

COVER SHEET

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M A R Y M E D I A T R I X M E D I C A L

C E N T E R , I N C .

(Company's Full Name)

J . P . L A U R E L H I G H W A Y

M A T A A S N A L U P A L I P A C I T Y

(Business Address: No., Street City / Town / Province)

JEAN MARIE L. UY 633-6113

Contact Person

Company Telephone Number

1st Sat of June

1 2 3 1

Month Day Fiscal Year

2 0 - I S

Form Type

Month Day

Annual Meeting

DEFINITIVE INFORMATION STATEMENT

Dept. Requiring this Doc

Amended Articles Number/ Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

MARY MEDIATRIX MEDICAL CENTER  
J.P. Laurel Highway, Lipa City

**NOTICE OF 31<sup>st</sup> SPECIAL STOCKHOLDERS' MEETING**

Dear Stockholders,

We would like to inform you that a Special Stockholders' Meeting of the shareholders of Mary Mediatix Medical Center, Inc. ("The Company") has been scheduled on **September 19, 2020 at 10:00 a.m.** to be conducted only by remote communication through the online meeting platform, Zoom.

*The agenda for the meeting shall be as follows:*

- I. *Call to Order*
- II. *Certification of Notice and Determination of Quorum*
- III. *Election of Independent Director*
- IV. *Other Matters*

A brief explanation of each agenda item which requires stockholders' approval is provided herein. Additional information regarding the agenda items particularly those to be voted upon is provided in the Information Statement available at <https://mediatrixmedcenter.com.ph/wp-content/uploads/2020/08/Definitive-Information-Statement-SpecialMeeting-2020.pdf> or through the QR code below. Hard copies of the Information Statement will be provided free of charge, upon request sent to [mmmc.executive2020@gmail.com](mailto:mmmc.executive2020@gmail.com).

We are not soliciting proxies. If, however, you would be unable to attend the meeting but would like to be represented thereat, you may accomplish the attached proxy form. Stockholders intending to attend the Special Stockholders' Meeting by remote communication, or by proxy, should notify the Corporation or send their proxies by email to [mmmc.executive2020@gmail.com](mailto:mmmc.executive2020@gmail.com) **by September 11, 2020 at 12 noon**. The procedure and further details for attending the meeting through remote communication will be sent by email to each stockholder or his/her proxy.

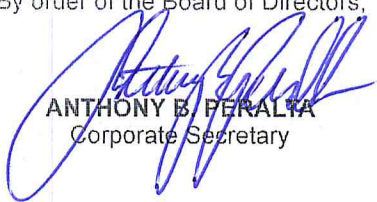
All proxy forms must be received by the Corporate Secretary for inspection and recording not later than **11 September 2020**. Proxies shall be validated on **14 September 2020 at 10:00 A.M.** through the online meeting platform, Zoom. If you wish to attend the validation of proxies, kindly send a request for the link to the Zoom meeting by email to [mmmcnomelec@gmail.com](mailto:mmmcnomelec@gmail.com).

Only stockholders of record as of **5 September 2020** shall be entitled to vote. Since the Annual Meeting will be conducted through remote communication, we have provided the attached ballot for the election of the independent director. You may send in your ballots **on or before September 11, 2020 at 12 noon** through e-mail at [mmmcnomelec@gmail.com](mailto:mmmcnomelec@gmail.com), or hardcopies to the **Administrative Office of the Corporation at the 4<sup>th</sup> Floor of the H.B. Calleja Bldg. addressed to the Committee.**

Please refer to the attached Rules for the Election of Directors of MMMCI By Remote Communication for guidance, except that the deadlines therein have been revised according to this Notice.



By order of the Board of Directors,

  
ANTHONY B. PERALTA  
Corporate Secretary

**SPECIAL STOCKHOLDERS' MEETING**  
19 September 2020

**EXPLANATION OF AGENDA ITEMS FOR STOCKHOLDERS' APPROVAL**

Election of Independent Director

A brief description of the business experience of the nominees for Independent Director s is provided in the Information Statement sent to the stockholders.

Consideration of Such Other Business as May Properly Come Before the Meeting

The Chairman will open the floor for comments and questions by the stockholders. The Chairman will decide whether matters raised by the stockholders may be properly taken up in the meeting or in another proper forum.

**AUTHORIZATION**

KNOW ALL MEN BY THESE PRESENTS:

The undersigned stockholder of **MARY MEDIATRIX MEDICAL CENTER, INC.** (“**MMMC**”) do hereby name, constitute and appoint

- \_\_\_\_ CHAIRMAN OF THE BOARD OF MARY MEDIATRIX MEDICAL CENTER
- \_\_\_\_ PRESIDENT OF MARY MEDIATRIX MEDICAL CENTER
- \_\_\_\_ ANY REPRESENTATIVE (Full Name and Email address of representative)

\_\_\_\_\_

as my proxy, with right of substitution and revocation, to represent and vote for and in my behalf, all shares registered in my name in the books of MMMC, or owned by me, at the Special Meeting of the Stockholders on September 19, 2020 and at any and all adjournments or postponements thereof, upon any election or question which may lawfully be brought before such meeting, as fully to all intents and purposes as I might do if present and acting in person, hereby ratifying and confirming all that my said proxy shall lawfully do or cause to be done by virtue of these presents.

**IN CASE OF NON-ATTENDANCE OF MY PROXY NAMED ABOVE, I AUTHORIZE AND EMPOWER THE CHAIRMAN OF THE MEETING TO FULLY EXERCISE ALL RIGHTS AS MY PROXY AT SUCH MEETING.**

This authorization shall continue until such time as the same is withdrawn by me through notice in writing delivered to the Corporate Secretary at least three (3) working days before the scheduled meeting on September 19, 2020, but shall not apply in instances where I personally attend the meeting.

The nominees for independent director are as follows:

- 1. Ramon Abejuela
- 2. Shirley Sangalang

**I EXPRESSLY WITHHOLD THE AUTHORITY TO VOTE FOR THE FF. NOMINEE/S TO THE BOARD OF DIRECTORS:** \_\_\_\_\_

The undersigned hereby declares that the issuance of this authorization is within the undersigned’s powers and authority, which powers and authority are duly registered in accordance with Philippine laws.

