



(Formerly: Allied Care Experts (ACE) Medical Center-Davao Inc.)

## RETIREMENT POLICY OF APMCAI BOARD OF DIRECTORS

### ANNEX E

Page 38

#### RETIREMENT AGE

With age often comes unparalleled wisdom and experience, skilled business judgment, invaluable industry and community relations and influence, and that the best interests of the APMCAI are served by its being able to retain directors that make very meaningful contributions to the Board and the organization regardless of age. Henceforth, the retirement age of Directors is hereby set at 75 years of age.

#### WAIVER OF AGE REQUIREMENT

The Board may waive the previously mentioned age requirement subject to the outcome of the following conditions:

- i. Consistent and robust application of more dynamic and constructive corporate governance practices such as the annual Board of Directors' performance evaluation, regular succession planning and an exhaustive nomination process/annual fit and proper assessment for more effective board refreshment.
- ii. The Board shall also evaluate all facts and circumstances when considering a director's tenure in accordance with good governance practices, including (without limitation) to accommodate the transition of a new CEO or new directors or to provide continuity to further strategic objectives or address external factors affecting the Hospital.

#### DIRECTOR EMERITUS

1. No Director shall be eligible for election following the calendar year in which that Director turned 75 years of age; provided, however, that any Director who had previously served as APMCAI Director may be allowed to serve the Board until he reaches the age of 80 and provided further that any person who previously held the office of Chief Executive Officer shall be allowed to serve as a Director through the year during which such Director turned 80 years of age.
2. Each of previously mentioned Directors who retire in accordance with the policy set forth in paragraph 1. above be elected a Director Emeritus.
3. Directors Emeritus shall no longer be privileged to attend Board meetings or to serve on Board Committees but shall continue to be invited to social events to which all current Directors are invited.
4. A Director Emeritus shall be entitled to honorarium the amount of which shall be determined by the Board.



ASIA PACIFIC  
MEDICAL CENTER  
(APMC)-AKLAN INC.

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### ANNEX E

Page 39

#### RETIREMENT BENEFITS

Non-executive Directors shall not receive any retirement benefits. A Director Emeritus may only be entitled to retirement benefits if it had previously served as an Executive Director who is eligible for regular retirement benefits accorded to the employees of the Hospital.