

21 March 2016

THE PHILIPPINE STOCK EXCHANGE, INC.

3rd Floor, Philippine Stock Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Metro Manila

Attention : MS. JANET A. ENCARNACION
Head, Disclosure Department

Gentlemen:

In compliance with the PSE's Corporate Governance Guidelines for Listed Companies, attached herewith is a copy of the Compliance Report on Corporate Governance for the year 2015 of **I-Remit, Inc.**

Thank you.

Very truly yours,



HARRIS D. JACILDO
President & Chief Operating Officer

Attachment: a/s

I-Remit, Inc.

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THE PHILIPPINE STOCK EXCHANGE, INC.
Corporate Governance Guidelines
for Listed Companies

Disclosure Template for the Year 2015

I-REMIT, INC. "I"

| | APPLY | EXPLAIN |
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| Guidelines No. 1: DEVELOPS AND EXECUTES A SOUND BUSINESS STRATEGY | | |
| 1.1 Have a clearly defined vision, mission and core values. | √ | The Company's vision, mission and core values are stated in its Investor Relations website. Source: http://ir.myiremit.com/ir_iremit/ |
| 1.2 Have a well developed business strategy. | √ | Source: SEC Form 17-A as of 31 December 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/12/D_SF_SF17-A_2014_Revised.pdf |
| 1.3 Have a strategy execution process that facilitates effective performance management, and is attuned to the company's business environment, management style and culture. | √ | Sources: SEC Form 17-A as of 31 December 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/12/D_SF_SF17-A_2014_Revised.pdf SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 1.4 Have its board continually engaged in discussions of strategic business issues. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |

| Guidelines No. 2: ESTABLISHES A WELL-STRUCTURED AND FUNCTIONING BOARD | | |
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| 2.1. Have a board composed of directors of proven competence and integrity. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 2.2. Be led by a chairman who shall ensure that the board functions in an effective and collegial manner. | √ | Sources: Revised Manual on Corporate Governance - Pursuant to SEC Memorandum Circular No. 6, series of 2009, otherwise known as the Revised Code of Corporate Governance (as amended) - June 27, 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/08/CG2014-045.pdf By-Laws http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/07/CO2014-008.pdf |
| 2.3. Have at least three (3) or thirty percent (30%), whichever is higher, of its directors as independent directors. | √ | The Corporation is in compliance with Section 38 – Independent Directors of Republic Act 8799: The Securities Regulation Code, SRC Rule 38(7) of the Amended Implementing Rules and Regulations of the Securities Regulation Code, and Article 3: Board Governance (A) of SEC Memorandum Circular No. 6, Series of 2009 (Revised Code of Corporate Governance) prescribing that the Corporation have at least two (2) independent directors or such independent directors who shall constitute at least 20% of the members of the Board. |

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| | | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 2.4 | Have in place written manuals, guidelines and issuances that routine procedures and processes. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 2.5 | Have Audit, Risk, Governance and Nomination and Election Committees. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 2.6 | Have its Chairman and CEO positions held separately by individuals who are not related to each other. | √ The Corporation is in compliance with Article 3: Board Governance (C) of SEC Memorandum Circular No. 6, Series of 2009 (Revised Code of Corporate Governance) that if the position of Chair and CEO are unified, the proper checks and balances have been laid down to ensure that the Board gets the benefit of independent views and perspectives. |

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| | | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 2.7 | Have a directors' nomination and election process that ensures that all shareholders are given the opportunity to nominate and elect directors individually based on the number of shares voted. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 2.8 | Have in place a formal board and director development program. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 2.9 | Have a corporate secretary. | √ Source: By-Laws http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/07/CO2014-008.pdf |
| 2.10 | Have no shareholder agreement, by-laws provision, or other arrangement that constrains the directors' ability to vote independently. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |

| Guidelines No. 3: MAINTAINS A ROBUST INTERNAL AUDIT AND CONTROL SYSTEM | | |
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| 3.1 | Establish the internal audit function as a separate unit in the company which would be overseen at the Board level. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 3.2 | Have a comprehensive enterprise-wide compliance program that is annually reviewed. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 3.3 | Institutionalize quality service programs for the internal audit function. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 3.4 | Have in place a mechanism that allows employees, suppliers and other stakeholders to raise valid issues. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |

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| 3.5 Have the Chief Executive Officer and Chief Audit Executive attest in writing, at least annually, that a sound internal audit, control and compliance system is in place and working effectively. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| Guidelines No. 4: RECOGNIZES AND MANAGES ITS ENTERPRISE RISKS | | |
| 4.1 Have its board oversee the company's risk management function. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 4.2 Have a formal risk management policy that guides the company's risk management and compliance processes and procedures. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 4.3 Design and undertake its Enterprise Risk Management (ERM) activities on the basis of, or in accordance with, internationally recognized frameworks such as but not limited to, COSO (The Committee of Sponsoring Organizations of the Treadway Commission) I and II. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |

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| 4.4 Have a unit at the management level, headed by a Risk Management Officer (RMO). | √ | Source: I-Remit, Inc. Table of Organization http://ir.myiremit.com/ir_iremit/organizational-chart/ |
| 4.5 Disclose sufficient information about its risk management procedures and processes as well as the key risks the company is currently facing including how these are being managed. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| 4.6 Seek external technical support in risk management when such competence is not available internally. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |
| Guidelines No. 5: ENSURES THE INTEGRITY OF FINANCIAL REPORTS AS WELL AS ITS EXTERNAL AUDITING | | |
| 5.1 Have the board Audit Committee approve all non-audit services conducted by the external auditor. The Committee should ensure that the non-audit fees do not outweigh the fees earned from the external audit. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf |

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| 5.2 Ensure that the external auditor is credible, competent, and should have the ability to understand complex related-party transactions, its counterparties, and valuations of such transactions. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 5.3 Ensure that the external auditor has adequate quality control procedures. | √ | Source: SEC Form 17-A as of 31 December 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/12/D_SF_SF17-A_2014_Revised.pdf |
| 5.4 Disclose relevant information on the external auditors. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 5.5 Ensures that the external audit firm is selected on the basis of a fair and transparent tender process. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 5.6 Have its audit committee conduct regular meetings and dialogues with the external audit team without anyone from management present. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |

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| 5.7 Have the financial reports attested to by the Chief Executive Officer and Chief Financial Officer. | √ | Source: SEC Form 17-A as of 31 December 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/12/D_SF_SF17-A_2014_Revised.pdf |
| 5.8 Have a policy of rotating the lead audit partner every five years. | √ | Source: Revised Manual on Corporate Governance - Pursuant to SEC Memorandum Circular No. 6, series of 2009, otherwise known as the Revised Code of Corporate Governance (as amended) - June 27, 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/08/CG2014-045.pdf |
| Guidelines No. 6: RESPECTS AND PROTECTS THE RIGHTS OF ITS SHAREHOLDERS, PARTICULARLY THOSE THAT BELONG TO THE MINORITY OR NON-CONTROLLING GROUP | | |
| 6.1 Adopt the principle of “one share, one vote.” | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 6.2 Ensure that all shareholders of the same class are treated equally with respect to voting rights, subscription rights and transfer rights. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |

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| 6.3 Have an effective, secure and efficient voting system. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 6.4 Have effective shareholder voting mechanisms such as supermajority or “majority of minority” requirements to protect minority shareholders against actions of controlling shareholders. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 6.5 Provide all shareholders with the notice and agenda of the annual general meeting (AGM) at least thirty (30) days before a regular meeting and twenty (20) days before a special meeting. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 6.6 Allow shareholders to call a special shareholders’ meeting, submit a proposal for consideration at the AGM or the special meeting, and ensure the attendance of the external auditor and other relevant individuals to answer shareholder questions in such meetings. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |

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| 6.7 Ensure that all relevant questions during the AGM are answered. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revisioned.pdf |
| 6.8 Have clearly articulated and enforceable policies with respect to treatment of minority shareholders. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revisioned.pdf |
| 6.9 Avoid anti-takeover measures or similar devices that may entrench ineffective management or the existing controlling shareholder group. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revisioned.pdf |
| 6.10 Provide all shareholders with accurate and timely information regarding the number of shares of all classes held by controlling shareholders and their affiliates. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revisioned.pdf |

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| 6.11 Have a communications strategy to promote effective communication with shareholders. | √ | <p>Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Reviewed.pdf</p> |
| 6.12 Have at least thirty percent (30%) public float to increase liquidity in the market. | √ | <p>The Corporation is in compliance with the PSE’s Amended Rule on Minimum Public Ownership under Section 3, Article XVIII on the Continuing Listing Requirements of the Listing and Disclosure Rules which prescribe that listed companies shall, at all times, maintain a minimum percentage of listed securities held by the public of ten percent (10%) of the listed companies’ issued and outstanding shares, exclusive of any treasury shares.</p> <p>As at 31 December 2015, the Corporation’s public ownership level is 22.21%.</p> <p>Source: Public Ownership Report as of 31 December 2015 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/D_ODTSPAOPA_POR_2015_December.pdf</p> <p>On 21 September 2012, the Board of Directors approved the purchase or buy-back from the market of up to Ten Million (10,000,000) common shares of stock of the Corporation with the objective of preserving the value of the Corporation’s shares, which was felt to be grossly undervalued, and boosting investor confidence in the Corporation’s shares. The</p> |

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| | | <p>Program shall be implemented until such time that the targeted Ten Million (10,000,000) shares shall have been purchased, or until such time that the Corporation deems the market price of the Corporation’s shares are no longer undervalued. There will be no change to the Corporation’s capital structure as a result of the Program. Shares purchased under the Program will be treated as Treasury Shares. As at 31 December 2015, the Corporation has bought back a total of 5,747,000 shares.</p> <p>Source: Share Buy-Back Transaction on October 8, 2015 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/02/D_ODTSPAOPA_BBO_S_2015_October_08.pdf</p> <p>The Corporation has completed on 19 September 2011 its first buy-back program for 10,000,000 shares which was approved by its Board of Directors on 15 August 2008. The Corporation has completed on 12 November 2012 its second buy-back program for 10,000,000 shares which was approved by its Board of Directors on 16 September 2011.</p> |
| <p>6.13 Have a transparent dividend policy.</p> | <p>√</p> | <p>Source: SEC Form 17-A as of 31 December 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/12/D_SF_SF17-A_2014_Revised.pdf</p> |

| Guidelines No. 7: ADOPTS AND IMPLEMENTS AN INTERNATIONALLY-ACCEPTED DISCLOSURE AND TRANSPARENCY REGIME | | |
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| 7.1 | Have written policies and procedures designed to ensure compliance with the PSE and SEC disclosure rules, as well as other disclosure requirements under existing laws and regulations. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 7.2 | Disclose the existence, justification, and details on shareholders agreements, voting trust agreements, confidentiality agreements, and such other agreements that may impact on the control, ownership, and strategic direction of the company. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 7.3 | Disclose its director and executive compensation policy. | √ Source: SEC Form 17-A as of 31 December 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/12/D_SF_SF17-A_2014_Revised.pdf |
| 7.4 | Disclose names of groups or individuals who hold five percent (5%) or more ownership interest in the company, significant cross-shareholding relationship and cross guarantees, as well as the nature of the company's other companies if it belongs to a corporate group. | √ SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |

CORPORATE GOVERNANCE GUIDELINES: DISCLOSURE SURVEY

Company Name: I-REMIT, INC.

