “*Officers*” refers to the President, their direct reports and heads of Governance units, regardless of rank, and all senior officers with the rank of Vice President and up.

- c. Bank’s subsidiaries as well as affiliates;
 - d. Any party (including their subsidiaries, affiliates and special purpose entities) that the bank exerts direct/indirect control over or that exerts direct/indirect control over the bank;
 - e. Corresponding persons in affiliated companies; and
 - f. Any person/juridical entity whose interests or influence may pose potential conflict of interest with the financial institution (FI)¹.
2. ***Corresponding persons in affiliated companies*** are the key officers of the Bank’s related parties and their close family members. “Key Officers” as defined for this provision are the President or equivalent rank of the Bank’s related parties and his direct reports who are responsible for their company’s strategic, financial and operating policy decisions and implementation.

¹ This pertains to Board-identified related parties. These are parties which do not fall among those enumerated but whose transactions with the FI also pose conflict of interest situations. (case to case basis)

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3. **Control** – the power to govern the financial and operating policies of the Company or its Subsidiary.

Two (2) concepts of control:

a. Conclusive Presumption of Control may exist when there is:

- Power over more than one-half of the voting rights by virtue of an agreement with other stockholders; or
- Power to govern the financial and operating policies of the enterprise under a statute or an agreement; or
- Power to appoint or remove the majority of the members of the board of directors or equivalent governing body; or
- Power to cast the majority votes at meetings of the board or directors or equivalent governing body; or
- Any other arrangement similar to any of the above.

b. Rebuttable Presumption of Control may exist when there is:

- Control is presumed to exist if there is ownership or holding, whether direct or indirect, of 20 percent² or more of a class of voting shares of company.

Should the FI choose to disclaim or rebut the presumption, it should provide facts sufficient to show that there is indeed no control. Further, the FI shall submit a written commitment that:

- (1) Shares owned or held are exclusively for investment purposes;
- (2) The FI-stockholder will not serve on the board of directors and will not nominate any candidate to serve on the board or otherwise seek board representation;
- (3) The FI-stockholder will have only limited contacts with bank management that are customary for interest shareholders;
- (4) The FI-stockholder will engage only in normal and customary transactions with the enterprise; and
- (5) The FI will not pledge the shares acquired to secure a loan with any institution.

4. **Related-Party Transactions**

Any transactions between and among the Bank and its related companies including its stockholders, directors, officers and employees and their related interests.

² Based on Basel III Document

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1. Covered Transactions

Related party transactions are not limited to lending and may include, its Trust Department, regardless of whether or not a price is charged. These shall include, but not limited to the following:

- a. On- and off-balance sheet credit exposures and claims and write-offs;
- b. Investments and/or subscriptions for debt/equity issuances;
- c. Consulting, professional, agency and other service arrangements/contracts;
- d. Purchases and sales of assets, including transfer of technology and intangible items (e.g., research and development, trademarks and license agreements);
- e. Construction arrangements/contracts;
- f. Lease arrangements/contracts;
- g. Trading and derivative transactions;
- h. Borrowings, commitments, fund transfers and guarantees;
- i. Sale, purchase or supply of any goods or materials;
- j. Establishment of joint venture entities, and
- k. Bank Assurance


RPTs shall include not only transactions that are entered into with related parties but also outstanding transactions that were entered into with an unrelated party that subsequently becomes a related party. These also cover the credit exposures of the financial institution with its DOSRI (directors, officers, shareholders and related interest).

Transactions of the Bank's Trust Department being a related party are covered by the RPT rules and regulations. All types of transactions through the Bank's Trust Department where the counterparty is a related party are considered a Related Party Transaction.

2. Excluded Transactions

The following transactions with related parties shall be exempted from vetting, approval, and reporting procedures from RPT due to practicality and low risks of abuse:

- a. Transactions with a Related Party concerning deposit operations (CASA, Time Deposit, Investment Funds);
- b. Transactions with a Related Party concerning regular trade transactions involving purchases and sales of debt securities traded in an active market;
- c. Transactions granted under BSP-approved fringe-benefit programs;
- d. Transactions with a Related Party that resulted from competitive bidding process; and
- e. Executive Officer and Director compensation arrangements.

