COVER SHEET

SEC Registration Number

0	0	0	0	0	0	2	3	0	2	2

Company Name

PANASONIC MANUFACTURING PHILIPPINES CORPORATION AND SUBSIDIARY

Principal Office (No./Street/Barangay/City/Town/Province)

Ortigas Avenue Extension San Isidro, Taytay, Rizal

Form Type	Department requiring the report	Secondary License Type, If Applicable
20-IS		

PRELIMINARY INFORMATION STATEMENT

Company's Email Address	Company's Telephone Number/s	Mobile Number
www.panasonic.com/ph	8 635-2260 to 65	N/A

No. of Stockholders	Annual Meeting Month/Day	Fiscal Year Month/Day
458	July 16th	March 31ST

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Ms. Imelda Garcia	imelda.garcia@ph.panasonic.com	8 635 2260	09178112175

Contact Person's Address

Ortigas Avenue Extension, San Isidro, Taytay, Rizal

Note: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20 OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:

✓ **Preliminary Information Sheet**
_____ **Definitive Information Sheet**

2. Name of Registrant as specified in this Charter:

PANASONIC MANUFACTURING PHILIPPINES CORPORATION

3. Province, country and other jurisdiction or incorporation or organization**:**

PASAY CITY, METRO MANILA, PHILIPPINES

4. SEC Identification Number: **23022**

5. BIR Tax Identification Code: **000-099-692-000**

6. Address of Principal Office: **Ortigas Avenue Extension, San Isidro Taytay, Rizal 1920**

7. Registrant's telephone number, including area code**: (632) 8 635-22-60 to 65**

8. Date, time and place of meeting of security holders:

Date : **July 16, 2021 (Friday)**
Time : **3:00 P.M.**
Manner: **via Remote Communication**

9. Approximate date of which the Information Statement is first to be sent or given to security holders:

June 24, 2021

- In case of Proxy solicitations:

Name of Persons Filing the Statement/Solicitor: NOT APPLICABLE
Address and Telephone No:

11. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec 4 and 8 of the RSA

a.	**Authorized Capital Stock**	**P 847,000,000**	**(P1.00 par value)**
	Common Class A shares (Listed)	**169,400,000**	
	Class "B" shares	**677,600,000**	

Only Class "A" shares are listed

b. Number of Shares Outstanding as of March 31, 2021:

Common Shares @ P1.00/share	
Class "A"	**P 84,723,432**
Class "B"	**337,994,588**
Total	**P422,718,020**

c. Amount of Debt Outstanding as of March 31, 2021 – **NONE**

12. Are any of the registrant's securities listed on a Stock Exchange?

✓ yes _____ no

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

As of March 31, 2021, a total of 84,723,432 Class "A" shares are listed in Philippine Stock Exchange.

INFORMATION REQUIRED IN INFORMATION STATEMENT

A. GENERAL INFORMATION

Item 1. Date, time and place of meeting of security holders.

Date: **July 16, 2021 (Friday)**
Time: **3:00 P.M.**
Manner: **via Remote / Electronic Means of Communication (Video Conferencing)**

Complete mailing address of principal office:

Panasonic Manufacturing Philippines Corporation
Ortigas Avenue Extension, San Isidro
Taytay, Rizal 1920

The Information Statement and the proxy form are first to be sent to security holders on or before June 24, 2021.

WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE NOT REQUESTED TO SEND A PROXY.

Item 2. Dissenters' Right of Appraisal

There are no matters or proposed corporate actions included in the Agenda of the Meeting which may give rise to a possible exercise by security holders of their appraisal rights as provided under Title X of the Corporation Code.

However, in the instances where the appraisal right may be exercised, any stockholder voting against the proposed corporate action should make a written demand for payment of the fair value of his shares within thirty (30) days after the date of meeting on which the vote was taken. Failure to make the demand within such a period shall be deemed a waiver of the appraisal right.

Item 3. Interest of Certain Persons in or Opposition to Matters to be Acted Upon

The directors and executive officers do not have any substantial interest, direct or indirect, in any matter to be acted upon in the stockholders' meeting, other than election to office.

The registrant has not received any written information from anyone that intends to oppose any action to be taken by the registrant at the meeting.

B. CONTROL AND COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders Thereof

a. As of March 31, 2021, the Company's outstanding numbers of shares are as follows:

Common shares:	No. of Shares Outstanding	No. of Votes to which entitled
Class "A"	84,723,432	84,723,432
Class "B"	337,994,588	337,994,588
Total	422,718,020	422,718,020

b. Record date for which are entitled to vote

All stockholders of record as of July 01, 2021 shall be entitled to vote at the Annual Stockholders' Meeting. Notice to stockholders shall be sent out thru courier on or before July 2, 2021.

c. Election of Directors

All stockholders as of record date are entitled to cumulative voting right with respect to the election of directors.

Each stockholder is entitled to one vote for each share of stock standing in his name on the books of the corporation; provided, however, that in the election of Directors, each stockholder is entitled to cumulate his votes in the manner provided by law. Each stockholder is entitled to vote by proxy at the stockholders' meeting provided the proxy has been appointed in writing by the stockholder himself or by his duly authorized attorney. The instrument appointing the proxy shall be exhibited to and lodged with the Secretary at the time of the meeting.

d. Security Ownership of Certain Record and Beneficial Owners of more than 5%

Owners of record of more than 5% of the voting securities as of March 31, 2021:

Title of Class	Name and Address of Record Owner and Relationship with Issuer	Name of Beneficial Ownership and Relationship with Record Owner	Citizenship	No. of Shares	Percentage
Common "B"	o Panasonic Corporation o 1006 Oaza Kadoma, Kadoma, Osaka 571-8501, Japan o Parent Company	Various Stockholders	Non-Filipino	337,994,588	79.96%

Panasonic Corporation (PC) has the power to decide how the PC shares in Panasonic Manufacturing Philippines are to be voted and has authorized Mr. Masatoshi Sasaki – Chairman of the Board to vote on the shares.

e. Security Ownership of Management and Directors

The following are the number of shares of which Company's stock owned of record by the Chairman, Directors and Officers, and nominees for election as director, as of March 31, 2021:

Title of Class	Name of Beneficial Owner	Amount of Beneficial Ownership (Php)	Nature of Beneficial Ownership	Citizenship	Percent
Common "B"	Masatoshi Sasaki	1	Direct	Japanese	NIL
Common "B"	Yoshiyuki Takahashi	1	Direct	Japanese	NIL
Common "B"	Hiroshi Yamada	1	Direct	Japanese	NIL
Common "B"	Masaru Toyota	1	Direct	Japanese	NIL
Common "B"	Shigeru Dono	1	Direct	Japanese	NIL
Common "B"	Hirokazu Yoshida	1	Direct	Japanese	NIL.
Common "A"	Yukio Hirose	1	Direct	Filipino	NIL
Common "A"	Elizabeth Gildore	1,000	Direct	Filipino	.00024
Common "A"	Justina Callangan	1	Direct	Filipino	NIL
Common "A"	Marlon Molano	3,200	Direct	Filipino	.00076
Common "A"	Atty. Mamerto Mondragon	85,360	Direct	Filipino	.0202

The aggregate number of shares owned of record by all or key officers and directors as a group as of March 31, 2021 is 89,568 shares or approximately 0.02% of the Company's outstanding capital stock.

f. Voting Trust Holders of 5% or More

There are no voting trust holders / arrangements holding 5% or more of the Company's outstanding shares.

g. Change in Control of the Registrant since beginning of last Fiscal Year

There are no change in control or arrangement that may result in change in control of the Company since the beginning of its last fiscal year.

Item 5. Directors and Executive Officers

a. Final list of Nominees for Election

Name	Office/Position	Citizenship	Age
Masatoshi Sasaki	Chairman / President	Japanese	58
Yoshiyuki Takahashi	Executive Director / Treasurer	Japanese	59
Hiroshi Yamada	Executive Director	Japanese	59
Satoshi Kono	Executive Director / VP – PPH	Japanese	52
Shigeru Dono	Director	Japanese	58
Hirokazu Yoshida	Director	Japanese	57
Yukio Hirose	Director	Japanese	53
Elizabeth Gildore	Independent Director	Filipino	63
Justina Callangan	Independent Director	Filipino	68
Marlon Molano	Independent Director	Filipino	60
Mamerto Z. Mondragon	Corporate Secretary	Filipino	76

Directors and Executive Officers / (Nominees)

Mr. Masatoshi Sasaki, Japanese, 58, was elected to the Board and appointed as the Chairman and President on April 1, 2019. He is also the Chief Executive Officer, Chief Manufacturing Officer, Chief Quality Officer, Chief Procurement and Chief Compliance Officer of the Company. Prior to his assignment, He was assigned to Refrigerator Business Division, Appliance Company, Panasonic Corporation – Japan ("PC") as the Director from October 2017 – March 2019. He was the Director of PC – Quality Innovation Division from April 2016 – September 2017 and General Manager of PC – Refrigeration Business Unit from October 2010 – September 2012. He joined Panasonic Corporation – Japan in April 1986. In November 2005, He was transferred to Panasonic Thailand Subsidiary, Panasonic Home Appliance R&D Center (Thailand) Company as the Manager and he returned to PC – Japan in October 2010 as the General Manager of PC – Product Development Group, Refrigerator Business Unit. He graduated from Kyoto Prefecture, Japan with a Bachelor's degree.