IN WITNESS WHEREOF, I have hereunto signed these presents this \_\_\_\_ day of \_\_\_\_\_, 2020 in \_\_\_\_\_.

\_\_\_\_\_  
PRINTED NAME OF STOCKHOLDER

\_\_\_\_\_  
SIGNATURE OF STOCKHOLDER/AUTHORIZED SIGNATORY

\_\_\_\_\_  
ADDRESS OF STOCKHOLDER

\_\_\_\_\_  
CONTACT TELEPHONE NUMBER

AN AUTHORIZATION SUBMITTED BY A COMPANY SHOULD BE ACCOMPANIED BY A CORPORATE SECRETARY’S CERTIFICATE QUOTING THE BOARD RESOLUTION DESIGNATING A CORPORATE OFFICER TO EXECUTE THE PROXY.

THE REPRESENTATIVE’S EMAIL ADDRESS IS NECESSARY SO THAT THE PROCEDURE AND FURTHER DETAILS FOR ATTENDING THE MEETING THROUGH REMOTE COMMUNICATION CAN BE SENT TO YOUR REPRESENTATIVE.



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 Statement  
 Definitive Information Statement
2. Name of Registrant as specified in its charter:  
MARY MEDIATRIX MEDICAL CENTER, INC.
3. Province, country or other jurisdiction of in Company or organization:  
REPUBLIC OF THE PHILIPPINES
4. SEC Identification Number:  
76646
5. BIR Tax Identification Code:  
000-958-720-000
6. Address of principal office:  
J.P. Laurel Highway, Mataas na Lupa, Lipa City, 4217
7. Registrant's telephone number, including area code:  
(+043 ) 773-6800
8. Date, time and place of the meeting of security holders:  
September 19, 2020 at 10:00 a.m. through the online platform, Zoom, to be live streamed from the Lillian Magsino Hall, 5<sup>th</sup> Floor, H.B. Calleja Bldg., Mary Mediatrix Medical Center, J.P. Laurel Highway, Mataas na Lupa, Lipa City, 4217
9. Approximate date on which the Information Statement is first to be sent or given to security holders:  
August 26, 2020
10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):
- | Title of Each Class | Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding |
|---------------------|--|
| Common Stock        | 1,117,500 shares as of 30 June 2020  |
| Total liabilities   | 616,733,837  |
11. Are any or all of 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:  
Philippine Stock Exchange / Common Stock

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**PART I.**

**INFORMATION REQUIRED IN INFORMATION STATEMENT**

**A. GENERAL INFORMATION**

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

Date, time and place of meeting : **September 19, 2020  
10:00 a.m.  
Through online platform, Zoom, to be live  
streamed from the Lillian Magsino Hall, 5<sup>th</sup>  
Floor, H.B. Calleja Bldg., Mary Mediatrix  
Medical Center, J.P. Laurel Highway, Mataas  
na Lupa, Lipa City, 4217**

Complete mailing address of the Registrant : **MARY MEDIATRIX MEDICAL CENTER,  
INC.  
J.P. Laurel Highway, Mataas na Lupa, Lipa  
City, 4217**

Approximate date on which the Information  
Statement is first to be sent or given to  
Security holders : **August 26, 2020 (Wednesday)**

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

**Item 2. Dissenters' Right of Appraisal**

Pursuant to Section 80 of the Revised Corporation Code of the Philippines, any stockholder of the Company shall have the right to dissent and demand payment of the fair value of his shares on any matter that may be acted upon such as in the following instances:

1. In case any amendment to the articles of in Company has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence;
2. In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets;
3. In case of merger or consolidation; and
4. In case of investment of corporate funds for any purpose other than the primary purpose of the corporation.

If, at any time after this information statement has been sent out, an action which may give rise to the right of appraisal is proposed at the meeting, any stockholder who voted against the proposed action and who wishes to exercise such right must make a written demand, within thirty (30) days after the date of the meeting or when the vote was taken, for the payment of the fair market value of his shares. Failure to make a demand within such period shall be deemed a waiver of the appraisal right. The value shall be determined as of the day prior to the date when the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action. Upon payment, he must surrender his certificate of stock. No payment shall be made to any dissenting stockholder unless the Company has unrestricted retained earnings in its books to cover such payment. Within ten (10) days after demanding payment for his shares, a dissenting stockholder shall submit to the Company the certificate(s) of stock representing his shares for notation that the shares are dissenting shares.

**No corporate action is being proposed or submitted in the meeting that may call for the exercise of a stockholder's right of appraisal under Title X of the Revised Corporation Code.**



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

- (a) None of the incumbent directors and officers of the Company or nominees to the Board have any undisclosed substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon.
- (b) The Company has not received any information from any director that he/she intends to oppose any matter to be acted upon in the meeting.

**B. CONTROL AND COMPENSATION INFORMATION**

**Item 4. Voting Securities and Principal Holders Thereof**

- (a) The Company has 1,117,500 common shares of stock subscribed and outstanding as of 30 June 2020. The Company does not have any class of shares other than common shares. Each share is entitled to one (1) vote. The 1,117,500, outstanding common shares are all owned by Filipinos. The Company does not have any class of shares other than common shares.
- (b) All stockholders of record as of the close of business on September 5, 2020 are entitled to notice of, and to vote at, the Special Stockholders' Meeting.
- (c) Action will be taken with respect to the election of remaining independent director to which persons solicited have cumulative voting rights. At every meeting of the stockholders of the Company, every stockholder entitled to vote shall be entitled to one vote for each share of stock outstanding in his name in the book of the Company, except with respect to the election of directors, when each stockholder may accumulate his votes, as provided in the Company Code. Every stockholder entitled to vote at any meeting of stockholders may vote by proxy as well as in person.
- (d) No proxy solicitation is being made.