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Related party transactions, similar to DOSRI transactions, are not prohibited provided that these are approved by the appropriate authority and conducted at arm's length basis.

The above transactions shall follow the regular review and approval process based on existing guidelines for the transaction.

5. *Related Company*

Another company which is: (a) its parent or holding company; (b) its subsidiary or affiliate; or (c) a corporation where a bank or its majority stockholder owns such number of shares that will allow/enable it/him to elect at least one (1) member of the board of directors or a partnership where such majority stockholder is a partner.

6. *Related interests*

As defined under Sections 12 and 13 of R. A, No. 8791 (General Banking Law of 2000), related interest shall mean individuals related to each other within the fourth degree of consanguinity or affinity, legitimate or common law, and two (2) or more corporations owned or controlled by a single individual or by the same family group or the same group of persons.

7. *Subsidiary*

A corporation more than fifty percent (50%) of the voting stock of which is owned or controlled directly or indirectly through one (1) or more intermediaries.

8. *Affiliate*

Affiliate shall refer to an entity linked directly or indirectly to the Bank by means of:

- (1) Ownership, control, or power to vote of at least twenty (20%) of the outstanding voting stock of the entity, or vice-versa;
- (2) Interlocking directorship or officership, where the director or officer concerned owns, controls, or has the power to vote, at least twenty percent (20%) of the outstanding voting stock of the entity;
- (3) Common ownership, whereby the common stockholders own at least ten percent (10%) of the outstanding voting stock of the Bank and at least twenty percent (20%) of the outstanding voting stock of the entity;
- (4) Management contract or any arrangement granting power to the Bank to direct or cause the direction of

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management and policies of the entity; or

(5) Permanent proxy or voting trusts in favor of the Bank constituting at least twenty percent (20%) of the outstanding voting stock of the entity, or vice versa.

In cases where the borrowing entity is linked to the lending bank both as DOSRI and as a subsidiary or affiliate, the DOSRI rules shall apply.

9. *Substantial or Major shareholder*

A person, whether natural or juridical, owning such number of shares that will allow him to elect at least one (1) member of the board of directors of a bank or who is directly or indirectly the registered or beneficial owner of more than ten percent (10%) of any class of its equity security.

10. *Significant transactions*

Dealings that could pose material risk to the bank. Determination of what is “significant” may vary from one bank to another depending on the transactions’ size and potential impact on the operations of the bank.

11. *Internal Limits*

The aggregate maximum amount of exposure to any related party that has been set by the bank.

12. *“Arm’s Length” principle (ALP)*

Is the condition or the fact that transactions with a Bank’s related party shall be managed in the regular course of the Bank’s business and under terms and conditions that are substantially the same as those of similar transactions with non-related parties under comparable circumstances.

The deviation from the standard policies and procedures or terms and conditions of ether parties in the conduct of related party transactions shall be vetted in accordance with the approval policy of related party transactions.

B. Duties and Responsibilities/Roles and Functions

1. Board Duties and Responsibilities

The Board of Directors (BOD) shall have the overall responsibility in ensuring that transactions with related parties are handled in a sound and prudent manner, with


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integrity, and in compliance with applicable laws and regulations to protect the interest of depositors, creditor and other stakeholders. Towards this end, the BOD shall carry out the following duties and responsibilities:

- a. To observe good governance and approve an overarching policy on the handling of RPTs to ensure that there is effective compliance with existing laws, rules and regulations at all times, that these are conducted on an arm's length basis, and that no stakeholder is unduly disadvantaged. A group-wide RPT policy shall be adopted, encompassing all entities within the banking group, taking into account the size, structure, risk profile and complexity of operations.
- b. To approve all material RPTs, those that cross the materiality threshold and write-off of material exposures to related parties, and submit the same for confirmation by majority vote of the stockholders in the annual stockholders meeting. Any material changes in the terms and conditions of RPTs shall also be approved by the BOD.

