



BANGKO SENTRAL NG PILIPINAS

OFFICE OF THE GOVERNOR

CIRCULAR NO. 1237 Series of 2026

Subject: Regulations on the Operation of Digital Financial Marketplace and Presentation of Financial Products and Services in Digital Platforms

The Monetary Board, in its Resolution No. 490 dated 04 June 2026, approved the guidelines for the adoption and participation of BSP-supervised Financial Institutions (BSFIs) in digital financial marketplaces or digital platforms.

These guidelines recognize the pivotal role of digital platforms in advancing inclusive, customer-centric financial ecosystems. Under this framework, BSFIs are empowered to offer their proprietary financial products and services while also featuring third-party financial or non-financial products or services that complement their business models. This collaborative approach enables BSFIs to expand operational scale, reach a wider customer base, and deliver a more integrated and tailored customer experience.

The Bangko Sentral, through this framework, fosters an enabling environment that promotes responsible innovation, ensures robust consumer protection, and upholds the stability of individual BSFIs and the financial system. The guidelines articulate supervisory expectations on governance and risk management standards, requiring BSFIs to effectively manage key risks – including operational, reputational, Information Technology (IT) and money laundering (ML), terrorist financing (TF), and proliferation financing (PF) risks. Moreover, the guidelines reinforce adherence to sound consumer protection, market conduct, and data governance standards, including data privacy, sharing and portability.

Section 1. Section 116/104-N of the Manual of Regulations for Banks (MORB)/Manual of Regulations for Non-Bank Financial Institutions (MORNBFIs) entitled “*Operation of a Digital Financial Marketplace and Presentation of Financial Products and Services in Digital Platforms*,” are hereby added to read, as follows:

Section 116/104-N OPERATION OF A DIGITAL FINANCIAL MARKETPLACE AND PRESENTATION OF FINANCIAL PRODUCTS AND SERVICES IN DIGITAL PLATFORMS

Policy statement. The Bangko Sentral recognizes the emergence of new business models and strategic collaborations that harness digital technologies to drive innovation and deepen financial inclusion. Bangko Sentral-supervised financial institutions (BSFIs) are increasingly leveraging digital platforms to expand their reach, enhance customer experience and improve access to financial products or services. Through digital financial marketplaces, customers are empowered to make better and informed financial decisions by giving them access to a broad range of products and services.

It is in this light that the Bangko Sentral provides an enabling regulatory framework that supports the responsible adoption of digital financial marketplaces and the presentation of financial products and services in digital platforms by BSFIs. This policy builds upon existing regulatory standards to establish a cohesive framework that integrates sound governance, robust risk management and strong consumer protection, including an effective consent-driven information sharing arrangement consistent with the Open Finance Framework.

This policy aims to ensure that attendant risks on digital financial marketplace or other digital platform activities are adequately managed, and consumer interests are

safeguarded, as well as to promote a more inclusive, innovative and collaborative financial system.

Scope and Applicability. The guidelines in this Section shall apply to a BSFI authorized to operate a digital financial marketplace and to a BSFI as a provider of financial products or services in a digital financial marketplace or other digital platform.

The guidelines have three (3) sub-parts covering:

- a. *BSFI as marketplace operator.* A bank or EMI-NBFI may be authorized to operate a digital financial marketplace for the presentation of products or services offered by third-party providers, as well as the presentation, sale and distribution of its own products or services. The digital financial marketplace shall include at least three (3) providers that are not affiliated with or part of the BSFI's group or conglomerate.

As a digital financial marketplace operator, a bank or EMI-NBFI may allow the presentation of products and services of third-party providers that are not supervised by the Bangko Sentral. The said bank or EMI-NBFI shall establish clear guidelines governing the arrangements with said provider/s following the applicable provisions outlined in this Section.

Other BSFIs¹ may be allowed to operate a digital financial marketplace, subject to approval by the Bangko Sentral on a case-by-case basis considering the requirements under this Section.

- b. *BSFI as financial service provider.* A BSFI may present, display or distribute financial products or services in a digital financial marketplace operated or owned by another BSFI or in a digital platform. This shall also cover BSFIs in their capacity as broker, dealer, agent or distributor, as may be allowed under existing laws, rules and regulations.
- c. *General provisions* governing the activities of BSFIs under items "a" and "b".

The provisions under this Section shall cover the online and digital presentation of products and services by BSFIs. The presentation and/or sale of financial products and services within the physical premises of banks shall be governed by Sec. 113 while those presented through the BSFI's social media platforms shall be governed by Sec. 150.

The presentation of unit investment trust funds (UITFs) in a digital financial marketplace shall be governed by the provisions under this Section, subject to notification requirements under Sec. 414/414-Q (*Unit Investment Trust Funds*) and Sec. 110-T (*Distribution of Trust Products*).