**Security ownership Certain Record and Beneficial Owners and Management**

- (i) Security ownership of certain record and beneficial owners (more than 5% of voting securities) as of June 30, 2020 are as follows:

<b>Title of Class</b>	<b>Name and Address of Record Owner/ Relationship with Issuer</b>	<b>Name of Beneficial Owner/ Relationship with Record Owner</b>	<b>Citizenship</b>	<b>No. of Shares</b>	<b>Percent of Class</b>
Common	Mount Grace Hospitals, Inc.  2/F Bayanihan Center Annex 132 Pioneer Street Mandaluyong City	UL Health SERVICES, Inc.  Authorized representatives to vote MGHI Shares: Carlos C. Ejercito, Rhais M. Gamboa, and/or Jose Ronaldo H. De los Santos	Filipino	143,050	12.80%

Common	Magsino, Vicente M. Jr.  31 Pitch Lane, Howell, New Jersey 07731  Individual Shareholder	Magsino, Vicente M. Jr.	Filipino	82,310	7.37%
Common	Panganiban, Mary Ann Frances M.  Antipolo Del Norte, Lipa City  Individual Shareholder	Panganiban, Mary Ann Frances M.	Filipino	82,310	7.37%
Common	Magsino, Jaime Amado  Antipolo Del Norte, Lipa City  Individual Shareholder	Magsino, Jaime Amado	Filipino	81,310	7.28%
Common	Magsino, Robert M.  Antipolo Del Norte, Lipa City  Individual Shareholder	Magsino, Robert M.	Filipino	81,309	7.28%
Common	Health Delivery System, Inc.  66 United St. Mandaluyong City	UL Health SERVICES, Inc.  Authorized representatives to vote MGHI Shares: Carlos C. Ejercito, Rhais M. Gamboa, and/or Jose Ronaldo H. De los Santos	Filipino	79,999	7.16%
Common	Marissa Patricia M. Panganiban  Lot 8 Blk 11, Malarayat Country Club, Dagatan, Lipa City  Individual Shareholder	Marissa Patricia M. Panganiban	Filipino	78,330	7.01%

Common	Manalo, Ma. Teresa M.  Antipolo Del Norte, Lipa City  Individual Shareholder	Manalo, Ma. Teresa M.	Filipino	67,850	6.07%
Common	Songco, Marilou M.  308 Dingalan St. Ayala Alabang Village, Muntinlupa City  Individual Shareholder	Songco, Marilou M.	Filipino	63,870	5.72%

(ii) Security Ownership of Management as of June 30, 2020:

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Ownership	Citizen ship	Percent of Class
Common	Magsino, Vicente M. Jr.	82,310 / direct	Filipino	7.37%
Common	Panganiban, Mary Ann Frances M.	82,310 / direct	Filipino	7.37%
Common	Magsino, Robert M.	81,309 / direct	Filipino	7.28%
Common	Marissa Patricia M. Panganiban	78,330 / direct	Filipino	7.01%
Common	Arturo Marquiño, Jr.	1,000 / direct	Filipino	0.09%
Common	Antonio Panganiban	1,980 / direct	Filipino	0.18%
Common	Jaime SD. Songco	1,980/direct	Filipino	0.18%
Common	Ernesto O. Domingo	1 / direct	Filipino	0.00%
Common	Rhais Gamboa	1 / direct	Filipino	0.00%
Common	Carlos Ejercito	1 / direct	Filipino	0.00%
Common	Jose Ronaldo Delos Santos	1 / direct	Filipino	0.00%



(iii) Voting Trust Holders of 5% or more

There are no voting trust holders of 5% or more of the common shares.

(iv) Changes in Control

There has been no change in the control of the Company since the beginning of its last fiscal year.

**Item 5. Directors and Executive/Corporate Officers**

**(a) Directors, Executive Officers, Promoters and Control Persons**

Below is the list of the Company's directors and officers for 2020-2021 with their corresponding positions. The directors assumed their directorship during the Company's Annual Stockholders' Meeting held on August 15, 2020 for a term of one (1) year.

<b>Name</b>	<b>Age</b>	<b>Position</b>	<b>Citizenship</b>
Dr. Ernesto O. Domingo	89	Chairman of the Board / Independent Director	Filipino
Dr. Robert M. Magsino	66	President	Filipino
Engr. Antonio Panganiban	65	Treasurer	Filipino
Dr. Vicente M. Magsino, Jr.	61	Director	Filipino
Mary Ann M. Panganiban	54	Director	Filipino
Dr. Marilou M. Songco	60	Director	Filipino
Rhais Gamboa	69	Director	Filipino
Carlos Ejercito	74	Director	Filipino
Jose Ronaldo Delos Santos	52	Director	Filipino
Anthony B. Peralta	59	Corporate Secretary	Filipino
Jean Marie L. Uy	35	Assistant Corporate Secretary & Compliance Officer	Filipino
Marissa M. Panganiban	63	Senior Vice President - Administrative Services	Filipino
Godofredo V. Cruz	56	Chief Financial Officer	Filipino
Maria Gemma Cruz	56	Chief Operating Officer	Filipino

The business experience of the members of the Board and Executive Officers for the last five (5) years is as follows:

**Dr. Ernesto O. Domingo**

Chairman of the Board / Independent Director  
Term of office: 17 September 2016 to present

Dr. Domingo had his medical degree in 1961 at the University of the Philippines where he also had his Internal Medicine residency. He had his Gastroenterology and Hepatology, residency in 1967 at Case Western Reserve University, Cleveland, Ohio, U.S.A.

He is currently a University Professor Emeritus (highest academic rank) at the University of the Philippines aside from his practice.

**Dr. Robert M. Magsino**

President / Director  
Term of office: 2000 to present

Dr. Robert M. Magsino obtained his medical degree in 1979 at the Pontifical University of Santo Tomas. His stellar medical career began as an Intern in Makati Medical Center.

He trained in several prestigious medical centers particularly Raritan Bay Medical Center where he finished his Internal Medicine residency training in New Jersey. His persistence and dedication to his job landed him a coveted position as Chief Resident at Raritan Bay.

He advanced his medical career by passing the rigorous Diplomate exams given by the American Board of Internal Medicine and later pursued his fellowship training in Gastroenterology and Hepatology at the renowned University of Rochester School of Medicine, Strong Memorial Hospital. He is a recognized Fellow of the American College of Physicians and member of the American College of Gastroenterology, and the American College of Physicians Executive.

In 2002, Dr. Magsino passed his Diplomate exams in Internal Medicine and later became a fellow of the Philippine College of Physicians (PCP). He is also a diplomate and fellow of the Philippine Society of Gastroenterology and Philippine Society of Digestive Endoscopy.