All final decisions of the board on material RPTs, including important facts about the nature, terms, conditions, original and outstanding individual and aggregate balances, justification and other details that would allow stockholders to make informed judgment as to the reasonableness of the transaction, must be clearly disclosed during stockholders meetings and duly reflected in the minutes of the board and stockholders' meetings.

- c. To delegate to the RPTC the notation of RPTs that is below materiality threshold, subject to confirmation by the BOD. This shall, however, exclude DOSRI transactions, which are required to be approved by the board. All decisions under the delegated authority must be properly recorded in the minutes of the committee meetings.
- d. To establish an effective system to:
 - i. Determine, identify and monitor related parties and RPTs;
 - ii. Continuously review and evaluate existing relationships between and among businesses and counterparties; and
 - iii. Identify, measure, monitor and control risks arising from RPTs.
- e. To maintain adequate capital against risks associated with exposures to related parties. In this regard, material risk arising from RPTs shall be considered in the capital planning process. The prescribed scenario/stress tests under the capital planning process shall also capture RPTs in order to determine whether the FI is well-insulated from any going concern issue of related parties.

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- f. To oversee the integrity, independence, and effectiveness of the policies and procedures for whistleblowing. The board should ensure that senior management addresses legitimate issues on RPT that are raised. The board should take responsibility for ensuring that staff who raise concerns are protected from detrimental treatment or reprisals.

2. Responsibilities of the RPT Committee

The RPT Committee shall:

- a. Evaluate on an ongoing basis relations between and among businesses and counterparties to ensure that all related parties are continuously identified, RPTs are monitored, and subsequent changes in relationships with counterparties (from non-related to related and vice versa) are captured. Related parties, RPTs, and changes in relationships shall be reflected in the relevant reports to the board and regulators/supervisors.
- b. Evaluate all material RPTs to ensure that these are not undertaken on more favorable economic terms (e.g., price, commissions, interest rates, fees, tenor, collateral requirements) to such related parties than similar transactions with non-related parties under similar circumstances and that Bank's resources are not misappropriated or misapplied. This shall also aid in determining any potential reputational risk issues that may arise as a result of or in connection with the transactions. In evaluating RPTs, the Committees shall take into account, among others, the following:
 - i. The complete name of the related party;
 - ii. The related party's relationship to the bank and interest in the transaction;
 - iii. The material facts of the proposed RPT with an aggregate amount of Php5,000,000.00 and up;
 - iv. The benefits to the bank of the proposed RPT;
 - v. The availability of other sources of comparable products and services; and
 - vi. An assessment of whether the proposed RPT is on terms and conditions 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.
- c. RPTs below the materiality thresholds shall follow the approval limits and structure authorized by the Board of Directors and shall be subject to the confirmation of the Board of Directors on a monthly basis.

The RPT Committee will submit for Board confirmation all non-material RPTs.

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- d. Ensure that appropriate disclosure is made, and/or information is provided to regulating and supervising authorities relating to the bank's RPT exposures, and policies on conflicts of interest or 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 bank's affiliation or transactions with other related parties.
- e. Report to the BOD 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.
- f. Ensure that transactions with related parties, including write-off exposures, are subject to periodic independent review or audit process.
- g. Oversee the implementation of the system for identifying, monitoring, measuring, controlling, and reporting RPTs, including the periodic review of RPT policies and procedures.

3. Roles of Senior Management and Self-Assessment Functions

Senior management shall implement appropriate controls to effectively manage and monitor RPTs on a per transaction and aggregate basis. Exposures to related parties shall also be monitored on an ongoing basis to ensure compliance with the FI's policy and BSP's regulations.