Mr. Yoshiyuki Takahashi, Japanese, 59, was elected as Director and appointed as the Vice – Chairman, Treasurer and Executive Director on June 22, 2015. He is also a Senior Managing Executive Officer, Chief Information Officer, Chief Risk Managing Officer, Chief Financial and HR Officer of the Company. Concurretnly, He is a member of the Audit, Board Risk Management, Related Party Transactions and Corporate Governance Committees. Prior to joining the Company, he was a former General Manager of Panasonic Corporation's regional office ("PC"), Panasonic Asia Pacific Pte Ltd ("PA") Accounting Department from August 2013 to May 2015. He was the Manager of Panasonic Corporation – Equity Management Team, Global Finance Administration Center (April – July 2013) and Councilor of PC HQ Finance Management Team, Corporate Finance & IR Group (June 2010 – March 2013). He is a graduate of the Osaka City University in Osaka, Japan with a Degree in Business Administration.

Mr. Hiroshi Yamada, Japanese, 59, was elected as PMPC – Executive Director since February 01, 2014. He is one of the Company's Senior Managing Officer and Chief Officer for Technology and Strategy. He was a former Councilor for Refrigerator Business Division, Appliances Company, PC – Japan from October 2012 to August 2013. He was the General Manager of Refrigerator Business Unit, Home Appliances Company, PC – Japan from October 2010 to September 2013. He was also the General Manager of Engineering Group, Refrigerator Business Unit, PC – Japan from April 2008 to September 2010 and from July 2005 to March 2008 he was assigned Engineering Group, Refrigerator Division, Pc – Japan as the General Manager. He is a graduate of the Toyama University in Japan with a Degree in Science of Engineering.

Mr. Satoshi Kono, Japanese, 52, was elected as Director since September 01, 2020 and Executive Director of PPH Sales & Marketing Division. Currenly, Mr. Kono is also the Chief Brand Comm Officer of the Company. In 2016 to 2019, he was the Chief of PPH Sales and Marketing Division. He was a former Chief of Planning Team, Major Appliances Group Consumer Marketing Division Appliances Company, Panasonic Japan from October 2014 to March 2016. He graduated from Tohoku University, Faculty of Economics with a Bachelor Degree of Economics.

Mr. Shigeru Dono, Japanese, 58, was elected to the Board on October 8, 2019. Presently, he is the Executive Officer of Panasonic Corporation, Vice-President of Appliances Company and Director of Kitchen Appliances Business Division since April 2019. In April 2017 to March 2019 as Managing Officer, Appliances Company – Food Retail & Commercial Equipment Business. He was a former Managing Officer of Appliances Company, incharge of company planning executive from April 2015 to March 2017. He graduated from the Engineering Science at Kyoto University.

Mr. Hirokazu Yoshida, Japanese, 57, was elected to the Board on September 1, 2020. He is a Director – Consumer Marketing Division and Sales Company Support Center and Managing Officer of Appliances Company, Panasonic Corporation since April 2020. In July 2016, Mr. Yoshida was a Director of Panasonic Corporation, AVC Marketing Center – Consumer Marketing Division and Appliances Marketing Center. He was a former Vice-President of Panasonic of Brasil Ltd. from July 2009 to March 2013. He graduated from Osaka University of Foreign Studies.

Mr. Yukio Hirose, Japanese, 53, was elected to the Board on November 7, 2018. He is currently the Executive Deputy Managing Director of Panasonic Appliance Asia Pacific and concurrently the Managing Director & in – charge of Sales and Marketing of Panasonic Appliances Marketing Asia Pacific since July 2018. He was the Director of Panasonic Asai Pacific Pte. Ltd. ("PA") from May 2017 – June 2018. He was assigned to Panasonic Marketing Europe as the Managing Director from April 2015 – April 2017. He was the Vice – President of Panasonic Consumer Electronic United States from October 2011 – March 2015. He was assigned to PA – Global Marketing of Digital Camera as General Manager from April 2005 – September 2011. He graduated from Meiji University with a Bachelor Degree in Politics. He joined Panasonic Corporation in March 1991.

Independent Directors

Ms. Justina Callangan, Filipino, 68, was elected as Independent Director on September 01, 2020. She is the Chairman of the Corporate Governance Committee and Related Party Transactions Committee. Currently, she is an Independent Directo of ORIX Metro Leasing and Finance Corporation since June 2019. In August 2020, elected as Director (representing the public sector) of Securities and Exchange Commission. To date, Ms. Callangan is a Consultant of ASA Philippines Foundation, Inc., Divina Law Office since October 2018 and November 2018 respectively. She graduated from University of the East, AB Political Science and San Sebastian College Bachelor of Laws. She was also a Candidate, MA (Political Science) from the University of Santo Tomas.

Ms. Elizabeth Gildore, Filipino, 63, was elected as Independent Director on May 4, 2015. She is the Chairman of the Board Risk Management Committee. She is also a member of the Audit Committee, Corporate Governance , Related Party Transactions, Nomination and Remuneration Committees. Currently, she is the Finance Manager of Moduvi Inc. since March 2014. Ms. Gildore is a former General Manager – PPH Accounting from September 2007 to August 2012. She was the Finance Manager of PMPC - PPH Accounting from June 2000 to August 2007. She is a graduate of B. S. in Commerce, Major in Accounting.

Mr. Marlon Molano*, *Filipino, 60, was elected as Independent Director on March 01, 2021. He is concurrently the Chairman of Audit Committee and a member of the Board Risk Management, Corporate Governance, Related Party Transactons, Nomination and Remuneration Committees. He is a former Finance and Administrative Assistant Director of the Company from April 2007 to August 2018. Prior to PMPC, he was the General Manager of Panasonic Mobile Communication Corporation of the Philippies (PMCP) from July 1992 to March 2007. He worked with Sycip Gorres & Velayo Company as Senior Auditor from 1981 to 1987. He is a graduate of B. S. in Commerce, Major in Accounting from the University of Pangasinan and Certified Public Accountant.

Corporate Secretary

Atty. Mamerto Z. Mondragon, Filipino, 76, has been the corporate secretary of the Company since 1968 and its Subsidiary since 1984. He is also the Corporate Secretary of Panasonic Industrial Devices Philippines Corporation since 2000. He is a graduate of the University of the East with a Bachelor Degree of Law.

Compliance Officer

Ms. Virginia Arevalo, Filipino, 56, has been the compliance officer of the Company since 2018. She is currently the Manager of Corporate Planning Center from May 2017. She was previously the Manager of Quality Assurance Center from September 2012 – April 2017 and Manager of Purchasing and Import/Export Department from April 2010 to August 2012. And she was the Manager of Purchasing Management Center from April 2006 to March 2010. She graduated from the University of Santo Tomas with a Bachelor Degree in Electrical Engineering and joined the Company in 1987.

The members of the Board of Directors are elected at the annual stockholders' meeting to hold office until the next annual meeting and until their respective successors have been elected and qualified. The Company's Corporate Governance Committee evaluated and reviewed each nominee-director's qualifications based on the guidelines spelled out in SRC Implementing Rule 38 (as amended) and unanimously resolved that said nominees are qualified for election/re-election.

b. Independent Directors

The independent directors of the Company are as follows:

1) Ms. Elizabeth Gildore
2) Ms. Justina Callangan
3) Mr. Marlon Molano

The Company's Corporate Governance Committee evaluated and reviewed each nominee-director's qualifications based on the guidelines spelled out in the SRC Rule 38.1 (as amended) and BSP Circular No. 456 and unanimously resolved that said nominees are qualified for election/re-election.

Ms. Callangan was nominated by Ms. Virginia Arevalo. Ms. Arevalo and Ms. Callangan are not related to each other.

Ms. Elizabeth Gildore was nominated by Ms. Ruth Tolentino. Ms. Gildore and Ms. Tolentino are not related to each other.

Mr. Molano was nominated by Ms. Julieta Beltran. Mr. Molano and Ms. Beltran are not related to each other.

Executive Officers

POSITION	NAME	AGE	CITIZENSHIP
Chairman & President	Masatoshi Sasaki	58	Japanese
Vice – Chairman, Treasurer & Executive Director	Yoshiyuki Takahashi	59	Japanese
Executive Director	Hiroshi Yamada	59	Japanese
Executive Director & VP – Sales & Marketing Division	Satoshi Kono	52	Japanese
Compliance Officer	Ma. Virginia Arevalo	56	Filipino
Corporate Secretary	Mamerto Mondragon	76	Filipino

BOARD COMMITTEE

Board Risk Oversight Committee

Chairman	Elizabeth Gildore	Independent Director
Member	Yoshiyuki Takahashi	Treasurer & Executive Director
Member	Marlon Molano	Independent Director

Audit Committee

Chairman	Marlon Molano	Independent Director
Member	Yoshiyuki Takahashi	Treasurer & Executive Director
Member	Elizabeth Gildore	Independent Director

Related Party Transactions Committee

Chairman	Justina Callangan	Independent Director
Member	Yoshiyuki Takahashi	Treasurer & Executive Director
Member	Elizabeth Gildore	Independent Director
Member	Marlon Molano	Independent Director

Corporate Governance Committee

Chairman	Justina Callangan	Independent Director
Member	Yoshiyuki Takahashi	Treasurer & Executive Director
Member	Marlon Molano	Independent Director
Member	Elizabeth Gildore	Independent Director

Term of Office

Executive Officers are appointed/elected annually during the annual stockholders meeting, each to hold office for a period of one (1) year until the next succeeding annual meeting and until their respective successors have been elected and qualified.

d. Significant Employee

The Company has no employee who is not an executive officer but who is expected to make a significant contribution to the business.

e. Family relationship

There are no family relationships up to the fourth civil degree either by consanguinity or affinity among the Company's directors, executive officers or persons nominated or chosen by the Company to become its directors or executive officers.

f. Certain Relationship and Related Transactions

There were no transactions with directors, executive officers or any principal stockholders that are not in the Company's ordinary course of business for the past two (2) years.

g. Involvement in Certain Legal Proceedings

The above-named executive officers and directors have not been involved in any material legal proceeding during the past five years that will affect their ability as directors and officers of the Company.