Dr. Magsino is founder and current President of the Private Hospital Association of Lipa City which aims to unite hospital owners and address health concerns to help the local government and the community as well.

**Engr. Antonio Panganiban**

Public Relations Officer / Director / Treasurer & Director  
Term of office: 1992-1995 / 2011 to 2015 / 2016 to present

Engr. Panganiban earned his BS Metallurgical Engineering degree in 1977 from the University of the Philippines and an MBA degree in 1985 from La Salle Business School.

He has solid exposure in Operations Management, Sales & Marketing Management, Product Management, Cross Functional Team Leadership and Executing Strategic Plans for Business Growth.

He was the managing partner of KC Industrial Company from 2010 to 2017, president/country manager of GE Lighting Philippines and GE Consumer and Industrial from 2004 to 2009 and country manager of Fuji/GE Private Ltd. from 1995 to 2003.

He is a director of Mary Mediatrix Medical Center, Inc., Quad - Am Inc., UP Gamma Sigma Pi Alumni Association and Malarayat Golf and Country Club.

**Dr. Vicente M. Magsino, Jr.**

Director  
Term of office: 17 September 2016 to present



Dr. Vicente Magsino, Jr. had his medical degree in 1983 at the University of Perpetual College of Medicine. He had his Residency Training in Internal Medicine at St. Luke's Medical Center - Quezon City in 1988. He had his fellowship in Cardiology at the same institution in 1990. He trained in Raritan Bay Medical Center where he finished his Internal Medicine residency training and became Assistant Chief Resident in 1999. He is a recognized fellow of the American College of Physicians and a diplomate of American College of Internal Medicine. He has been a bonafide stockholder of Mary Mediatrix Medical Center since 1994.

**Mary Ann M. Panganiban**

Director

Term of office: 2014 to present

Ms. Panganiban had her degree in Psychology at the University of Santo Tomas in March of 1986.

She had her Master of Arts Degree on Occupational Therapy at the New York University in 1994 and obtained a Certificate in Neurodevelopmental Treatment of Adults with Hemiplegia in Neurodevelopmental Treatment Association in Boston, USA in 1999 and a Graduate Certificate in Applied Behavioral Analysis in September 2012 at Penn State University, State College, USA.

She is currently active in several professional organizations both local and international such as a member of the Occupational Therapy Association of the Philippines since 2008; an adviser on the Autism Society of the Philippines – Lipa Chapter since 2008; and a member of the American Occupational Therapy Association since 1994.

**Rhais Gamboa**

Director

Term of office: 2002 to present

Rhais Gamboa has worked in the health sector for most of his professional career, giving him the depth of perspective in various facets of the sector: private health insurance, social health insurance, health policy formulation and implementation, health policy research, pharmaceutical marketing and distribution, health facility acquisition, health facility management.

Mr. Gamboa is presently the Executive Vice President & Chief Operating Officer of Mt. Grace Hospitals, Inc., a company investing in hospitals. He is a member of the board of directors of several private-tertiary hospitals and of Manila Southwoods Golf and Country Club.

He was previously a Vice-President of United Laboratories Inc. assigned to the Business Development Group. Prior to said posting, he was successively appointed to the Office of Regulatory Affairs and the Sales & Distribution Division. He likewise oversaw the business operations of a health benefit management company affiliated with Unilab.

He worked with Aetna Philippines as president of its HMO subsidiary. He was also previously President of CARRA Inc., a research outfit that specialized in the areas of health policy, health financing and social health insurance.

He also worked with the government, having been Undersecretary of Health and Vice-Chairman of the Philippine Medical Care Commission, the country's national social health insurance program now transformed into the Philippine Health Insurance Company.

Mr. Gamboa obtained his B.S. Management Engineering degree from Ateneo de Manila University and finished his secondary education from the Philippine Science High School.

**Carlos Ejercito**

Director

Term of office: 17 September 2016 to present

Mr. Ejercito is currently the President and Chief Executive Officer of Mount Grace Hospitals, Inc. He is an Independent Director and a member of the Board Audit Committee of Bloomberry Resorts Company, Century Properties Group, Inc., and Aboitiz Power Company, all publicly-listed companies, and an Independent Director of Monte Oro Resources and Energy Company. Mr. Ejercito is the Chairman and Chief Executive Officer of Forum Cebu Coal Company. Mr. Ejercito



is a Board Member of eight hospitals including Medical Center Manila, VR Potenciano Medical Center, Tagaytay Medical Center, Pinehurst Medical Services Inc., and Silvermed Company. He is also the President of Pinehurst Medical Services, Inc. Mr. Ejercito was formerly the Chairman of the Board of United Coconut Planters Bank and a former Director of the National Grid Company of the Philippines. He served as President and Chief Executive Officer of United Laboratories, Inc., Unilab Group of Companies, Univet Agricultural Products, Inc. and Greenfield Development Company. He was a member of the Board of Governors of the Management Association of the Philippines.

Mr. Ejercito graduated cum laude from the University of the East with a degree in Bachelor of Science in Business Administration. He completed the Management Development Program of Harvard Business School in 1983 and the coursework for Master's in Business Administration at the Ateneo Graduate School of Business. Mr. Ejercito is a certified public accountant.

**Jose Ronaldo Delos Santos**

Director

Term of office: 4 August 2018 to present

Mr. Delos Santos was a money market trader of the Treasury Department of China Banking Company, and the Head of Research and Licenses Stockbroker of Meridian Securities at the Philippine Stock Exchange. He began his career in the medical field when was appointed to various management positions at the De los Santos Medical Center, as hospital operations manager, finance director, COO and CFO. He also became the Managing Director of Megaclinic, and a member of the Board of DLS-STI Medical Center and College, as well as a member of the Board and management consultant of Fe Del Mundo Hospital. In 2013, he became the Operations Group Head of ManilaMed Medical Center, Manila, tasked to study the feasibility of businesses and acquisitions while improving organization setups, processes and management team capabilities in profit centers and support services. In 2015 to 2018, Mr. Delos Santos was promoted to President, to oversee the financial, operational and Medical success of the hospital in line with annual strategic objectives crafted by the organization and approved by the Board.