The internal audit function shall conduct a periodic formal review of the effectiveness of the FI's system and internal controls governing RPTs to assess consistency with the board-approved policies and procedures. The resulting audit reports, including exceptions or breaches in limits, shall be communicated directly to the Audit Committee.

The compliance function shall ensure that the FI complies with relevant rules and regulations and is informed of regulatory developments in areas affecting related parties. It shall aid in the review of the FI's transactions and identify any potential RPT that would require review by the Board or RPT Committee. It shall ensure that the RPT policy is kept updated and is properly implemented throughout the FI.

C. Policy/Guidelines

1. Related-party transactions shall be allowed provided that these comply with applicable regulatory limits/requirements and dealings are conducted at arm's length basis. Said transactions shall only be made and entered into, substantially on terms and conditions not less favorable than those with other customers of comparable risks.

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2. Related party transactions having an aggregate amount of Php5,000,000.00 and up shall be vetted by the RPT Committee and shall be approved by the Board of Directors.

RPTs below the materiality threshold shall be subject to RPTC's notation. The same shall be endorsed to the Board of Directors for confirmation.

3. For individual material transactions amounting to 10% or higher of the Bank's total consolidated assets based on the latest audited financial statements, or for aggregate related party transaction within a 12 month period that breaches the materiality threshold of 10% with the same related party, it shall be approved by at least 2/3 vote of Board of Directors, with at least a majority of the independent directors voting to approve the material RPT. In case that a majority of the independent directors vote is not secured, the material RPT may be ratified by the vote of the stockholders representing at least 2/3 of the outstanding capital stock.
4. Before the execution of the material RPT amounting to 10% or higher of the Bank's total consolidated assets based on the latest audited financial statements entered either individually or in aggregate over a 12 month period within the same related party, the Board should appoint an external independent party to evaluate the fairness of the terms of the material RPTs. An external independent party may include, but is not limited to auditing/accounting firms and third party consultants and appraisers. The independent evaluation of the fairness of the transparent price ensures the protection of the rights of shareholders and other stakeholders.
5. A related party transaction shall be approved by the vote of the majority of the directors who are not related parties to the transaction.
6. Compliance shall prepare and submit required reports to the Bangko Sentral ng Pilipinas:
 - a. Conglomerate Map (Annex A) – 30 days after the end of the calendar year, and
 - b. Material Related Party Transactions (Annex B) – 20 calendar days after the reference quarter
7. If a related-party transaction would be ongoing, the Board of Directors shall periodically review and assess ongoing relationships with related parties to determine and ensure compliance with all the regulatory requirements.
8. No director may engage in any Board or Committee discussion or approval of any related-party transaction in which he or she is a related-party. However, such directors must provide to the Board or Committee all material information reasonably requested concerning the transaction.

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9. All approved material related-party transactions shall be reported by the Internal Audit to the Audit Committee regularly during the latter's bimonthly meeting to communicate directly to the Audit Committee the resulting audit reports, including exceptions and breaches in limits

10. If an actual or potential conflict of interest arises on the part of a director, officer or employee, he is mandated to fully and immediately disclose the same and should not participate in the decision-making process relating to the transaction.

Any member of the Board who has an interest in the transaction under discussion shall not participate therein and shall abstain from voting on the approval of the transaction.

11. General Criteria for Approval of Related Party Transactions

In evaluating the materiality of related party transactions, a memo sheet must contain the following:

- The name of the related party, relationship and the interest in the transaction;
- General description of the transaction, including purpose and rational of the transaction;
- Amount of the proposed transaction;
- Terms and conditions of the transactions, including deviations;
- Manner of determining the pricing and other commercial terms;
- The benefits of the transaction to the Bank and the Related Party;
- Relevant information which may have an impact on the decision of the Committee and the Board of Directors.

12. Reportorial/Disclosure Requirements

- The Bank shall ensure that its Annual Report and website appropriately disclose the policies and procedures for managing RPTs.
- All final decisions of the Board of Directors on material RPTs, including important facts about the nature, terms, conditions, justification and other relevant details that would allow stockholders to make an informed judgments as to the reasonableness of the transaction, shall be disclosed during the stockholder's meeting and duly reflected in the minutes of the Board and Stockholders' meeting.