Definition of terms. The following definitions shall apply for the purpose of this Section:

- a. *Consent* refers to any freely given, specific, informed indication of will, whereby the customer agrees to the collection and processing of personal data. Consent shall be evidenced by written, electronic or recorded means. It may also be given on behalf of the customer by an agent specifically authorized by the customer to do so.

¹ The guidelines under this Section shall likewise be applicable, to the extent relevant, to the operations of NBFIs engaged in quasi-banking functions, non-stock savings and loan associations (NSSLAs), pawnshops, non-bank credit card issuers, trust corporations, other NBFIs holding a trust license, and other NBFIs that are supervised by the Bangko Sentral.

- b. *Digital financial marketplace* or “*marketplace*” refers to a web- or app-based platform and/or electronic channel operated by a BSFI that presents and/or directs customers to a range of products or services offered by product or service providers, which should include at least three (3) providers that are not affiliated with or part of the BSFI’s group or conglomerate.

A web- or app-based platform and/or electronic channel that only: (i) offers or presents the products or services of the marketplace operator, (ii) lists promotional deals, discounts, or rewards of merchants, (iii) functions as a payment facility or gateway, or (iv) houses government online services without offering products or services from private third-party product or service providers, shall not be considered a marketplace under this Section. When a BSFI operates a digital marketplace which mainly or mostly offers non-financial products or services, the applicability of the requirements under this Section shall be evaluated by the Bangko Sentral on a case-by-case basis.

A BSFI may own the digital marketplace platform or may contract third-party provider/s to develop or maintain the digital platform which it will operate, subject to the outsourcing framework as provided under Sec. 112/102-N.

- c. *Digital platform*, as used in this Section, broadly refers to a third-party platform typically web- or app-based, which is operated by an entity hereafter referred to as *digital platform operator* that is neither classified as a marketplace operator under these guidelines nor is supervised by the Bangko Sentral, that connects users to a variety of products and services.
- d. *Financial data portability* refers to the ability of a customer to access, retrieve, and securely transfer their financial data across financial service providers or platforms, subject to consent and applicable laws, rules and regulations.
- e. *Financial service provider (FSP)* refers to an entity under the jurisdiction of the Bangko Sentral, Securities and Exchange Commission (SEC), or the Insurance Commission (IC) which presents financial products or services in the marketplace or digital platform. This includes BSFIs, insurance companies, investment companies, agents, brokers, or other financial institutions.
- f. *Marketplace operator* refers to a bank, EMI-NBFI or other BSFI which has the primary responsibility for the operation, maintenance, and management of the digital financial marketplace;
- g. *Marketplace participants* refer to BSFIs that are marketplace operators and FSPs in a marketplace or a digital platform; and
- h. *Service or product provider (SPP)* refers to an entity duly accredited by the marketplace operator that presents or displays non-financial products or services in a digital financial marketplace.

I. Marketplace operator

Activities in a digital financial marketplace. The activities in a digital financial marketplace shall be limited to the presentation or display of the products and services of accredited FSPs and SPPs, as well as the presentation, sale and distribution of the products and services of the marketplace operator.

The marketplace shall enable customers to compare and select products and services from different FSPs/SPPs that best meet their needs. To ensure neutrality and impartiality, the marketplace operator shall not favor affiliate or related

companies in the presentation, comparison, recommendation, or access to products and services in the digital financial marketplace. The marketplace operator shall also disclose to customers the criteria used to determine the order or sequence in which products and services are presented.

The marketplace operator may perform ancillary functions that enhance user experience, operational efficiency and assessment of risks. These may include preliminary screening, initial credit underwriting or pre-assessment of borrowers' creditworthiness, customer identification and verification, or client suitability assessment, among others.

The marketplace operator may also act as an intermediary that facilitates the secure, efficient, and compliant payment and settlement of transactions that originated from the marketplace. Moreover, the marketplace operator may integrate or connect third-party systems to the marketplace to enable functionalities such as purchase, subscription, order-taking, request processing, payments, among others, through the marketplace. The processing, approval and consummation of the transaction, however, shall be undertaken by the FSP/SPP.

Subject to the consent of the customer, a marketplace operator may also facilitate the collection, sharing, or transfer of customer financial data, including activities that support financial data portability in relation to third-party financial services, subject to assessment of its potential role as open finance participant under Sec. 154/152-Q/130-N *Guidelines for the Adoption of Open Finance Framework* and alignment with said principles.