Date: 21 March 2016

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| 7.5 Disclose annual and quarterly consolidated reports, cash flow statements and special audit revisions. Consolidated financial statements shall be published within ninety (90) days from the end of the financial year, while interim reports shall be published within forty-five (45) days from the end of the reporting period. | √ | SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 7.6 Disclose to shareholders and the Exchange any changes to its corporate governance manual and practices, and the extent to which such practices conform to the SEC and PSE CG Guidelines. | √ | Source: Revised Manual on Corporate Governance - Pursuant to SEC Memorandum Circular No. 6, series of 2009, otherwise known as the Revised Code of Corporate Governance (as amended) - June 27, 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/08/CG2014-045.pdf |
| 7.7 Publish and/or deliver to its shareholders in a timely fashion all information and materials relevant to corporate actions that require shareholder approval. | √ | Source: Revised Manual on Corporate Governance - Pursuant to SEC Memorandum Circular No. 6, series of 2009, otherwise known as the Revised Code of Corporate Governance (as amended) - June 27, 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/08/CG2014-045.pdf |
| 7.8 Disclose the trading of the corporation's shares by directors, officers (or persons performing similar functions) and controlling shareholders. This shall also include the disclosure of the company's purchase of its shares from the market (e.g. share buy-back program). | √ | Source: SEC Form 17-A as of 31 December 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/12/D_SF_SF17-A_2014_Revised.pdf |

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| 7.9 Disclose in its annual report the principal risks to minority shareholders associated with the identity of the company's controlling shareholders; the degree of ownership concentration; cross-holdings among company affiliates; and any imbalances between the controlling shareholders' voting power and overall equity position in the company. | √ | Source: SEC Form 17-A as of 31 December 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/12/D_SF_SF17-A_2014_Revised.pdf |
| Guidelines No. 8: RESPECTS AND PROTECTS THE RIGHTS AND INTERESTS OF EMPLOYEES, COMMUNITY, ENVIRONMENT, AND OTHER STAKEHOLDERS | | |
| 8.1 Establish and disclose a clear policy statement that articulates the company's recognition and protection of the rights and interests of key stakeholders specifically its employees, suppliers and customers, creditors, as well the community, environment and other key stakeholder groups. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 8.2 Have in place a workplace development program. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf |
| 8.3 Have in place a merit-based performance incentive mechanism such as an employee stock option plan (ESOP) or any such scheme that awards and incentivizes employees, at the same time aligns their interests with those of the shareholders. | √ | Source: SEC Form 17-A as of 31 December 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/12/D_SF_SF17-A_2014_Revised.pdf |
| 8.4 Have in place a community involvement program. | √ | Sources: http://ir.myiremit.com/ir_iremit/corporate-social-responsibility/ |

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| | | SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revisioned.pdf |
| 8.5 | Have in place an environment-related program. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revisioned.pdf |
| 8.6 | Have clear policies that guide the company in its dealing with its suppliers, customers, creditors, analysts, market intermediaries and other market participants. | √ Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revisioned.pdf |
| Guidelines No. 9: DOES NOT ENGAGE IN ABUSIVE RELATED-PARTY TRANSACTIONS AND INSIDER TRADING | | |
| 9.1 | Develop and disclose a policy governing the company's transactions with related parties. | √ Source: Related Party Transactions Policy http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/08/2014-Policy-on-Related-party-Transactions.pdf |

CORPORATE GOVERNANCE GUIDELINES: DISCLOSURE SURVEY

Company Name: I-REMIT, INC.

Date: 21 March 2016

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| 9.2 | Clearly define the thresholds for disclosure and approval for RPTs and categorize such transactions according to those that are considered <i>de minimis</i> or transactions that need not be reported or announced, those that need to be disclosed, and those that need prior shareholder approval. The aggregate of RPT within any twelve (12) month period should be considered for purposes of applying the thresholds for disclosure and approval. | √ | Source: Related Party Transactions Policy http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/08/2014-Policy-on-Related-party-Transactions.pdf |
| 9.3 | Establish a voting system whereby a majority of non-related-party shareholders approve specific types of related-party transactions in shareholders meetings. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revisioned.pdf |
| 9.4 | Have its independent directors or audit committee play an important role in reviewing significant RPTs. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revisioned.pdf |
| 9.5 | Be transparent and consistent in reporting its RPTs. A summary of such transactions shall be published in the company's annual report. | √ | Source: SEC Form 17-A as of 31 December 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/12/D_SF_SF17-A_2014_Revised.pdf |
| 9.6 | Have a clear policy in dealing with material non-public information by company insiders. | √ | Source: Prevention of Insider Trading http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/07/CG2014-002.pdf |