D. Whistle Blowing Mechanism

The Bank shall adopt the Board-approved whistle-blowing policy to promote the cooperation of all employees in reporting, confidentiality and without the risk of reprisal, legitimate concerns about illegal, unethical or questionable RPTs.

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Transacting unit/employee who will intentionally not secure required approval of the RPT committee of a Related Party transaction in favor of a concerned officer shall be considered a violation of the bank's Code of Conduct.

E. Internal Limits

To ensure that RPTs are within prudent levels, the Bank shall adopt the Board-approved Regulatory Lending Limits for setting and reporting of internal limits for individual and aggregate exposure for related party transactions.

F. Price Discovery Mechanism

Transacting Units with RPT shall use an effective price discovery mechanism to ensure that the transaction has standard pricing or an acceptable pricing deviation and is on an arms-length.

- i. For credit transactions, pricing is based on the Transfer Pool Rate (TPR) plus the targeted spread depending on the product and client segment.
- ii. If the transaction involves the sale of a Bank asset or purchase of an asset from a related party, the results of the appraisal, the valuation methodology applied and alternative approaches to valuation.
- iii. Whether there was a bidding process and the results thereof.
- iv. For lease agreements, it shall be determined by an accredited third party appraisal company or through market research.

G. Restitution of Losses and Other Remedies for Abusive and Fraudulent Related Party Transactions

Any breach of this policy by the Bank's Director may be a ground for his removal in accordance with the Corporation Code of the Philippines, the General Banking Laws, and other related laws and regulations,.

Any breach of this policy by a Bank employee shall be considered a violation of the bank's code of conduct.

For immediate restitution, any finding of abusive and fraudulent RPTs shall be referred to the Financial Controller's Group for the determination of actual loss incurred from the RPT transaction in question. The Personnel Discipline Committee shall recommend the appropriate sanction or propose legal action to the concerned bank employee to recover loss incurred and to prevent any further incurrence of losses.

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GUIDELINES ON THE VETTING OF RELATED PARTY TRANSACTIONS

The Related Party Transactions by any Relevant and Connected Persons with the Bank shall be conducted at arms-length and no favorable or special treatment shall be accorded to such related parties unless the same treatment shall be given to all parties similarly interested in such dealings. Furthermore, it requires that RPT transactions of Directors, Officers and their Related Parties shall be vetted by the Related Party Transactions Committee (RPTC) before these are presented to the Board of Directors for approval.

Below are the detailed procedures on the vetting of Related Party Transactions:

A. Material Transactions (Threshold of 5M and Officers with the rank of VP & up)

- Highlights of the proposed transactions that require the vetting of the RPTC shall be summarized by the Requesting Unit in a brief report together with complete documents to Compliance Group within 5 banking days before the RPTC meeting;

ACCOUNT NAME:					
Name of Related Party (Relationship)					
Requested transaction and corresponding amounts					
Terms and conditions (including rate, terms, deviations and pricing mechanism)					
Collaterals used, if applicable					
Benefits of the transactions with the bank					
Approving officer/ Committee Date of approval					
Was it conducted on an arms-length basis? Yes (<input type="checkbox"/>) or No (<input type="checkbox"/>)					
Are the terms and conditions generally similar to those given to non-related parties? Yes (<input type="checkbox"/>) or No (<input type="checkbox"/>)					
Below is the comparative table with a non-related party*availing the same type of product /services.					
Account Name	Type of Transaction	Amount	Rate	Type of account maintained with the Bank / ADB	Other Terms & Condition
RPT Account					
Non-RPT Account					
Non-RPT Account					
Non-RPT Account					

*non-related party should be of the same industry

- Compliance Group will evaluate the request if the transaction was done on an arms-length basis and if it requires RPTC vetting or not;
- If everything is in order, Compliance will accept the brief report as part of the next RPTC meeting agenda; and
- If for RPTC vetting, RPTC will endorse the proposed transaction to Board for approval.