Mr. Delos Santos is currently the South Cluster Head for the Mount Grace Hospitals, Inc. and is serving as President to three (3) hospitals, namely: Tagaytay Medical Center, Healthserv Los Baños Medical Center and Westlake Medical Center where he is ensuring its advancement, profitability and growth while instilling mount grace quality, safety and culture in the organization.

Mr. Delos Santos has a Bachelor of Arts in Economics from the De La Salle University, Masters in Hospital Administration from the Ateneo Graduate School of Business and a Masters in Business Administration from Duke University, Fuqua School of Business.

**Jaime SD. Songco**

Director

Term of office: 15 August 2020 to present

Dr. Songco obtained his medical degree in 1984 at the University of Sto. Tomas. He had his clinical internship at Makati Medical Center. He likewise had his residency training for general surgery at the Makati Medical Center, and Urology at the National Kidney and Transplant Institute where he became the Chief Resident. He was a Clinical Observer, Walk in Fellow at the Memorial Sloan Kettering Cancer Center in New York City, and a Research Fellow at the William Beaumont Medical Center in Michigan. He also took a post graduate course in laparoscopic techniques in urology at the New York University. He is a diplomate of the Philippine Board of Urology and a fellow of the Philippine College of Surgeon.

Dr. Songco served as the Secretary of the Philippine Society of Urologic Oncologist from 2002-2011, and as its President from 2012-2014. He was the head of the Urologic-Oncology Cancer Center of Makati Medical Center from 2010 to 2014, and was also the Vice Chairman of the Department of Surgery of Makati Medical Center in 2018. He was the co-founder of Mary Mediatrix Medical Center with Dr. Vicente L. Magsino in 1994, served as its Senior Vice President for Finance and Business Development and was its Chief Operating Officer from 1994 to 2014, He also served as a member of the Board of Directors of Mary Mediatrix Medical Center from 1994-2013.



He also serves on the Advisory Board of several pharmaceutical companies such as Pfizer, Inc., Astra Zeneca, Novartis, GlaxoSmithKline, BiomedisOnco, InvidaMenarini International, Ferring, Phils., and Astellas.

**Arturo O. Marquiño, Jr.**

Director

Term of office: 15 August 2020 to present

Dr. Marquiño obtained his medical degree in 1989 at the De la Salle Health Science Institute. He had his clinical internship at the De la Salle University Medical Center, and had his residency training in general surgery at the Medical Center Manila. He is a diplomate of the Philippine Board of Surgery and a fellow of the Philippine Society of General Surgeons, Philippine College of Surgeons and Philippine Association of Laparoscopic and Endoscopic Surgery.

He served on the Board of Directors of Metro San Jose Medical Center in 2012-2013 and 2017-2019, and was also its Chief of Clinics in 2017-2019. He was the Chairman of the Department of Surgery of Mary Mediatrix Medical Center from 2007-2012 and 2016-2018, and Chairman of its Credentials Committee from 2000-2007. Dr. Marquiño is also the newly elected President of the Medical Staff Organization of the Company.

**Anthony B. Peralta**

Corporate Secretary

Term of office: 4 August 2018 to present

Atty. Peralta is a senior partner of Calleja Law Office. He is also Corporate Secretary of Pulse Asia, Inc., Pulse Asia Research, Inc., ML Identification Technologies, Inc. and the Jose W. Diokno Foundation, Inc. His practice areas include Corporate Law, Foreign Investments Law, Intellectual Property, Litigation, Mergers & Acquisitions, Real Estate, Securities, Taxation, Technology Media & Telecommunications, He serves as President of the Licensing Executives Society of the Philippines. He is a Director of Accor Advantage Plus Philippines, Inc. and Country Representative of Dermalog Information Systems GmbH. He is a member of IP PRO Philippines, International Trademark Association, Asian Patent Attorneys Association, International Technology Law Association and Intellectual Property Association of the Philippines. He received his Bachelor of Arts degree in 1982 and his Bachelor of Laws degree in 1986 from the University of the Philippines. He was the author of the Philippine section of International Telecommunications Law, published by BNA in London, U.K. He is also a co-author of the Philippine section of Global Privacy and Security Law published by Aspen Publishers/Wolters Kluwer in New York City.

**Jean Marie Uy Yam**

Assistant Corporate Secretary / Compliance Officer

Term of office: 19 September 2016 to present

Atty. Uy is a senior partner of Calleja Law Office. She obtained her Bachelor of Arts degree in Political Science from Ateneo de Manila University in 2007. She received her Juris Doctor degree from the Ateneo de Manila School of Law in 2011 where she graduated with Second Honors.

**Marissa M. Panganiban**

Senior Vice President for Administrative Services

Term of office: 2016 to present

Mrs. Panganiban has been with the Company since 1999 as Vice President for Hospital Administration. She was promoted in 2016 to SVP for Administrative Services. She previously worked for Philippine Airlines as SR Controller and Philippine Banking Company as a management trainee.

She has been a member of the Philippine Hospital Association since 1999, and the Philippine College of Hospital Administrators, Inc. since 2000.

She obtained her Bachelor of Arts and Sciences degree in Commerce in Business Administration from the University of Sto. Tomas in 1978, and received her Master of Health Administration from the Ateneo Graduate School of Business in 1999.



**Godofredo V. Cruz**

Chief Financial Officer

Term of office: 8 July 2019 to present

Mr. Godofredo V. Cruz spent more than three decades of his career in the banking industry (UCPB and Metrobank). He worked in Branches Operations during the first seven years and in Account Management during the remaining part of his career.

Mr. Cruz worked his way up in the Corporate ladder and in 2013, he was promoted as Senior Vice President and National Sales Head of the Business Banking Center of Metropolitan Bank and Trust Company (MBTC). Under his leadership, he conceptualized the marketing strategies and loan products making him responsible for the growth of Small and Medium Sized Enterprises (SMEs) loan portfolio at an average of 30% per year. His team managed a loan portfolio of about P18 Billion with over 3,000 clients nationwide. Mr. Cruz supervised 190 Relationship Managers and Marketing Assistants, in establishing 35 Lending Offices from Tuguegarao City in Cagayan Valley to Zamboanga City in Mindanao.

Mr. Cruz's Marketing unit in Makati directly handled the loan syndications for a Group of Companies. These loans funded the construction of the Cebu-Mactan International Airport and the 4,000 Classrooms in Region 4A for the Public Private Partnership of the Government.