Item 6. <u>Compensation of Directors and Executive Officers</u>

The aggregate annual compensation during the last two fiscal years and to be paid in ensuing fiscal year 2021 of the Company's Chief Executive Officer and four others most highly compensated executive officers and all other officers and directors as a group are as follows:

Chief Executive Officer and four other most highly compensated executive officers:

	Compensation	Bonuses	Others	Total
FY 2021 ***	Php 37,179,650	Php 10,607,710	Php 201,000	Php 49,839,990
FY 2020 **	36,975,497	10,601,603	632,900	48,210,000
FY 2019 *	40,796,948	13,301,857	632,900	54,731,705

****Refers to Messrs. Masatoshi Sasaki (CEO), Yoshiyuki Takahashi, Hiroshi Yamada, Satoshi Kono & Virginia Arevalo. Estimated amount – no significant change versus last year*

***Refers to Messrs. Masatoshi Sasaki (CEO), Yoshiyuki Takahashi, Hiroshi Yamada, Masaru Toyota & Satoshi Kono.*

** Refers to Messrs. Masatoshi Sasaki, Yoshiyuki Takahashi, Hiroshi Yamada, Masaru Toyota & Satoshi Kono. Mr. Hayashi resigned last March 31, 2019 & Mr. Sasaki was elected as his replacement effective April 1, 2019.*

All officers and directors as a group unnamed:

	Compensation	Bonuses	Others	Total
FY 2021*	Php 39,952,274	Php 11,310,865	Php 1,435,800	Php 52,698,940
FY 2020	38,269,013	10,803,016	1,235,800	50,307,829
FY 2019	44,342,432	14,131,761	1,393,800	59,867,993

**Estimated amount*

For ensuing year 2021, no significant change is anticipated in the compensation of Directors and Officers.

The Company has no standard arrangement regarding the remuneration of its existing directors and officers aside from the compensation herein stated.

The directors and executive officers receive salaries, bonuses and other usual benefits that are also already included in the amounts stated above. Aside from the said amounts, they have no other compensation plan or arrangement with the registrant.

The Company has not granted any warrant or options to any of its Directors or Executive Officers.

Item 7. Independent Public Accountants

The Company, upon the recommendation of the Audit Committee of the Board of Directors composed of Marlon Molano as Chairman and Yoshiyuki Takahashi and Elizabeth Gildore as members, has approved the engagement Sycip, Gorres, Velayo & Co. (SGV) as external auditors of the Company for fiscal year 2020 ended March 31, 2021 and will submit such engagement to its stockholders for ratification. SGV was also the external auditor of the Company for fiscal years 2019, 2018 and 2017.

The audit partner-in-charge, Mr. Juan Carlo Maminta was appointed in 2017. In accordance with SRC Rule 68, par. 3 (b) (IV), there is no need to change the audit partner of the Company and its domestic subsidiary.

The representatives of the SGV & Co. are expected to be present at the stockholders' meeting and to be available to respond to appropriate questions. They will have the opportunity to make a statement if they so desire to do so.

It is expected that Management will make the recommendation for the appointment of the external auditor for fiscal year 2021 in compliance with the SEC Rules on the Rotation of the External Auditors.

Changes in and disagreements with accountants on accounting and financial disclosure

There were no changes in and disagreements with accountants on accounting and financial disclosure.

Audit-Related Fees

I. Audit Fees and Other-related Fees

The Company engaged SGV & Co. to audit its annual financial statements and perform related reviews. The following fees, exclusive of VAT were incurred:

	(Amounts in Php millons)					
		2021		2020		2019
Annual Audit	P	**2.9**	P	2.9		2.5
Audit – Related (PFRS 9 &15)		-		-		1.0
Total	P	**2.9**	P	2.9	P	3.5

II. Tax Fees

There were no tax fees paid to external auditors other than for annual audit services.

Management presents proposals on possible external auditors to be engaged together with their respective proposed audit fees to the Audit Committee for proper consideration. The Audit Committee evaluates and thereafter, upon its recommendation, the appointment of the external auditor is presented to the Board of Directors and/or stockholders for confirmation. However, financial statements duly approved by the Audit Committee are still subject to confirmation of the Board of Directors prior to submission to the respective government regulatory agencies.

Item 8. Compensation Plans

There are no actions to be taken up in the meeting with respect to any compensation plan.

C. ISSUANCE AND EXCHANGE OF SECURITIES

Item 9. Authorization or issuance of Securities other than for Exchange

There are no matters or actions to be acted upon in the meeting with respect to the authorization or issuance of securities other than for exchange.

Item 10. Modification or Exchange of Securities

There are no matters or actions to be acted upon in the meeting with respect to the modification or exchange of securities.

Item 11. Financial and Other Information

The draft Audited Financial Statements of the Company as of March 31, 2021 and other data related financial information are attached hereto as Annex "A".

Item 12. Mergers, Consolidations, Acquisitions and Similar Matters

There are no matters or actions to be taken up in the meeting with respect to merger, consolidation, acquisition and similar matters.

Item 13. Acquisition or Disposition of Property

There are no matters or actions to be taken up in the meeting with respect to acquisition or disposition of any property.

Item 14. Restatement of Accounts

There are no matters or actions to be taken up in the meeting relating to restatement of accounts.

D. OTHER MATTERS

Item 15. Action with Respect to Reports

Financial Statements and Management Report – Management shall report on the significant business transactions undertaken by Management and the financial targets and achievements for the fiscal year 2020. Attached as Annexes "A" and "B" are the Audited Annual Financial Statements for the period ending March 31, 2021 and unadited interim report as of December 31, 2020 of the Company are reflected in the accompanying Annual Report to Stockholders.

Item 16. Matters Not required to be Submitted

There are no actions to be taken with respect to any matter which is not required to be submitted to a vote of the security holders.

Item 17. Amendment of Charter, Bylaws or other Documents

There are no matters or actions to be taken up in the meeting relating to restatement of Accounts.

Item 18. Other Proposed Actions

a) Approval of Minutes of the Previous Annual Stockholders' Meeting – Minutes of the Annual Stockholders' Meeting held last August 26, 2020 will be submitted for the approval of the shareholders. Among the matters included in the Minutes of the August 26, 2020 meeting are the following:

1. Approval of the Minutes of 2020 Annual Stockholders' Meeting
2. President's Annual Reports
3. Financial Report
4. Ratifications of all acts, resolutions and proceedings of the Board of Directors and Management since 2020 Annual Stockholders' Meeting
5. Election of new members of the Board of Directors
6. Appointment of External Auditor

Copies of the same will be made available at the annual stockholders' meeting on July 16, 2021 for any stockholder desiring to review the same.

The Board of Directors recommends that the stockholders Approve the minutes of the last annual stockholders' meeting held last August 26, 2020.

b) Ratification of All Acts, Resolutions and Proceedings of the Board and Management since 2020 Annual Meeting.

Copies of the Minutes of the Meetings may be examined by all stockholders on record as of Record Date at the office of the Corporate Secretary.

The Board of Directors recommends that the stockholders Approve, Confirm and Ratify all acts proceedings and resolutions of the Board of Directors since the last annual stockholders' meeting to the present.

c) Election of Directors – The Regular and Independent members of the Board of Directors are elected at the Annual Stockholders' Meeting to hold office until the next stockholders' meeting and until their respective successors have been elected and qualified.

Item 19. Voting Procedures

Stockholders who wish to attend the meeting or vote through remote communication should notify and register using asmregistration@ph.panasonic.com.

In the election of directors, the Ten (10) nominees with the greatest number of votes will be elected directors.

Except in cases where a higher vote is required under the Corporation Code, the approval of any corporate action shall require the majority vote of all stockholders present and proxy in the meeting, if constituting a quorum.

Except in cases where voting by ballot is applicable, voting and counting shall be by viva voce. If by ballot, the counting shall be supervised by the Corporate Secretary and independent auditors of the Company.

UNDERTAKING

THE COMPANY UNDERTAKES TO PROVIDE WITHOUT CHARGE TO EACH PERSON SOLICITED, UPON WRITTEN REQUEST, A COPY OF THE COMPANY'S ANNUAL REPORT ON SEC FORM 17- A. REQUEST SHOULD BE SENT TO: PMPC OFFICE OF THE CORPORATE SECRETARY AT 8TH FLOOR, RAHA SULAYMAN BLDG., 108 BENAVIDEZ ST., LEGASPI VILLAGE, MAKATI CITY.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and behalf, we certify that the information set forth in this report is true, complete and correct. This report is signed in Taytay, Rizal on June 10, 2021.

