

**UNIVERSAL ROBINA CORPORATION  
BOARD EVALUATION**

Period Covered: \_\_\_\_\_

Name: \_\_\_\_\_

**Instructions:** Carefully review each item. Using a scale of 1 to 5, 5 being the highest; rate each item as it pertains to the Collective Board.

**I. COLLECTIVE BOARD RATING**

<b>A. BOARD COMPOSITION</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
1. Diversity - The Board has the right size and composition (i.e., gender, ethnicity, culture).					
2. Balance - The Board has an optimum mix of directors where majority are non-executive who possess the necessary qualifications to exercise objective and independent judgment on corporate affairs.					
3. Qualification - The Board has the appropriate skills, knowledge, background and business experience to enable them to effectively perform competently and professionally and add value to the Company.					
4. Duration of Directorship - The Board takes into consideration the duration of service of the Director in the Board to ensure the refreshment of skills and perspectives and independence of the members taking into account the need for progressive change in the Board to ensure an appropriate balance of skills and experience and ability to act independently and objectively is not impaired.					
5. Succession Planning - The Board has a well-established succession planning process that ensures smooth transition of new leaders as quickly as possible.					
6. The Board has a clear distinction on the role between the Chairman and the President.					

Please provide comments on why you've rated the above as such.

How can the Company improve its Board composition? Other comments are also welcome.

<b>B. BOARD EFFICIENCY AND PERFORMANCE</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
1. Overall performance					
2. Oversight over Management's activities					
3. Discussions on short term goals					
4. Discussions on long term goals					
5. Discussions on business strategies and plans					
6. Discussions on risks					
7. Discussions on regulations					
8. Follow-up of business plans, strategies, objectives and budget					
9. Promotion of good corporate governance principles, policies and mechanisms					
10. Promotion of continuing education and/or training					

Please provide comments on why you've rated the above as such.

How can the Company improve its Board efficiency and performance? Other comments are also welcome.

<b>C. BOARD MEETINGS AND PARTICIPATION</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
1. The Board meetings are held frequently enough to address matters that require Board attention.					
2. The Board members are provided meeting agendas and supporting materials with sufficient time for advance review.					
3. The Board members are provided easy and timely access to information or inputs.					
4. The Board meeting atmosphere encourages open dialogue.					
5. The Board members make efficient use of the time allocated for each meeting.					
6. The Board receives information on industry trends, emerging issues and business environment to address the demands of stakeholder (ex. ESG, digitalization, corporate purpose, human capital and culture).					

Please provide comments on why you've rated the above as such.

How can the company improve its Board Committee meetings and participation? What specific topics should be prioritized for the upcoming years? Other comments are also welcome.

**Instructions:** Using a scale of 1 to 5, 5 being the highest; rate the overall performance of each committee. You need not be a member of the committee to provide your insights.

**II. BOARD COMMITTEES**

Did the following Committees effectively perform their responsibilities during the covered period?	1	2	3	4	5
<input type="radio"/> Audit Committee					
<input type="radio"/> Corporate Governance Committee					
<input type="radio"/> Board Risk Oversight Committee					
<input type="radio"/> Related Party Transactions Committee					

Please provide comments on why you've rated the above as such.

Do the Board Committees have the right size and composition? How can the Company improve its Board structure? Other comments are also welcome.

**III. INDIVIDUAL DIRECTOR'S SELF-RATING**

**Instructions:** Carefully review each item. Using a scale of 1 to 5, 5 being the highest; rate your individual performance as a board member.

	1	2	3	4	5
1. <b>INDEPENDENCE.</b> Were you able to exercise independent judgment, and in effect, view each problem/situation objectively?					
2. <b>PARTICIPATION.</b> Were you able to actively participate in Board/Committee discussions, and advise, counsel and contribute to the Company's plans and strategies?					
3. <b>EXPERTISE.</b> Were you able to draw from knowledge and experience to advise on strategy, business plans and key issues? Awareness on the relevant Company policies, procedures and regulatory mandates that the Board is subjected to and updates on the latest best corporate governance practices					
4. <b>CHARACTER.</b> Were you able to conduct yourself in a manner characterized by transparency, accountability, integrity, and fairness, being fully aware that the office of a director is one of trust and confidence?					
5. <b>FIDUCIARY DUTY.</b> Were you able to consider the long-term success of the Company, its sustained competitiveness and profitability, its best interest and that of its shareholders and stakeholders?					
6. <b>INNOVATION.</b> Do you seek to find ways to continuously improve the efficiency and effectiveness of the Board or any Committee that you are a member of?					