As a Senior Officer of the Bank, he was made member of Credit Committee (Crecom), Senior Crecom and the Non-Performing Assets Committee (NPAC). Mr. Cruz likewise served as Corporate Secretary for affiliate Philippine Charter Insurance Corporation for more than 5 years.

Mr. Cruz was a graduate of Pamantasan ng Lungsod ng Maynila. He obtained his CPA license in May 1984 and his masteral studies from the Adamson University. He was a part time Assistant Professor for the Colegio San Agustin in Binan City for 7 years and a became part time lecturer of Bankers Association of the Phils. In Ateneo Graduate School in Makati.

He retired from the banking industry last September 30, 2018 and put up his own tire and battery dealership business.

**Maria Gemma Cruz**

Chief Operating Officer

Term of office: 2019 to present

Ms. Cruz was the Chief Financial Officer (CFO) of PSI Healthcare Development Services Corp (the parent Company of the network hospitals of The Medical City) from April 1, 2013 to September 30, 2019. The hospitals under the network are Guam Regional Medical City, The Medical City Iloilo, The Medical City South Luzon, The Medical City Clark, The Medical City Pangasinan and SAMA TMC Dubai LLC.

She was also a member of the Board of Directors, Treasurer and CFO of PSI International Healthcare Staffing, Inc., the CFO of TMC Pangasinan (Finance, Accounting, Payroll, Billing, Admitting, Purchasing and Logistics) and she handled the day to day operations of PSI Healthcare Development Services Corporation (Treasury, Finance, Accounting, HR and Administration).

Ms. Cruz dealt with the external auditors for the preparation of the Annual Audited Financial Reports in the Philippines, Guam and Dubai in companies stated above, and worked closely with the Chairman, Board of Directors, Presidents and CEOs, COOs, Medical Directors and CFOs of the TMC sister company (TMC Clinics) and different TMC subsidiaries.

She negotiated corporate loans and transactions with various leading banks in the Philippines, Guam (USA) and Dubai (United Arab Emirates) and was involved in the hospital construction of Guam Regional Medical City, TMC Iloilo, TMC Clark and TMC Pangasinan. She also set-up the monitoring of construction cost for Guam Regional Medical City and the Accounting System for Guam Regional Medical City and prepared the Annual Financial Reports for 2013-2016. She secured the licenses to construct, operate for TMC Clark with the DOH, BIR and Clark Develop-



ment Corporation (for the PEZA Zone license and CORTE) and was the main negotiator for the medical services contracts with Jesuit Health and Wellness Center of the Ateneo de Manila University.

### **Nominations for Independent Director and Procedure for Nomination**

The procedure for the nomination and election of the remaining Independent Director, which is embodied in the Rules for Nomination and Election of Directors as promulgated by the Nomination and Election Committee, is in accordance with SEC Memorandum Circular No. 16, series of 2002.

Since the new Board has not yet held its Organization Meeting, the Nomination and Election Committee composed of Dr. Ernesto O. Domingo (independent director), the Chairman, and its members, Dr. Fernando Tabora, Mary Ann M. Panganiban, Atty. Joel Macalino, Atty. Anthony B. Peralta and Mary Chris Valencia shall continue its functions in a holdover capacity for purposes of this Special Stockholders' Meeting.

The nomination of all directors shall be conducted by the Committee prior to a stockholders' meeting and the Committee shall pre-screen the qualifications and prepare a final list of all candidates, which shall contain all the information about all the nominees for independent directors, as required under Part IV(A) and (C) of Annex "C" of SRC Rule 12, which list shall be submitted to the Corporate Secretary, and shall be made available to the Commission and to all stockholders through the filing and distribution of the Company's Definitive Information Statement. No other nominations shall be entertained after the Final List of nominees has been prepared. No other nominations for Independent Director shall be accepted at the floor during the Special Stockholders' Meeting. The name of the person or group of persons who nominates an Independent Director shall be identified in such report including any relationship with the nominee.

In approving the nominations for Independent Director, the Committee considered the qualifications and disqualifications prescribed in the Company's Manual on Corporate Governance and SEC Memorandum Circular No. 16, series of 2002.

As conveyed to the Committee, the following are the nominees for the remaining Independent Director position for 2020-2021:

1. Ramon J. Abejuela (Nominated by Dr. Jaime Songco.)
2. Shirley M. Sangalang (Nominated by Mary Ann M. Panganiban.)

Copies of their Certifications of Qualification of Independent Director are attached hereto.

Below are the profiles of the nominees for Independent Director:

#### **Ramon J. Abejuela (Filipino, 71 years old)**

Mr. Abejuela is a financial consultant, with a Masters in Business Management from the Asian Institute of Management and graduated cum laude in BS Chemical Engineering from the De La Salle University.

He served as Executive Vice President and Chief Financial Officer at E. Zobel, Inc. from January 2005 to September 2007, a holding company where his primary duty was to oversee the operations of its subsidiaries and affiliates and instituted a formal budgeting and monitoring system for the group. He was also the Chief Executive Officer of Asian Hospital and Medical Center from September 2002 to January 2003. He immediately started preparations for Strategic Planning to review the hospital's mission.vision, set the short and medium term corporate goals and opened communication lines with the credentialed doctors who are the hospital's partners in the build up of the hospital's census. Unfortunately, Mr. Abejuela had to resign in the midst of a corporate take-over, which subsequently fell through.

He rose from Financial Analyst to Asst. Group Controller in Ayala Corporation before moving on to become the Executive Director-Group Controller and Chief Financial Officer of Ayala Int'l (HK) Co. Ltd. (Hong Kong Based). He later became the Managing Director of the same, as well as the Managing Director of Pan Asian Managers, Ltd. (Hong Kong Based).

Mr. Abejuela also served in various capacities as Executive Vice President, Chief Operating Officer, Chief Financial Officer and Consultant for Finance and Investments with The Insular Life Assce Co.