MA. VIRGINIA AREVALO
Compliance Officer

YOSHIYUKI TAKAHASHI
Executive Director & Vice - Chairman

OPERATIONAL AND FINANCIAL INFORMATION

Market for Issuer's Common Equity and Related Stockholder Matters

- **MARKET INFORMATION**

Common shares outstanding as of March 31, 2021 were:

Class "A"	84,723,432
Class "B"	337,994,588
	422,718,020

The Parent Company's common equity is traded in the Philippine Stock Exchange.

The following table shows the market prices in Philippine pesos of the Parent Company's Class A shares listed in the Philippine Stock Exchange for fiscal years 2020 and 2019 and for the first quarter of year 2021:

Period	2020		2019	
	High	Low	High	Low
Jan – Mar	**5.70**	**2.56**	6.60	5.69
Apr – Jun	**4.94**	**3.50**	7.80	5.02
Jul – Sept	**6.98**	**4.01**	5.90	5.20
Oct – Dec	**7.90**	**4.56**	5.79	4.54

	2021	
	High	Low
Jan – Mar	**8.88**	**5.12**
Apr – Jun	**6.80**	**6.49**

- **DIVIDENDS**

The payment of dividend, either in the form of cash or stock, will depend upon the Company's earnings, cash flow and financial condition, among other factors. The Company may declare dividends only out of its unrestricted retained earnings. These represent the net accumulated earnings of the Company, with its capital unimpaired, that are not appropriated for any other purpose.

Dividends paid are subject to the approval by the Board of Directors. The Company's Board of Director declared cash dividends as follows:

Declaration Date	Cash Dividend	Record Date	Payment Date
2021			
May 20, 2021	**52.45%**	**June 4, 2021**	**June 25, 2021**
2020			
May 07, 2020	14.98%	May 21, 2020	May 29, 2020
2019			
April 22, 2019	20.99%	May 7, 2019	May 24, 2019

- **HOLDERS**

As of March 31, 2021, there were 458 holders of the Company's common shares. The following table sets forth the top 20 shareholders.

Rank / Name of Holder	Number of Shares	Percentage of Ownership
1. Panasonic Corporation (Japanese)	337,994,581	79.96 %
2. PCD Nominee Corporation (Filipino)	38,028,842	9.00%
3. PMPC Employees Retirement Plan	21,586,360	5.11 %
4. Pan Malayan Management & Investment Corporation	6,076,341	1.44%
5. Jesus V. Del Rosario Foundation, Inc.	3,870,926	0.92%
6. Vergon Realty Investment Corporation	3,389,453	0.80 %
7. J.B. Realty and Development Corporation	1,778,915	0.42 %
8. So Sa Gee	855,716	0.20 %
9. David S. Lim	656,393	0.16 %
10. Efren M. Sangalang	603,156	0.14 %
11. Vicente L. Co	577,245	0.14%
12. Susan L. Tan	500,000	0.12%
13. Vincent S. Lim	500,000	0.12%
14. Jason S. Lim	500,000	0.12%
15. Jonathan Joseph C.C. Lim	500,000	0.12%
16. Falek Enterprises, Inc.	298,106	0.07%
17. Jaime Agabin	252,995	0.06%
18. So Ki Lim	252,995	0.06%
19. Vladimir Co	248,164	0.06%
20. Edgar N Lim	246,712	0.06%

- **RECENT SALE OF UNREGISTERED SECURITIES**

The Company has neither sold any securities nor reacquired or issued new securities in exchange of properties within the past three (3) years.

MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

Management's Discussion and Analysis of Financial Condition and Results of Operations

Top 5 Key Performance Indicators of the Company

Name of Index	Calculation	FY 2020	FY 2019	FY 2017
a) Rate of Sales Increase	CY Sales – LY Sales ---------- X 100% LY Sales	**-8.59%**	3.35%	5.20%
b) Rate of Profit Increase	CY Profit After Tax – LY Profit After Tax ---------- x 100% LY Profit After Tax	**183.11%**	-14.86%	-50.70%
c) Rate of Profit on Sales	Profit After Tax ---------- x 100% Total Sales	**3.29%**	1.06%	2.50%
d) Current Ratio	Current Assets ---------- Current Liabilities	**2.39**	2.5	2.7
e) Dividend Ratio to Capital	Dividend ---------- x 100% Average Capital	**52.45%**	14.98%	37.17%

(a) Rate of Sales Increase - This measures the sales growth versus the same period last year. Sales decreased by 8.59% versus last year. Such was due to pandemic, consumer tend to prioritize essential goods only.

(b) Rate of Profit Increase - This measures the increase in profit after tax versus the same period last year. Rate of profit for the year increased by -183.11% due mainly to lower utilization of general and administrative expenses.

(c) Rate of Profit on Sales - This measures the percentage of profit after tax versus net sales for the period. Rate of profit increased to 3.29% versus 1.06% of last year.

(d) Current Ratio - This measures the liquidity of the Company and its ability to pay off current liabilities.

(e) Dividend Ratio to Capital - This measures the dividend payout ratio versus capital for the period. The Group declared 52.45% and 14.98% cash dividend for the fiscal year 2020 and 2019 respectively.

INTRODUCTION

Panasonic Manufacturing Philippines Corporation (the Parent Company) was incorporated in the Philippines on May 14, 1963 and is a subsidiary of Panasonic Corporation(PC or the ultimate Parent Company) which is incorporated in Japan on December 15, 1935. The Securities and Exchange Commission (SEC) approved on March 19, 2013 the extension of Parent Company's corporate life for another fifty (50) years or until May 15, 2063. The Parent Company holds 40.0% interest in Precision Electronics Realty Corporation (PERC or the Subsidiary), over which the Parent Company is exposed, or has rights, to variable returns from its involvement with the Subsidiary and has the ability to affect those returns through its power over the Subsidiary.

The Parent Company is a manufacturer, importer and distributor of electronic, electrical, mechanical, electro-mechanical appliances, other types of machinery, parts and components, battery and other related products bearing the "Panasonic" brand. The Subsidiary is in the business of realty brokerage and leases out the land to the Parent Company in which the latter's manufacturing facilities are located.

The following are discussions on the Consolidated Financial Conditions and Results of the Company and its Subsidiary (The Group) based on the Financial Statements as of and for the years ended March 31, 2021, 2020 and 2019.

This discussion summarizes the significant factors affecting the consolidated operating results, financial condition, liquidity and cash flows of the Group for the fiscal year 2020 ended March 31, 2021.

Fiscal Year 2020 vs. 2019
Financial Positions

Material Changes (+/-5% or more) in the financial statements *(in thousands):*

Accounts	March 31, 2021	March 31, 2020	Difference (%)
Cash and cash equivalent	3,743,229	2,945,350	**27.09%**
Receivables	1,476,639	1,440,043	**2.54%**
Inventories	1,741,172	1,654,053	**5.27%**
Other current assets	142,544	91,858	**55.18%**
Property & equipment – net	984,692	1,083,329	**-9.11%**
Deferred tax assets	127,189	168,745	**-24.63%**
Other assets	22,430	25,590	**-12.35%**
Accounts payable & accrued expenses	2,970,694	2,453,939	**21.06%**
Provision for estimated liabilities	464,938	469,778	**-1.03%**
Stockholders'equity	4,802,261	4,485,251	**7.07%**

The Company's consolidated total assets as of March 31, 2021 increased by ₱828.93 million (11.19%) to ₱8.238 billion from March 31, 2020. This was mainly due to increase in cash and cash equivalent and other current assets.

Current ratio for the period ending March 31, 2021 recorded at 2.4:1 versus 2.5:1 of last year.

Current assets increased by ₱972.3 million and current liabilities increased by ₱516.8 million.

Cash and cash equivalent increased by ₱797.9 million (27.09%) due to decrease in cash used in operating expenses.

Total accounts receivable (net) increase of ₱36.6 million due to increase in sales during the last quarter of the period versus last year, collection of which will be the following month.

Inventory amount increased by ₱87.1 million due to non-achievement of sales forecast and in preparation for the increase in sales during summer season.

Property, plant and equipment – net decreased by ₱98.6 million (-9.11%). As of March 31, 2021, the Company's total capital expenditures amounted to ₱149 million mainly pertains to costruction in progress for the improvements of factory machinery and equipment due to the increase of production and volume capacity in its Washing Machine division, as well as building renovation of Washing Machine and Electric Fan Production. Total depreciation and disposal amounted to ₱242.7 million and ₱51.8 million, respectively. Investment properties was transferred to property, plant and equipment for its use in its operation.

Other current assets increased by ₱50.7 million (55.18%) due mainly to creditable withholding taxes for the period.

The Company's consolidated total liabilities as of March 31, 2021 amounted to ₱3.436 billion, increased by ₱511.92 million versus March 31, 2020. This was mainly due to current liabilities increase of ₱516.76 million (21.06%).

The total stockholders' equity increased by ₱317 million (7.07%) caused by operating income of ₱371 million and remeasurement gain on retirement liability and income tax expense.

