



FAR EASTERN UNIVERSITY



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RELATED PARTY TRANSACTIONS COMMITTEE

I. PURPOSE

The primary responsibility of the Related Party Transactions Committee (or the Committee) is to assist the Board of Trustees (the Board) in fulfilling its oversight responsibilities for the good governance of the corporation relative to related party transactions of FEU Inc. and its Related Parties (RPT), setting of policies for the accomplishment of the corporate objectives and providing an independent check on such transactions as proposed by Management.

II. AUTHORITY & RESPONSIBILITIES

The committee shall carry out the following responsibilities:

1. Provide guidance to management to ensure that transactions with related parties are handled in a sound and prudent manner, with integrity and in compliance with applicable laws and regulations, to protect the interest of the Company's shareholders and other stakeholders.
2. Confirm that senior management implement the appropriate controls to effectively manage and monitor material RPTs on a per transaction and aggregate basis.
3. Review and approve related RPT policies that shall guide the organization in managing related party transactions and ensure that they are done on an arm's length basis.
4. Review material RPT that cross the materiality threshold set in the policy and endorse it for the approval of the Board of Directors
5. Report at least once a year an annual performance report to the Board.
6. The Related Party Committee may, at any time, request for the review of all material related party transactions.

III. COMPOSITION

The FEU Related Party Transactions Committee shall be composed of at least three (3) Board Members, all of whom have the necessary qualifications. At least two (2) members shall be independent directors, who may be the chairperson.

Members of the Committee should have an adequate understanding, familiarity and competence in the Company's related party transactions policies and strategies. The Committee is provided with adequate resources and trainings to undertake its duties.

The Committee should ensure that a succession plan is in place. Any vacancy in the Related Party Transactions Committee at any time shall be replaced through the action of the members of the Board.

IV. MEETINGS

The Related Party Transactions Committee shall hold meetings at least once a year, call special meetings as needed and report to the Board of Trustees at least once a year.

All committee members are expected to attend each meeting. The committee will invite members of management, or other involved parties to attend meetings and provide pertinent information, as necessary. It will hold private meetings with management and involved parties in executive sessions when necessary. It is also authorized to recommend to the Board the engagement of independent external parties to advise on matters such as transfer pricing mechanism, among others.

Meeting agendas, along with appropriate briefing materials and meeting minutes will be prepared and provided in advance to committee members.

V. AMENDMENTS OF THE CHARTER

The Committee shall review and assess the adequacy of the charter on a periodic basis. Any revision will require approval from the Board of Trustees.