

The Corporate Governance Committee follows a process of selection to ensure an appropriate mix of competent directors and officers. The Company commits to have a diverse Board in terms of age, ethnicity, culture, skills, competence, knowledge, gender, among other things. In pursuit of achieving gender diversity, the Company continues to endeavor to have at least one female independent director in its Board. As of the recent 2017 Annual Stockholders' Meeting, SM Prime's Board is composed of male directors.

To monitor progress in achieving the Board's diversity objectives, the Committee uses a Board Matrix, which sets out the mix of attributes, skills, competencies and experience, affiliations the Board currently has and is looking for to complement its existing composition. Its structure reflects the areas relevant to the Company's strategic objectives, as well as other areas of general relevance to the composition of the Board.

Strategic Priorities / Areas	Board Matrix	
Promoting Sustainable Developments	Attributes:	
Expanding the Mall Experience	<ul style="list-style-type: none"> • Gender: Mix of male and female 	✓
	<ul style="list-style-type: none"> • Age: 50s-70s 	✓
Building world-class developments	Expertise:	
Delivering trailblazing architecture that meets global standards	<ul style="list-style-type: none"> • Accounting/Audit/Internal Control 	✓
	<ul style="list-style-type: none"> • Banking 	✓
Building new growth businesses	<ul style="list-style-type: none"> • Corporate Governance 	✓
	<ul style="list-style-type: none"> • Finance 	✓
Caring for the Environment	<ul style="list-style-type: none"> • Hospitality Management 	✓
	<ul style="list-style-type: none"> • Information Technology 	✓
Adopting responsible social, environmental and governance practices	<ul style="list-style-type: none"> • Insurance 	✓
	<ul style="list-style-type: none"> • Investment Banking/Treasury 	✓
	<ul style="list-style-type: none"> • Management 	✓
	<ul style="list-style-type: none"> • Operations 	✓
	<ul style="list-style-type: none"> • Real Estate 	✓
	<ul style="list-style-type: none"> • Retail 	✓
	<ul style="list-style-type: none"> • Risk Management 	✓
	<ul style="list-style-type: none"> • Sales and Marketing 	✓
	Affiliation:	
	<ul style="list-style-type: none"> • Collaborating organizations 	✓
	<ul style="list-style-type: none"> • Educational affiliation 	✓
	<ul style="list-style-type: none"> • PLC affiliation 	✓
	<ul style="list-style-type: none"> • Real Estate affiliation 	✓
	<ul style="list-style-type: none"> • Retailers association 	✓
	<ul style="list-style-type: none"> • Small businesses/SMEs 	✓

Each of these attributes, expertise and affiliation is well represented by the existing Board of Directors. The Board benefits from the combination of each Director's quality, as well as the varying perspectives and insights that arise from the interaction of Directors with diverse background.