Results of Operation

Material Changes (+/-5% or more) in the financial statements *(in thousands):*

Accounts	**FY 2020**	FY 2019	**Difference (%)**
Sales	**10,883,095**	11,906,948	**-8.59%**
Cost of sales	**8,313,295**	9,508,271	**-12.6%**
Gross profit	**2,569,800**	2,398,677	**7.1%**
Selling expenses	**1,204,276**	1,265,827	**-4.9%**
General administrative	**953,893**	1,045,315	**-8.7%**
Other income – net	**67,019**	152,520	**-56.1%**
Income before tax	**478,586**	240,055	**99.4%**
Income tax expense	**120,634**	113,599	**6.2%**
Income after tax	**358,016**	126,456	**183.1%**

The Company's consolidated group sales for fiscal year 2020 ending March 31, 2021 decreased by ₱1.024 billion (-8.6%) versus last year because of the following unfavorable sales in the following product lines:

Airconditioner by ₱751.3 million (-24%) and washing machine ₱241.2 million (-13%) .

Gross profit amount improved by ₱171.1 million (7.1%) despite the decrease in sales due to improvement in cost of sales ratio by 3.5%.

Selling expenses drop by ₱61.6 million (-4.9%) composed of drecrease in advertising and commission expense ₱69.8 million (-44.7%), provision for warranty claims ₱35.6 million (-52.5%), freight and handling cost ₱29.4 million (-7.4%) inspite of increase in sales promotion by ₱73.3 million (11.4%).

General and administrative expenses decreased by ₱91.4 million (-8.7%) mostly attributable to travel expense -₱22.1 million.

Other income – net decreased by ₱85.5 million (-56.1%) due to the reversal of other estimated liablilites amounting to ₱31.42 and bank interest income from time deposits by ₱41.07 million due to decrease in interest rate during the period.

Total income before tax increased by ₱238.5 million (99.4%) due to decrease in general and administrative expense, selling expense and Cost of goods sold as stated above.

Income tax expense slightly increased by ₱7.0 million (6.2%) and net income after tax increased by ₱231.6 million (183.1%) due to decrease in operating and general and administrative expenses.

Fiscal Year 2019 vs. 2018
Financial Positions

Material Changes (+/-5% or more) in the financial statements ***(in thousands):***

Accounts	March 31, 2020	March 31, 2019	Difference (%)
Cash and cash equivalent	**2,945,350**	2,831,509	**4.02%**
Receivables	**1,440,043**	1,667,305	**-13.63%**
Inventories	**1,654,053**	1,637,439	**1.01%**
Other current assets	**91,858**	127,904	**-28.18%**
Property & equipment – net	**1,083,329**	969,014	**11.80%**
Deferred tax assets	**168,745**	112,091	**50.54%**
Other assets	**25,590**	31,324	**-18.30%**
Accounts payable & accrued expenses	**2,453,939**	2,443,486	**0.43%**
Provision for estimated liabilities	**469,778**	420,258	**11.78%**
Stockholders'equity	**4,485,251**	4,512,842	**-0.61%**

The Company's consolidated total assets as of March 31, 2020 increased by ₱32.4 million (0.44%) to ₱7.409 billion from March 31, 2019. This was mainly due to increase in deferred tax asset and property plant and equipment.

Current ratio for the period ending March 31, 2020 recorded at 2.5:1 versus 2.6:1 of last year. Current assets deccreased by ₱132.8 million and current liabilities increased by ₱10.4 million.

Cash and cash equivalent increased by ₱113.8 million (4.0%) due to decrease in cash used in operating expenses.

Total accounts receivable (net) decrease of ₱227 million due to decrease in sales during the last quarter of the period versus last year, collection of which will be the following month.

Inventory amount increased by ₱16.6 million due to non-achievement of sales forecast and in preparation for the increase in sales during summer season.

Property, plant and equipment – net increased by ₱114.3 million (11.80%). As of March 31, 2020, the Company's total capital expenditures amounted to ₱346.9 million mainly pertains to costruction in progress for the improvements of factory machinery and equipment due to the increase of production and volume capacity in its Washing Machine division, as well as building renovation of Washing Machine and Electric Fan Production. Total depreciation and disposal amounted to ₱258.0 million and ₱14.8 million, respectively. Investment properties was transferred to property, plant and equipment for its use in its operation.

Other current assets decreased by ₱36 million (-28.18%) due mainly to creditable withholding taxes for the period.

The Company's consolidated total liabilities as of March 31, 2020 amounted to ₱2.924 billion, increased by ₱59.97 million versus March 31, 2019. This was mainly due to non current liabilities increase of ₱49.52 million (11.78%) majority for reserves for Price Risk and Pension Liability.

The total stockholders' equity decreased by ₱27.6 million (-0.61%) caused by operating income of ₱126 million and remeasurement loss on retirement liability and income tax expense.

Results of Operation

Material Changes (+/-5% or more) in the financial statements *(in thousands):*

Accounts	**FY 2019**	FY 2018	**Difference (%)**
Sales	**11,906,948**	11,520,814	**3.35%**
Cost of sales	**9,508,271**	9,267,010	**2.60%**
Gross profit	**2,398,677**	2,253,804	**6.43%**
Selling expenses	**1,265,827**	983,828	**28.66%**
General administrative	**1,045,315**	1,103,257	**-5.25%**
Other income – net	**152,520**	107,873	**41.39%**
Income before tax	**240,055**	274,592	**-12.58%**
Income tax expense	**113,599**	126,070	**-9.89%**
Income after tax	**126,456**	148,522	**-14.86%**

The Company's consolidated group sales for fiscal year 2019 ending March 31, 2020 increased by ₱386.1million (3.4%) versus last year because of the following favorable sales in the following product lines: Refrigerator by ₱382.6 million (13%) and washing machine ₱272.8 million (36.4%) .

Cost of sales and gross profit amount rose with the increase in sales.
Selling expenses grew by ₱282.0 million (28.66%) composed of increase in sales and product

promotion expense ₱360.98 million (129%), advertising and commission expense ₱46.4 million (42%) inspite of decrease in freight cost by ₱127.7 million (-24%).

General and administrative expenses decreased by ₱57.9 million (-5.25%) mostly attributable to reversal of provision for other estimated liabilities -₱153.2 million

Other income – net increased by ₱44.65 million (41.39%) due to the reversal of other estimated liablilites amounting to ₱42.71 and bank interest income from time deposits by ₱4.66 million due to increase in interest rate during the period.

Total income before tax decreased by ₱34.5 million (-12.58%) due to increase in selling expenses as stated above.

Income tax expense and net income after tax also decreased by ₱12.47 million (9.89%) and ₱22.1million (14.86%) respectively due to increase in selling expenses for sales promotion and advertising expenses to achieve the company's sales target for the period.

Fiscal Year 2018 vs. 2017

Financial Positions

Material Changes (+/-5% or more) in the financial statements ***(in thousands):***

Accounts	March 31, 2019	March 31, 2018	Difference (%)
Cash and cash equivalent	**2,831,509**	3,356,080	**-15.6%**
Receivables	**1,667,305**	1,190,057	**40.1%**
Inventories	**1,637,439**	1,332,521	**22.9%**
Other current assets	**127,904**	116,207	**10.1%**
Investment properties	**-**	31,391	**-100.0%**
Property & equipment – net	**969,014**	856,076	**13.2%**
Deferred tax assets	**112,091**	124,634	**-10.1%**
Other assets	**31,324**	52,046	**-39.8%**
Accounts payable & accrued expenses	**2,443,486**	2,203,880	**10.9%**
Provision for estimated liabilities	**420,258**	264,033	**59.2%**
Stockholders'equity	**4,512,842**	4,591,100	**-1.7%**

The Company's consolidated total assets as of March 31, 2019 increased by ₱317.6 million (4.5%) to ₱7.377 from March 31, 2018. This was due mainly to increase in accounts receivable and inventories, in spite of decrease in cash and cash equivalent.

Current ratio for the period ending March 31, 2019 recorded at 2.6:1 versus 2.7:1 of last year. Current assets and liabilities increased by ₱269.3 million and ₱239.6 million, respectively.

Cash and cash equivalent decreased by ₱524.6 million (15.6%) due to acquisitions of property, plant and equipment, cash dividend payment and cash used in operating expenses.

Total accounts receivable (net) increase of ₱477.2 million due to higher sales during the last quarter of the period versus last year, collection of which will be the following month.

Inventory amount increased by ₱304.9 million due to non-achievement of sales forecast and in preparation for the increase in sales during summer season.

Property, plant and equipment – net increased by ₱112.9 million (13.2%). As of March 31, 2019, the Company's total capital expenditures amounted to ₱286.1 million mainly pertains to costruction in progress for the improvements of factory machinery and equipment due to the increase of production and volume capacity in its Washing Machine division, as well as building renovation of Washing Machine and Electric Fan Production. Total depreciation and disposal amounted to ₱201.9 million and ₱33.6 million, respectively. Investment properties was transferred to property, plant and equipment for its use in its operation.

Other current assets increased by ₱11.7 million (10.1%) due mainly to creditable withholding taxes for the period.

The Company's consolidated total liabilities as of March 31, 2019 amounted to ₱2.864 billion, increased by ₱395.8 million versus March 31, 2018. This was due mainly to accounts payable and accrued expenses increase of ₱296.6 million (13.9%) for purchases of inventory and the outstanding payable for the purchase of equipment. Moreover, other liabilities increase of ₱74.7million was due to sales warranty.

The total stockholders' equity decreased by ₱78.3 million (1.7%) caused by remeasurement loss on retirement liability and income tax expense.