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| 9.7 Have a clear policy and practice of full and timely disclosure to shareholders of all material transactions with affiliates of the controlling shareholders, directors or management. | √ | Source: Prevention of Insider Trading http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/07/CG2014-002.pdf |
| Guidelines No. 10: DEVELOPS AND NURTURES A CULTURE OF ETHICS, COMPLIANCE AND ENFORCEMENT | | |
| 10.1 Formally adopt a code of ethics and proper conduct that guides individual behavior and decision making, clarify responsibilities, and inform other stakeholders on the conduct expected from company personnel. | √ | Source: Code of Business Conduct and Ethics http://ir.myiremit.com/ir_iremit/code-of-business-conduct-and-ethics/ |
| 10.2 Have a formal comprehensive compliance program covering compliance with laws and relevant regulations. The program should include appropriate training and awareness initiatives to facilitate understanding, acceptance and compliance with the said issuances. | √ | Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Rev_ised.pdf |
| 10.3 Not seek exemption from the application of a law, rule or regulation especially when it refers to a corporate governance issue. Should it do so, it has to disclose the reason for such action as well present the specific steps being taken to finally comply with the applicable law, rule or regulation. | √ | Source: Revised Manual on Corporate Governance - Pursuant to SEC Memorandum Circular No. 6, series of 2009, otherwise known as the Revised Code of Corporate Governance (as amended) - June 27, 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/08/CG2014-045.pdf |

CORPORATE GOVERNANCE GUIDELINES: DISCLOSURE SURVEY

Company Name: I-REMIT, INC.

Date: 21 March 2016

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| <p>10.4 Have clear and stringent policies and procedures on curbing and penalizing company or employee involvement in offering, paying and receiving bribes.</p> | <p>√</p> | <p>Source: Code of Business Conduct and Ethics http://ir.myiremit.com/ir_iremit/code-of-business-conduct-and-ethics/</p> |
| <p>10.5 Have a designated officer responsible for ensuring compliance with all relevant laws, rules, and regulation, as well as all regulatory requirements.</p> | <p>√</p> | <p>Source: SEC Form – ACGR (Annual Corporate Governance Report) http://ir.myiremit.com/ir_iremit/wp-content/uploads/2016/01/CG_ACGR_2015_Revised.pdf</p> |
| <p>10.6 Respect intellectual property rights.</p> | <p>√</p> | <p>Source: Code of Business Conduct and Ethics http://ir.myiremit.com/ir_iremit/code-of-business-conduct-and-ethics/</p> |
| <p>10.7 Establish and commit itself to an alternative dispute resolution system so that conflicts and difference with counterparties, particularly with shareholders and other key stakeholders, would be settled in a fair and expeditious manner.</p> | <p>√</p> | <p>Source: Revised Manual on Corporate Governance - Pursuant to SEC Memorandum Circular No. 6, series of 2009, otherwise known as the Revised Code of Corporate Governance (as amended) - June 27, 2014 http://ir.myiremit.com/ir_iremit/wp-content/uploads/2014/08/CG2014-045.pdf</p> |

CORPORATE GOVERNANCE GUIDELINES: DISCLOSURE SURVEY

Company Name: I-REMIT, INC.

This is to certify that the undersigned reviewed the contents of this document and to the best of my knowledge and belief, the information contained set forth in this document is true, complete and correct.

Done this MAR 21 2016 in Pasig City.



JOSE JOEL Y. PUSTA
Independent Director



HARRIS D. JACILDO
President & Chief Operating Officer