He served as member of the Board of Insular Savings & Trust Co. (Chairman, Execom & CEO 1997-2002), Insular Life Health Care Inc. (1997-2002), Home Credit Bldg. & Loan Assoc. (1997-2002), Insular General Insurance Co. (1997-2003), Insular Investment & Trust Corp. (1997-2002), Pilipinas Shell Petroleum Corp. (1997-2002), Asian Hospital, Inc. (1998-2003), Subic Shipyard (1997-2002), Keppel Phils. Holding, Inc. (1997-2002; 2017 to present), Keppel Phils. Marine, Inc. (1997-2002), Keppel Phils. Properties, Inc. (1999-present), Keppel Bank, Philippines (2004-2005), E. Zobel, Inc. (2005-2007), United Graphic Expression Corp. (2005-2007), Philippine Nutrifooods Corp. (2000-present), Nutrition Center of the Philippines (NCP) Publishing Corp. (2000-present), and the St. James COPA Foundation (2010-present).

**Shirley M. Sangalang** (Filipino, 61 years old)

Ms. Sangalang obtained her Masters in Business Economics from the University of the Asia and Pacific and graduated cum laude in BSBA-Accounting from the University of the East.

She has banking expertise in the areas of audit, reengineering and project management. She has extensive internal audit expertise as Head of Internal Audit for 23 years for BDO Unibank, Inc. She has project management experience of more than 12 years particularly with reengineering, core systems implementation, merger and integration of acquired bank, offshore branch system migration, bank's reward system, etc. She has the ability to work at Board level - manning the Board Audit Committees of the Bank and its subsidiaries. She also managed the Bank's Internal Communication program with employees.

She served as Senior Vice President for BDO Unibank, Inc. from 1984 to 2019 where she managed the Office Board Audit Committee of the Bank and developed a Board Audit Committee plan and tracked reports to ensure that directives are carried out. She was also the Head of Internal Audit from 1984 to 2008 where she developed audit strategies to prevent fraud and theft in the bank and empowered auditors to make decisions on audit strategies and adopt necessary audit procedures.

She serves as a member of the Board of Trustee of the University of Asia and the Pacific since 2012, and as Independent Director of Lipa Bank since 2019.

**Significant Employees**

The Company considers the contribution of every employee important to the fulfillment of its goals.

**Family Relationships**

Dr. Robert M. Magsino, Dr. Vicente M. Magsino, Jr., Mary Ann M. Panganiban and Marissa M. Panganiban are siblings.

Engr. Antonio Panganiban and Mrs. Marissa M. Panganiban are spouses.

Dr. Jaime Songco is the brother in law of Dr. Robert M. Magsino and siblings.

There are no other family relationships within the fourth degree of consanguinity known to the registrant other than those that have been disclosed above.

**Involvement in Certain Legal Proceedings**

To the best of the Company's knowledge and belief and after due inquiry, and except as otherwise disclosed, None of the directors or the executive officers has, during the last five years and to date, been subject to any of the following:



1. Any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time;
2. Any conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;
3. Being subject to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities or banking activities; and
4. Being found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign Exchange or other organized trading market or self regulatory organization, to have violated a securities or commodities law or regulation, and the judgment has not been reversed, suspended, or vacated.

#### Interest on Certain Matters to be Acted Upon

No director or officer of the Company has undisclosed substantial interest, direct or indirect, in any matter to be acted upon in the meeting.

#### Certain Relationship and Related Transactions

There are no transactions with or involving the Company or any of its subsidiaries in which a director, executive officer, or stockholder owns ten percent (10%) or more of total outstanding shares and members of their immediate family had or is to have a direct or indirect material interest during the last two (2) years.

#### Item 6. Compensation of Directors and Executive Officers

The following summarizes the executive compensation received by the President and the top four (4) most highly compensated officers of the Company for 2017, 2018 and 2019, and estimated amount of compensation for 2020, namely Dr. Robert M. Magsino, Marissa Patricia M. Panganiban, Maria Gemma Cruz, Dr. Asis Encarnacion and Dr. Rommel Lojo. It also summarizes the aggregate compensation received by all the officers and directors, unnamed.

Name and Position	Year	Salaries	Bonuses	Others	Total
President and the top four (4) officers	2020	15,965,829	614,070	1,680,000	18,259,899
	2019	13,957,537	550,320	1,629,171	16,137,028
	2018	13,674,167	1,678,158	1,553,333	16,905,658
	2017	12,779,129	1,642,720	1,519,999	15,941,849
Aggregate compensation paid to all officers and directors as a group unnamed	2020	22,454,101	901,511	4,361,730	27,717,342
	2019	18,355,325	724,869	3,845,901	22,926,095
	2018	16,284,909	1,977,297	3,737,777	21,999,983

	2017	15,190,818	1,924,185	4,762,802	21,877,806
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**Compensation of Directors**

The directors of the Company do not receive any compensation as director except for per diem for attendance at board meetings.

**Standard Arrangements and Other Arrangements**

Other than the per diem as stated above, as at December 31, 2019, 2018 and 2017, the Company has no existing arrangements with members of the Board of Directors, executive officers, and employees.

**Employment Contracts, Termination of Employment, and Change in Control of Arrangements**

There are no special employment contracts between the Company and its executive officers. There is also no arrangement for compensation to be received from the Company in case of resignation or any other termination of employment or from a change in the management or control of the Company.

**Warrants and Options Outstanding**

There are no outstanding warrants or options held by directors and officers nor are there any adjustments in the exercise price of said warrants or options.

**Item 7. Independent Public Accountants**

No action is to be taken by the shareholders at the Meeting with respect to any election, approval or ratification of the Company's accountant.

**Item 8. Compensation Plans**

No action is to be taken by the shareholders at the Meeting with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed.

**C. ISSUANCE AND EXCHANGE OF SECURITIES**

**Item 9. Authorization or Issuance of Securities other than for Exchange**

There is no action is to be taken during the Special Stockholders' Meeting with respect to authorization or issuance of any securities other than for exchange for outstanding securities.

**Item 10. Modification or Exchange of Securities.**

There is no action to be taken with respect to the modification of any class of securities of the Company, or the issuance or authorization for issuance of one class of securities of the Company in exchange for outstanding securities of another class.

**Item 11. Financial and Other Information**

There is no action is to be taken during the Special Stockholders' Meeting with respect to any matter specified in Items 9 or 10.