Results of Operation

Material Changes (+/-5% or more) in the financial statements *(in thousands):*

Accounts	FY 2018	FY 2017	Difference (%)
Sales	**11,520,814**	10,490,076	**9.8%**
Cost of sales	**9,267,010**	8,478,203	**9.3%**
Gross profit	**2,253,804**	2,011,873	**12.0%**
Selling expenses	**983,828**	897,541	**9.6%**
General administrative	**1,096,513**	949,815	**15.4%**
Other income – net	**101,129**	152,398	**-33.6%**
Income before tax	**274,592**	316,915	**-13.4%**
Income tax expense	**126,070**	52,883	**138.4%**
Income after tax	**148,522**	264,032	**-43.7%**

The Company's consolidated group sales for fiscal year 2018 ending March 31, 2019 increased by ₱1,031.7 million (9.8%) versus last year because of the following favorable sales in the following product lines: room airconditioning products by ₱661.3 million (21.2%); washing machine ₱179.7 million (12.0%) and refrigerator ₱166.9 million (3.6%).
Cost of sales and gross profit amount rose with the increase in sales. However, the direct material cost ratio improved to 37.8% from 41.3% of last year despite the unfavorable effect of peso depreciation and fuel price hikes.

Selling expenses grew by ₱86.3 million (9.6%) composed of increase in freight cost by ₱62.4 million (13.4%), provision for warranty ₱13.7 million (26.3%) and sales promotion expense ₱29.9 million (11.9%).

General and administrative expenses increased by ₱146.7 million (15.4%) mostly attributable to provision for other estimated liabilities ₱110.5 million, payment of taxes and dues amounting to ₱12.2 million; outsourcing expense for sales delivery helpers to customers' warehouses ₱12.6 million; computers maintenance cost ₱22.4 million and salaries and wages ₱12.6 million.

Other income – net decreased by ₱51.3 million (33.6%) due to reversal of provisions for credit losses recorded last year ₱23.0 million and the losses of rental income ₱25.2 million due to lease agreement termination. On the other hand, bank interest income from time deposits increased by ₱13.5 million due to increase in interest rate during the period. However, other miscellaneous expense – net increased by ₱14.9 million.

Total income before tax decreased by ₱42.3 million (13.4%) due to reduction in other income and increase in general and administrative expenses as stated above. Although profit before tax was lower than last year, income tax expense increased by ₱73.2million (138.4%) due to provision for retirement liability ₱101.6 million and warranty expense added back to taxable income.

Net income after tax decreased by ₱115.5 million (43.7%) versus last year due mainly to the aforementioned increase of income tax expense of ₱73.2 million and increase in general and administrative expenses.

- **Known Trends**

  There are no known events, trends, and demands, commitments or uncertainties that might affect the Company's liquidity or cash flows within the next twelve (12) months.

  There are no trends, events or uncertainties know to management that are reasonably expected to have material favorable or unfavorable impact on the net income or revenues from continuing operations of the Company.

- **Events that will trigger direct or contingent financial obligation**
  In the normal course of business, the Group has various commitments and contingent liabilities that are not presented in the accompanying financial statements.

  The management believes that these actions are without merit or that the ultimate liability, if any, resulting from these cases will not adversely affect the financial position or results of operation of the Parent Company.

  The Group does not anticipate material losses as a result of these commitments and contingent liabilities.

- **Material off-balance transactions, arrangements or obligations**

  There were no material off-balance transactions, arrangement or obligations that had a material effect on the Company's financial conditions or result of operations.

- **Capital expenditures**
  The Parent Company has commitments for capital expenditures. Among these are investments on IT-related projects, relocation and renovation of branch premises, acquisition and repairs of furniture, fixtures and equipment needed to bring the Company at par with competitors.

- **Significant Elements of Income or Loss**
  Significant elements of income or loss will come from continuing operations.

- **Seasonal Aspects**
  There was no seasonal aspect that had a material effect on the Company's financial conditions or result or operations.

RETAINED EARNINGS

Retained Earnings in excess of 100% of paid-in capital will be declared as dividends and/or appropriated for plant expansion and modernization and upgrading of factory facilities and equipment in the future.

The appropriated retained earnings pertain to the appropriation for plant expansion and modernization and upgrade of factory facilities and equipment of the Parent Company and for purchase of industrial land for future business expansion of PERC.

CORPORATE GOVERNANCE

Overview of Financial Reporting 2020

Panasonic Manufacturing Philippines Corp. (PMPC) is committed to adhere itself with the global best practice of corporate governance and full and fair disclosure to provide and deliver sustained growth and profitability for its shareholders and stakeholders. A strong corporate governance culture and framework is a central pillar of PMPC's operations and provides a catalyst for the achievement of its strategic goals. PMPC continues its strong commitment in upholding and embodying the principles of transparency, integrity, accountability, fairness, and professionalism in all its activities, as particularly evident in the company's response to the unprecedented circumstances of the COVID-19 pandemic. In many ways, the COVID-19 pandemic has pushed the company to activate its business continuity program and utilized available IT technologies to cope with the impact of enhance community quarantine imposed by the local government. The pandemic has also drawn attention to the need for a more active role of the Board of Directors in monitoring the company's relationships with their core stakeholders – customers, employees, suppliers, communities, shareholders, regulators, and government.

The year 2020 has significantly brought on a massive scale significant challenges to the Company's operation that tested the Board's governance. The global production and supply chain system is mostly disrupted due to widespread of the COVID-19. Both the Board and management though its governance process are continuously searching for adequate strategies and policies for revamping production patterns and meet consumer demand. From global supply chain perspectives, the majority of the Company's raw materials are imported from China and other Asian developing nations. The COVID-19 pandemic has broken the most of transportation links and distribution mechanisms between suppliers, production facilities and customers. Therefore, it is imperative that a different governance and management approach must be applied to continuously sustain production and consumer consumption pattern in the COVID-19 pandemic era. Most of the prominent economies around the world enforced a total lockdown, and the focus has since shifted to surge in demand for essential products and services. This has led to the decline in demand for Company's appliance products. The production and operations management challenges of the pandemic situations will be strongly addressed by both Board Directors and management to continuously adopt and improve the resilience and sustainability of the business system and operation.

Board Governance

The Corporate Governance structure of the Board prescribes the authority and responsibilities. It is the company's highest governance body which ensures there is an effective governance framework and system in place. It is also responsible for the stewardship of the company, which means that it oversees the day-to-day management delegated to the President and the other officers of the company. The Board as well as in their individual capacity, foster the long-term success of the company, and to sustain its competitiveness and profitability in a manner consistent with its corporate objectives and the best interest of its stockholders.

Compliance with the principles of good corporate governance starts with the Company's Board of Directors. The Board is responsible for oversight of the business affairs and integrity of the Company; determination of the Company's mission, long term strategy, and objectives; the management of the Company's risks through evaluation, and ensuring the adequacy of the Company's internal controls and procedures. It is the responsibility of the Board to foster and engender the long-term success of the Company and secure its sustained competitiveness in a manner consistent with its fiduciary responsibility, exercised in the best interest of the Company, its shareholders, and other stakeholders.

Board Composition

The Board consists of ten members, each elected by the common stockholders during the annual stockholders meeting. The Board members hold office for one year until their successors are duly elected and qualified in accordance with the amended by-laws of the Company. PMPC Board is a combination of executive and non-executive that are possessed with qualifications and stature that enable them to effectively participate in the deliberations of the

Board. It is composed of qualified and competent individuals that provide complementary skills from their respective areas of expertise in the exercise of their fiduciary responsibilities.

The Board includes three independent directors who were selected by Nomination Committee based on independence criteria as set forth under the SEC's revised Securities Regulation Code and implementing rules and regulation, PMPC By-laws, and Code of Governance Manual. The Board of Directors and the senior management of the Company have all undergone the requisite training on corporate governance. The names, profiles, and shareholdings of each director are found in the Definitive Information Statement, distributed prior to the annual stockholders meeting.

Board Diversity

PMPC recognizes and embraces the benefits of having a diverse Board, and sees increasing diversity at Board level as an essential element in maintaining a competitive advantage. A truly diverse Board will include and make good use of differences in the skills, regional and industry experience, background, race, gender, and other distinctions between Directors. These differences are considered in determining the optimum composition of the Board and balanced appropriately. All Board appointments are made on merit, in the context of the skills, experience, independence and knowledge which the Board as a whole requires to be effective. Currently, there are two female independent directors on board with different professional backgrounds. PMPC implemented the Board Diversity policy in 2015.

Board Committees

Our Board of Directors is the highest governance body of the company. It provides direction and delegates the conduct of business to the company's management and operating levels under the leadership of the President. PMPC has standing committees to support the Board. The Audit Committee, Corporate Governance Committee, Risk Management Committee, and Related Party Transaction Committee have their respective charters approved by the Board. Charters delineate the objectives of the committees, define it functions, composition and procedures. These charters were prepared and benchmarked consistent with SEC's revised Code of Corporate Governance and existing rules and regulations. Every PMPC committee has at least two independent directors. The Board convenes regular meeting on a monthly basis and special meetings may be called for as needed.

Audit Committee

The Board appoints from its members an Audit Committee composed of at least three (3) members, majority of whom are Independent Directors including the Chairman. The Committee is composed of two independent directors and one executive director. The Chairman of Audit Committee is an independent director and a Certified Public Accountant (CPA). With the resignation of Audit Committee Chairman Independent Director Emiliano Volante in the last quarter of 2021, the Board approved the appointment of committee member Independent Director Marlon M. Molano as the new chairperson. Members of the committee must have accounting, auditing or related financial management expertise, or experience commensurate with the size, complexity of operations, and risk profile of the Company. The Chairperson of the Audit Committee shall not be the Chairperson of the Board or of any other board-level committees.