Please provide comments on why you've rated the above as such.

How can the Company assist me in the performance of my duties and responsibilities as a member of the Board? Other comments are also welcome.

**IV. OFFICERS' RATING**

**Instructions:** Carefully review each item. Using a scale of 1 to 5, 5 being the highest; rate the performance of the respective officers.

<b>CHAIRMAN – MR. LANCE Y. GOKONGWEI</b>	1	2	3	4	5
1. <b>LEADERSHIP.</b> Does the Chairman adequately lead the Board of Directors towards the attainment of its goals and strategic objectives?					
2. <b>INTEGRITY.</b> Does the Chairman exemplify honor in all his undertakings, make sound judgements, and uphold the principle of doing the right thing because it is the right thing to do, even when no one else is watching?					
3. <b>DILIGENCE.</b> Does the Chairman devote sufficient and productive time and effort to the management of the Company's Board related functions?					
4. <b>CORPORATE GOVERNANCE.</b> Does the Chairman act in the best interest of the Company, its shareholders and other stakeholders, in a manner characterized by transparency, accountability and fairness?					

5. <b>ENTREPRENEURIAL MINDSET.</b> Does the Chairman strive for growth and demonstrate a resilient, passionate and agile mindset in guiding the Board of Directors towards the achievement of the Company's goals and objectives?					
6. <b>STEWARDSHIP.</b> Does the Chairman lead the Board to develop long-term objectives and effective business strategies; anticipate current and emerging trends; and make sure that the President/CEO manages the Company's resources well?					
<i>Please provide comments on why you've rated the above as such. Other comments are also welcome.</i>					
<b>PRESIDENT AND CHIEF EXECUTIVE OFFICER – MR. IRWIN C. LEE</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
1. <b>LEADERSHIP.</b> Is the President/CEO leading the Company towards the attainment of its vision and mission and strategic objectives?					
2. <b>INTEGRITY.</b> Does the President/CEO exemplify honor in all his undertakings, make sound judgements, and uphold the principle of doing the right thing because it is the right thing to do, even when no one else is watching?					
3. <b>DILIGENCE.</b> Does the President/CEO devote sufficient and productive time and effort to the management of the day-to-day affairs of the Company?					
4. <b>CORPORATE GOVERNANCE.</b> Does the President/CEO act in the best interest of the Company, its shareholders and other stakeholders, in a manner characterized by transparency, accountability and fairness?					
5. <b>ENTREPRENEURIAL MINDSET.</b> Does the President/CEO strive for growth and demonstrate a resilient, passionate and agile mindset in guiding the Company towards the achievement of its goals and objectives?					
6. <b>STEWARDSHIP.</b> Does the President/CEO develop long-term objectives and effective business strategies; anticipate current and emerging trends; and make sure that the Company's resources are managed well?					
<i>Please provide comments on why you've rated the above as such. Other comments are also welcome.</i>					
<i>Did the following officers effectively perform their roles during the covered period?</i>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
1. Corporate Secretary – Atty. Ma. Celia F. Estavillo					
<i>Please provide comments on why you've rated the above as such.</i>					
<i>How could the Corporate Secretary improve on her personal performance? What assistance or resources are needed to address her developmental needs? Other comments are also welcome.</i>					
<i>Did the following officers effectively perform their roles during the covered period?</i>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
2. Chief Audit Executive – Ms. Rya Aissa S. Agustin					
<i>Please provide comments on why you've rated the above as such.</i>					
<i>How could the Chief Audit Executive improve on her personal performance? What assistance or resources are needed to address her developmental needs? Other comments are also welcome.</i>					
3. Chief Risk & Chief Compliance Officer – Ms. Rhodora T. Lao					
<i>Please provide comments on why you've rated the above as such.</i>					
<i>How could the Chief Risk &amp; Compliance Officer improve on her personal performance? What assistance or resources are needed to address her developmental needs? Other comments are also welcome.</i>					
<b>V. OVERALL COMMENTS AND SUGGESTIONS</b>					
<i>Please identify any areas for improvement, such as training/continuing education programs or any other forms of assistance that you may need in the performance of your duties. Other comments are also welcome.</i>					