**Item 12. Mergers, Consolidations, Acquisitions and Similar Matters**

There is no stockholders' action to be taken with regard to the following: (1) the merger or consolidation of the Company into or with any other person or of any other person into or with the Company; (2) the acquisition by the Company or any of its security holders of securities of another person; (3) the acquisition by the Company of any other going business or of the assets thereof; (4) the sale or other transfer of all or any substantial part of the assets of the Company; and (5) the liquidation or dissolution of the Company.



**Item 13. Acquisition or Disposition of Property**

There is no action to be taken with respect to the acquisition or disposition of any property.

**Item 14. Restatement of Accounts**

There is no action to be taken with respect to the restatement of any asset, capital, or surplus account of the Company.

**D. OTHER MATTERS**

**Item 19. Voting Procedures**

- (a) Every shareholder shall be entitled to one (1) vote for each share of stock standing in his name on the books of registrant, unless the law provides otherwise. Cumulative voting may be used in the election of the members of the Board of Directors.
- (b) Voting shall be done by secret ballots and counting of votes shall be conducted by the Nomination and Election Committee.

UPON WRITTEN REQUEST OF THE STOCKHOLDER, THE COMPANY UNDERTAKES TO FURNISH SAID STOCKHOLDER WITH A COPY OF THE COMPANY'S ANNUAL REPORT ON SEC FORM 17-A, AS FILED WITH THE SEC, FREE OF CHARGE. ANY WRITTEN REQUEST SHALL BE ADDRESSED TO:



**ANTHONY B. PERALTA**  
Corporate Secretary

**MARY MEDIATRIX MEDICAL CENTER, INC.**  
J.P. Laurel Highway, Mataas na Lupa, Lipa City, Batangas

**PART III.**

**SIGNATURE PAGE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Pasig on August 28, 2020.

**MARY MEDIATRIX MEDICAL  
CENTER, INC.**

By:



**ANTHONY B. PERALTA**  
Corporate Secretary

## CERTIFICATION OF INDEPENDENT DIRECTOR

I, **RAMON J. ABEJUELA**, Filipino, of legal age and a resident of 116 Ma. Cristina St., Ayala Alabang Village, Muntinlupa City,, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of MARY MEDIATRIX MEDICAL CENTER, INC.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE
Keppel Phil. Properties Inc	Independent Director	20 years
Keppel Phil. Marine Inc	Director/ Ind. Director	1997-2002; 2020
Keppel Phil Holdings Inc	Director/ Ind. Director	1997-2002; 2017-2020
Phil. Nutrifoods Corp.	Ind. Director/Vice Chairman	2000 - 2020

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of MARY MEDIATRIX MEDICAL CENTER, INC., as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.

4. I am not related to any of the directors/officers/substantial shareholders of MARY MEDIATRIX MEDICAL CENTER, INC. /

NAME OF DIRECTOR/OFFICER/SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OF RELATIONSHIP

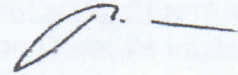
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.:



N.A.		

- I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
- I shall inform the Corporate Secretary of MARY MEDIATRIX MEDICAL CENTER, INC. of any changes in the abovementioned information within five days from its occurrence.

Done, this AUG 17 2020 day of AUGUST, at LIPA CITY.



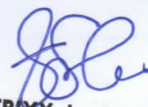
**RAMON J. ABEJUELA**

Affiant

AUG 17 2020

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of \_\_\_\_\_ at \_\_\_\_\_, affiant personally appeared before me and exhibited to me his/her \_\_\_\_\_ issued at \_\_\_\_\_ on \_\_\_\_\_.

Doc. No. 408;  
 Page No. 82;  
 Book No. 5;  
 Series of 2020.



**TRIXY L. COMIA**

Notarial Commission No. 2019-0012/12-5-2019  
 Notary Public until December 31, 2021  
 Roll of Attorneys No. 65816  
 IBP Lifetime No. 019486/5-2-2018/Batangas  
 PTR No. 5606308/1-2-2020/Lipa City  
 MCLE Compliance No. VI-0012331/09-18-2018

**CERTIFICATION OF INDEPENDENT DIRECTOR**

I, Shirley M. Sangalang, Filipino, of legal age and a resident of Parc Regent Condominium 109 HV Dela Costa Salcedo Village Makati city, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of MARY MEDIATRIX MEDICAL CENTER, INC.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE
University of Asia and the Pacific	Board of Trustee/Treasurer	8 years /2 years
Lipa Bank	Independent Director	1 year

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of MARY MEDIATRIX MEDICAL CENTER, INC., as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any of the directors/officers/substantial shareholders of MARY MEDIATRIX MEDICAL CENTER, INC. / I am related to the following director/officer/substantial shareholder of MARY MEDIATRIX MEDICAL CENTER, INC. other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code (where applicable)

NAME OF DIRECTOR/OFFICER/SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OF RELATIONSHIP



5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding / I disclose that I am the subject of the following criminal/administrative investigation or proceeding (as the case may be):

OFFENSE CHARGED/INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS

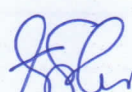
6. (For those in government service/affiliated with a government agency or GOCC) I have the required permission from the (head of the agency/department) to be an independent director in MARY MEDIATRIX MEDICAL CENTER, INC., pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
8. I shall inform the Corporate Secretary of MARY MEDIATRIX MEDICAL CENTER, INC. of any changes in the above mentioned information within five days from its occurrence.

Done, this 12<sup>th</sup> day of August ,2020 at Makati City.

  
Shirley M Sangalang  
Affiant

SUBSCRIBED AND SWORN to before me this AUG 17, 2020 day of \_\_\_\_\_  
at LIPA CITY, affiant personally appeared before me and exhibited to me  
his/her \_\_\_\_\_ issued at \_\_\_\_\_  
\_\_\_\_\_ on \_\_\_\_\_

Doc. No. 907  
Page No. 52  
Book No. 5  
Series of 2020.

  
**TRIXY L. COMIA**  
Notarial Commission No. 2019-0012/12-5-2019  
Notary Public until December 31, 2021  
Roll of Attorneys No. 65816  
IBP Lifetime No. 019486/5-2-2018/Batangas  
PTR No. 5606308/1-2-2020/Lipa City  
MCLE Compliance No. VI-0012331/09-18-2018