The purpose and authority of the Audit Committee is to assist the Board in fulfilling its responsibilities for general oversight of: (1) PMPC's financial reporting processes and the audit of financial statements, (2) PMPC's compliance with legal and regulatory requirements, (3) the external auditors' qualifications and independence, (4) the performance of PMPC's internal audit function and external auditors, and (5) risk assessment and risk management.

For fiscal year 2020, the Audit Committee monitored and evaluated the adequacy and effectiveness of the Company's internal control systems, risk management, compliance, and governance practices. It provided oversight on the integrity of the Company's financial statements and financial reporting process, performance of the internal and external audit functions and compliance with Company's policies, applicable laws, and regulatory requirements. The Committee also approved the external auditor's annual audit plan and scope of work and assessed its overall performance and effectiveness. In consultation with management, this Committee also approved the external auditor's terms of engagement and audit fees.

As for Internal Audit function, the Audit Committee reviewed and approved the Internal Audit performance report in 2020, internal audit plan for 2020, and the revised internal audit charter. The Internal Audit periodically reports on the status of relevant auditable areas and recommendations which includes the current status of internal control over financial reporting. The quarterly Audit Committee meetings were conducted to report significant audit issues and accomplishments of the Internal Audit. The Audit Committee through its Internal Audit reviewed the audited consolidated financial statements in accordance with Philippine Financial Reporting Standard (PFRS) and Philippine Accounting Standards (PAS) for Board approval. The Internal Audit reports functionally to the Audit Committee Chairman.

Corporate Governance Committee

The Board appoints from its members a Corporate Governance Committee composed of at least three (3) members of the Board, who shall all be non-executive directors, majority of whom are Independent Directors including the Chairman. The Board also appointed Independent Director Atty. Justina Callangan as the new Corporate Governance Committee chairman for the remainder of the 2020 to 2021 board term.

The Corporate Governance Committee is appointed to assist the Board in fulfilling this responsibility with respect to four (4) fundamental issues: (i) overseeing the development and the regular assessment of the Corporation's approach to corporate governance issues, (ii) ensuring that such approach supports the effective functioning of the Corporation with a view to the best interests of the Corporation's shareholders and effective communication between the Board of Directors and management of the Corporation, (iii) overseeing the process, structure and effective system of accountability by management to the Board of Directors and by the Board to the shareholders, in accordance with applicable laws, regulations and industry standards for good governance practices, and (iv) carrying out the functions and responsibilities of a nomination and compensation committees to recommend to the Board of Directors candidates for election or appointment to the Board of Directors.

Risk Management Committee

The Board appoints from its members a Risk Management Committee composed of at least three (3) members of the Board, majority of whom shall be Independent Directors, including the Chairperson. Committee members should possess a range of knowledge and expertise on risk management issues and best practices. Ms. Elizabeth Gildore, Chairperson, is not the Chairperson of the Board or of any other board-level committee.

The Risk Management Oversight Committee monitors the risk environment for PMPC and provides direction for the activities to mitigate, to an acceptable level, the risks that may adversely affect company's ability to achieve its goals. The committee facilitates continuous improvement of the company's capabilities around managing its priority risks. In addition, the committee supports the Audit Committee's efforts to monitor and evaluate, as mandated by the SEC's Code of Corporate Governance, the risk management processes of the company.

Related Party Transaction Committee

The Board appoints from its members a Related Party Transaction Committee composed of at least three (3) Non-Executive Directors, majority of whom are Independent Directors including the Chairperson. The Board also appointed Independent Director Atty. Justina Callangan as the new Committee chairman for the remainder of the 2020 to 2021 board term.

The purpose of the Related Party Transaction Committee is to assist the Board of Directors of the company to provide independent review, approval, and oversight of Related Party Transactions (RPTs) to ensure that transactions with related parties are conducted in arms-length. The company is exercising extensive effort to ensure that all significant related party transactions with related parties are done at arm's length. The transactions with related parties involve the supply of raw materials, service, and management consulting. RPT Committee clearly defines the threshold for disclosure and approval of RPTs and categorizes such transactions according to those that are considered de minimis or transactions that need not be reported or announced, those that need to be disclosed, and those that need prior shareholder approval. The aggregate amount of RPTs within any twelve (12) month period is considered for purposes of applying the thresholds for disclosure and approval. In 2019 PMPC adopted the Related Party Transaction guidelines of SEC pursuant to SEC memorandum circular no. 10 series of 2019.

Board Performance Evaluation

Board of Director, Board Committee, and relevant senior management evaluations, in accordance with the Code of Corporate Governance self-assessment, have been undertaken with respect to the FY 2020 reporting period. It was put in place by the Board since 2009 and has since been consistently implemented. The corporate governance self-assessment is annually conducted to measure performance and benchmark its compliance with the best Corporate Governance practices in the industry. The actions agreed upon by the Board in response to the performance review were documented and the completion of these items was monitored by the Board. In accordance with SEC's implementing rules and regulations, PMPC directors have attended at least one corporate governance seminar conducted by accredited agency. In fiscal year 2020 all the directors and management of PMPC attended an online seminar on Corporate Governance. Our directors keep abreast with the latest developments relevant with their duties and responsibilities to ensure good corporate governance practices.

Shareholder Rights

The company shall treat all shareholders fairly and equitably, and also recognize, protect and facilitate the exercise of their rights. It is the responsibility of the Board to adopt a policy informing the shareholders of all their rights. The Company encourages shareholders to exercise their rights by providing clear-cut processes and procedures for them to follow.

Voting rights. Each common share in the name of the shareholder entitles such shareholder to one vote, which may be exercised in person or by proxy at shareholders' meetings, including the Annual General Stockholders' Meeting. Common shareholders have the right to elect, remove, and replace directors, as well as vote on certain corporate acts specified in the Revised Corporation Code.

Preferred shareholders have the right to vote on matters involving certain corporate acts specified in the Revised Corporation Code. They enjoy certain preferences over holders of common shares in terms of dividends and in the event of liquidation of the Company.

Pre-emptive rights. A pre-emptive right is often provided to existing shareholders to avoid involuntary dilution of their ownership stake. The right gives them the chance to buy a proportional interest of any future issuance of common stock.

Right to Information. Shareholders are provided, through the Investor Relations, disclosures, announcements, and, upon request, periodic reports filed with the SEC. All disclosures of the Company are likewise immediately available and downloadable at the Company's website upon disclosure to the Philippine Stock Exchange (PSE).

Dividends. Shareholders are entitled to receive dividends as the Board, in its discretion, may declare from time to time. However, the Company is required, subject to certain exceptions under the law, to declare dividends when the retained earnings equal to or exceed its paid-up capital stock. The Company has been consistently paying dividends to its shareholders annually.

Stakeholder Investor Relation

PMPC strives to maintain its corporate credibility and instill investor confidence in the Company by practicing a structured approach to the communication of material information. It assists in achieving a fair market value for PMPC's securities – a benefit to both shareholders and the Company. PMPC will make every effort to ensure that all material information concerning the Company is made as freely and widely available as possible. PMPC encourages an exchange of opinion between itself and its principal stakeholders and will organize its communications to facilitate that dialogue.

Shareholder Meeting and Voting Procedures. Stockholders are informed at least 21 calendar days before the scheduled meeting of the date, time, and place of the validation of proxies, in accordance with the Revised Corporation Code. In 2020, notices of the 2020 annual stockholders meeting were sent to the stockholders on July 17, 2020, 39 days, prior to the annual stockholders meeting which was held on August 26, 2020. Voting procedures on matters presented for approval of the stockholders in the annual stockholders meeting are set out in the Definitive Information Statement distributed to all shareholders of the Company.

Shareholder and Investor Relations. PMPC responds to information requests from the investing community and keeps shareholders informed through timely disclosures to the PSE and the SEC and through regular quarterly briefings, annual shareholders meeting, investor briefings and the Company's website, and responses to email and telephone queries. The Company's disclosures and other filings with the SEC and PSE are available for viewing and download at the Company's website.

Risk Management

PMPC recognizes risks are associated with achieving value-based objectives. Managing these risks forms an essential part of PMPC's business. The aim of risk management within PMPC is to provide reasonable assurance that it understands the risks associated with achieving its business objectives and that it responds appropriately to these risks at all levels within the organization. This is achieved by always ensuring that:

- Risks are properly identified, assessed, managed and reported;
- Risk ownership is taken and communicated;
- Resources are effectively and efficiently allocated to manage risks;
- Risks that could significantly affect our employees, the company, our suppliers, or our clients are suitably managed;
- The company is compliant with regulatory and legal requirements.

Accountability and Audit

External Auditors. The Audit Committee has the primary responsibility to recommend the appointment and removal of the external auditor. The external auditors are directly accountable to the Audit Committee in helping ensure the integrity of the company's financial statements and financial reporting process. Their responsibility is to assess and provide an opinion on the conformity of the audited financial statements with Philippine Financial Reporting Standards and the overall quality of the financial reporting process. The Audit Committee oversees the work of the external auditors and ensures that they have unrestricted access to records, properties, and personnel to enable performance of the required audit. During the Annual Stockholders' Meeting last August 26, 2020, the shareholders re-appointed Sycip Gorres Velayo & Co. (SGV & Co.) as the company's external auditor for the year 2020, with Juan Carlo Maminta as the lead engagement partner**.**

The Committee met with the external auditors without the presence of the management team to discuss any issues or concern. To ensure that the external auditor maintains the highest level of independence from the company, both in fact and appearance, the Audit Committee approved all audit, audit-related, and reviewed non-audit services rendered by the external auditor. Non-audit services expressly prohibited by regulations of the SEC were awarded to other audit firms to ensure that the company's external auditor carries out its work in an objective manner.