B. Non-Material Transactions (Below 5M Threshold and Officers with the rank of VP & up)

- The same requirement as no.1 above; and
- Compliance group will prepare the materials for ManCom and shall be reported to RPTC for notation. The same shall be endorsed to the Board for confirmation.

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Other Provisions:

- A. Transactions that shall not require the vetting of the RPT Committee but must be presented to the Board for approval in accordance with the regulatory requirements for approval of DOSRI transactions are as follows:
 - a. Back-to-back loan with terms and conditions similar to a regular back-to-back loan account; and
 - b. Renewal of credit accommodation facilitated by Asset Management Group with no major changes in the terms and conditions of the loan provided that it was previously vetted by the RPT Committee or approved by the BOD.
- B. Credit card transactions below the threshold amount of 5MM shall not go through the vetting process provided that the grant of credit card facility to VP's and Up including their relatives up to 4th degree of consanguinity or affinity was presented to the RPT Committee for notation or vetting.

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Category:

Category A-1

Annex A

Deadline:

30 calendar days after
the end of the calendar
year

Name of Bank	Code
Address	

Report on Conglomerate Structures

As of _____ (Year-End)

REPUBLIC OF THE PHILIPPINES)

_____) S.S.

I solemnly swear that all matters set forth in this report are true and correct, to the best of my knowledge and belief.

(Signature of Officer/Alternate)

SUBSCRIBED AND SWORN TO BEFORE ME this _____ day of _____, 20____, affiant exhibiting to me his
Community Tax Certificate No. ____ A
on _____ 20____

Notary Public
Until December 31, 200_____
PTR No. _____
Place _____

Doc. No. _____
Page No. _____
Book No. _____
Series of _____



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CONGLOMERATE MAP/ORGANIZATIONAL STRUCTURE 89

Name of Bank	Bank Code
--------------	-----------

Date _____

Organizational structure/diagram of the conglomerate


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Ownership Details/Board of Directors/Senior Officers **

Name of Bank	Bank Code
--------------	-----------

Date _____

^{2v} Indicate those holding 10% or more of the voting stock

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Category: Annex B
Category A-1
Deadline: 20 calendar days after
the reference quarter

Name of Bank	Code
Address	

Report on Material Related Party Transactions

As of	(Quarter-End)
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REPUBLIC OF THE PHILIPPINES)
_____) S.S.


I solemnly swear that all matters set forth in this report are true and correct, to the best of my knowledge and belief.

(Signature of Officer/Alternate)

SUBSCRIBED AND SWORN TO BEFORE ME this _____ day of _____, 20____, affiant exhibiting to me his
Community Tax Certificate No. ____ A
on _____ 20____.

Notary Public
Until December 31, 200_____
PTR No. _____
Place _____

Doc. No. _____
Page No. _____
Book No. _____
Series of _____

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Material Related Party Transactions

Name of Bank Bank Code

Date

Parent Bank/GB and Subsidiary/Affiliate	Related Counterparty	Relationship Between the Parties	Transaction Date	Type of Transaction	Amount/Contract Price	Terms	Rationale for Entering into the Transaction
A. Bank/GB							
a. Subsidiaries and Affiliates							
b. DCSB							
c. Others							
B. Subsidiary 1							
a. Subsidiaries and Affiliates							
b. DCSB							
c. Others							
C. Subsidiary 2							
a. Subsidiaries and Affiliates							
b. DCSB							
c. Others							
D. Affiliate 1							
a. Subsidiaries and Affiliates							
b. DCSB							
c. Others							
E. Affiliate 2							
a. Subsidiaries and Affiliates							
b. DCSB							
c. Others							

Please indicate in the last column (rationale for entering into the transaction) if the counterparty was a not-related party at the time when the transaction was entered into.