Internal Audit. Internal Audit supports the Audit Committee in the effective discharge of its oversight role and responsibility. The Head of Internal Audit, Andrei R. Tibi, reports functionally to the Audit Committee of the Board of Directors, and administratively to the President / CEO. The activities of Internal Audit are governed by a separate Internal Audit Charter approved by the Audit Committee and the Board.

Internal Audit adopts a risk-based audit approach in developing its annual work plan, which is reassessed quarterly to consider emerging risks. The Audit Committee reviews and approves the annual work plan and all deviations therefrom and ensures that internal audit examinations cover the evaluation of adequacy and effectiveness of controls encompassing the company's governance, operations, and information systems; reliability and integrity of financial and operational information; safeguarding of assets; and compliance with laws, rules, and regulations. The Committee also ensures that audit resources are adequate and reasonably allocated to the areas of highest risk, including the effectiveness of the internal audit function. Its audit activities conform to the International Standards for the Professional Practice of Internal Auditing. During the year, the Committee regularly met with the Head of Internal Audit without the presence of management to discuss any issues or concern.

Code of Business Conduct and Ethics

Our business environment is constantly changing. We can count on changes in our products, our people, our customers, and our suppliers. What will not change is our commitment to our company values. Our basic business philosophy helps us determine our objectives, our approach to business activities, and the general direction of our company. It serves as a compass, helping us set and maintain the right direction for our business. It is timeless and remains valid regardless of where our business takes us. Our values are the foundation for sustaining our business environment within the Company. Among them, include:

- Contribution to society
- Fairness & honesty
- Cooperation & team spirit
- Untiring effort for improvement
- Courtesy and humility
- Adaptability
- Gratitude

These values define who we are as a company — to each other, to our customers, to our suppliers and to our shareholders. They define what we stand for, and they are guiding principles for behavior.

Internal policies such as conflict of interest policy, insider trading policy, whistleblower policy and related party transaction lend guidance, provide support, and lay the proper context in PMPC's adherence to Code of Business Conduct and Ethics.

Anti-Corruption Policy. PMPC is steadfast in abiding by the highest ethical standards in doing its business. A zero-tolerance policy is adopted towards fraud, corruption, bribery in any form, and all unethical practices, coupled with a firm commitment to full compliance with all relevant laws and standards. The anti-corruption policy contained in the Code of Business Conduct and Ethics guides all directors, officers, and employees on how to conduct business in a fair, ethical, and legal manner. Strict observance of the policy is mandated in all their transactions and dealings with customers, suppliers, and business partners of the company as well as with the government.

Conflict of Interest. It is PMPC's policy that all employees avoid any activity that is or has the appearance of being hostile, adverse, or competitive with the company, or that interferes with the proper performance of duties, responsibilities, or loyalty to the company. PMPC has in place conflict of interest policy that elevate the interest of the company above that of the personal interest of directors, officers, and employees. The policy covers specific conflict of interest situations and it also support that directors, officers and employees do not tolerate corruption or any form of bribery nor provide or accept improper inducement during any business dealing.

Insider Trading. It is the policy of the Company to oppose the unauthorized disclosure of any nonpublic information acquired in the workplace and the misuse of Material Nonpublic Information in securities trading. The company prohibits director, officer, or employee of, or consultant or contractor to, the Company, and no member of the immediate family or household of any such person, shall engage in any transaction involving a purchase or sale of Company's securities, including any offer to purchase or offer to sell, during any period commencing with the date that he or she possesses Material Nonpublic Information concerning the Company, and ending at the close of business on the second Trading Day following the date of public disclosure of that information, or at such time as such nonpublic information is no longer material.

Whistleblower. PMPC has whistleblower policy in place, another important mechanism for preventing the incident of fraud, bribery, and misconduct. All stakeholders which include the board, officers, and employees, as well as customers, and suppliers can report any violation of conduct of business conduct, policies, procedures and applicable laws and regulations. A whistleblower can raise their concerns of violations of the code of business conduct and ethical guidelines, or other illegal or unethical conduct, without fear that they will be disciplined or terminated. The company does not permit retaliation of any kind against an employee for reporting information in good faith. The whistleblower may approach the internal audit or any officers of the company who are designated contact person for the purpose of whistleblowing.

Disclosure and Transparency

PMPC adheres to a high level of standard in its corporate disclosure and adopts transparency with respect to the Company's financial condition and state of corporate governance.

Ownership Structure. The top 20 shareholders of the Company, including the shareholdings of certain record and beneficial owners who own at least 2% of its capital stock, its directors and key officers, are disclosed annually in the Definitive Information Statement distributed to shareholders prior to annual stockholders meeting**.**

Financial Reporting. PMPC provides the investing community with regular updates on operating and financial information through adequate and timely disclosures filed with the SEC and the PSE. Consolidated audited financial statements are submitted to the SEC and the PSE on or before the prescribed period and are available to the shareholders prior to the annual stockholders meeting.

PMPC's financial statements conform to Philippine Accounting Standards and Philippine Financial Reporting standards, which also in compliance with International Accounting Standards. Quarterly financial results, on the other hand, are released and are duly disclosed to the SEC and PSE in accordance with the prescribed rules. These disclosures are likewise posted on the Company's corporate website.

In addition to compliance with structural reportorial requirements, the Company discloses in a timely manner market-sensitive information such as dividend declarations, acquisitions, and sale of significant assets that materially affect the share price performance of the Company.

Securities Dealing. The Company has adopted a policy which regulates the acquisition and disposal of Company shares by its directors, officers, and employees, and the use and disclosure of price-sensitive information by such persons. Under the policy, directors, officers, and employees who have knowledge or are in possession of material nonpublic information are prohibited from dealing in the Company's securities prior to disclosure of such information to the public.

Measure to fully comply with Corporate Governance

In 2020, PMPC substantially complied with its Manual on Corporate Governance, the provisions of the Revised Code of Corporate Governance of the Securities and Exchange Commission (SEC) and the Corporate Governance Guidelines Disclosure Template of the Philippine Stock Exchange (PSE). As a mechanism to comply with Corporate Governance, the company

has a Corporate Governance Committee, which comprises the company's President, Compliance Officer, Audit Committee, Internal Audit, and Risk Management Committee. The Corporate Governance Committee has taken various initiatives to comply with the ASEAN Corporate Governance and Integrated Annual Corporate Governance Report (IACGR) practices which recently include increasing the number of independent directors to three (3) members, the adoption of Corporate Compliance Program Policy headed by Compliance Officer, Related Party Transaction Policy, Board Related Party Transaction Committee, Beneficial Ownership Policy, Fraud Statement Policy among others. These initiatives are prospectively monitored by the board and facilitated by the company's compliance officer. PMPC has put in place a policy on Corporate Compliance Program to strengthen its compliance initiatives consistent with the regulatory agencies.

PMPC's Corporate Governance is exercised by a duly appointed Compliance Officer who is responsible for monitoring compliance with the provisions and requirements of corporate governance law, rules, and regulations, reporting violations and recommending the imposition of disciplinary actions, and adopting measures to prevent repetition of violations. She also ensures that corporate governance education and communication program, promotes the development of knowledge, skills, attitudes, and culture that would enhance observance of corporate governance policies.

The company has Board Assessment Policy and Procedures that provides, at the minimum, criteria, and process to determine the performance of the Board, individual directors, and committees as an evaluation system whether they comply with the Manual of Corporate Governance.

In fiscal year 2020, the increase from two to three independent directors due to onboarding of additional independent director improved the Company's compliance with Code of Corporate Governance and Integrated Annual Corporate Governance Report.

No Material Deviation

The Company has established various Internal Controls, procedures, and mechanism to ensure compliance with the Code of Corporate Governance and to avert any possible deviation thereof. PMPC shall continue to monitor, adopt, and evolve in conjunction with corporate governance developments. There have been no material deviations noted by the compliance officer for the fiscal year 2020.

Plans to improve Corporate Governance

PMPC will continue to monitor any developments in Corporate Governance to consistently comply with local regulatory agencies and improve the Company's governance practices. Areas for improvement noted during the preparation of SEC and PSE corporate governance reports and the result of Corporate Governance audit conducted by the Company's Internal Audit Department will be addressed with positive action.

The Corporate Governance Committee shall principally and periodically review the provisions and enforcement of the company's Manual on Corporate Governance. The said manual is subject to annual review and amendment to continuously improve the company's corporate governance practices by assessing their effectiveness and comparing them with evolving best practices, standards identified by leading governance authorities and the company's changing circumstances and needs. Specifically, PMPC plans to fully comply with the ASEAN Corporate Governance practices and Integrated Annual Corporate Governance Report to reflect global principles and internationally recognized good practices in corporate governance applicable to public listed corporations. The company also adopts SEC's Revised Corporate Governance pursuant to SEC Memorandum Circular No.24 series of 2019 to improve its Corporate Governance Practices by the Board and management. As such, it prospectively revised its Manual of Corporate Governance accordingly.