Eligible products and services. The following products or services may be presented in the digital financial marketplace:

- a. Financial products or services created or distributed by the marketplace operator or its accredited FSP: *Provided*, That such financial products or services have been duly authorized or approved by the relevant regulatory authority, as applicable, and/or are part of the powers/authorities of the marketplace operator or SPP to distribute/sell. This may include the following:
 - (1) Simple deposit products;
 - (2) Consumer and micro, small and medium enterprises (MSME) loans;
 - (3) Plain vanilla debt securities, and equity securities allowed for public offering/distribution;
 - (4) Electronic money, payment cards such as cash cards or debit cards;
 - (5) Simple insurance, takaful and other Shari'ah compliant insurance products, health maintenance organization (HMO), and pre-need products: *Provided*, That customers will only be redirected to the respective providers or intermediaries unless the marketplace operator has obtained the appropriate license from the IC;
 - (6) Collective investment schemes (CIS) or pooled investment funds: *Provided*, That in the case of UITFs, customers will only be redirected to the providers and that the guidelines in Section 414/414-Q/110-T shall be observed; and
 - (7) Other financial products or services.
- b. Non-financial products or services created or distributed by an accredited SPP which complement the marketplace operator's business model or strategies: *Provided*, That such non-financial products or services have been duly authorized by the relevant regulatory authority, as applicable, and/or are part of the powers/authorities of the marketplace operator or SPP to distribute/sell: *Provided, further*, That products or services associated with gambling activities (e.g., online casinos, online betting, electronic gaming, or other forms of gambling/gaming), or any activities that are not aligned with the promotion of

financial soundness or well-being of customers, shall not be displayed or presented in the marketplace operated by a BSFI.

Application for the grant of authority to engage as a marketplace operator. A BSFI may engage in digital financial marketplace activities as a marketplace operator subject to the approval of the Bangko Sentral and submission of the following documents to the appropriate supervising department of the Bangko Sentral within thirty (30) banking days prior to target date of implementation:

- a. Application letter signed by the president or officer of equivalent rank, which shall indicate the intention of the applicant to become a marketplace operator. The application shall be supported by documentation of the business model and a justification that the application is aligned with the applicant's business model and strategic direction, including its capacity to address the associated risks from operating a marketplace;
- b. Corporate Secretary's certificate on the approval by the board of directors or its equivalent, for the BSFI to engage as a digital financial marketplace operator;
- c. Certification signed by the president or officer of equivalent rank and the chief compliance officer (CCO) that the applicant has complied with all the prudential criteria prescribed under Sec. 111/101-N (*Prudential Criteria*), and the requirements for digital financial marketplace operator under this Section; and
- d. Such other documents as may be deemed necessary by the Bangko Sentral to evaluate the application (e.g., information on risk management system, IT infrastructure, consumer and data protection measures, outsourcing or third-party arrangements, among others).

Processing and licensing fees. Applicants seeking authority to become a marketplace operator shall pay both processing and licensing fees provided under Sec. 111/101-N (*Processing and Licensing Fees*).

The processing fee shall be non-refundable and shall be paid upon filing of the application to engage as a marketplace operator. The licensing fee shall be immediately charged upon approval of the application for authority to engage as a marketplace operator. The assessment and collection of fees shall be in accordance with the guidelines on fees provided in Appendix 124/N-14.

Qualifications to engage as marketplace operator. Applicants seeking authority to be a marketplace operator shall adhere to the following requirements:

- a. Compliance with all the prudential criteria prescribed under Sec. 111/101-N (*Prudential Criteria*);
- b. Advanced Electronic Payments and Financial Services (EPFS) license, subject to the requirements provided under Sec. 701/401-N and Appendix 136/Appendix Q-89;
- c. Net worth or combined capital of at least P1.0 billion, computed in accordance with Sec. 121/402-N and Sec. 702;
- d. Adequate and reliable information technology (IT) infrastructure and solutions commensurate to its digital marketplace operations;
- e. Adequate risk management system to identify, measure, monitor and control the risks arising from digital marketplace operations, including sound governance and risk management standards, particularly on IT, cybersecurity,

anti-money laundering/countering terrorism and proliferation financing (AML/CTPF), data privacy, consumer protection and market conduct, commensurate to the digital financial marketplace operations;

- f. Approval or license from the relevant authority/ies (e.g., secondary license, insurance broker/agent or online insurance aggregator license with the IC, broker/dealer license or registration and/or salesman license with the SEC in case of the offering of, dealing in and solicitation of securities), as applicable, including the authority to distribute products or services of SPPs in the digital marketplace;
- g. Registration as an Operator of Payment System (OPS), subject to the requirements provided under Sec. 502 of the MORPS, as applicable; and
- h. Compliance with other requirements for a marketplace operator under this Section.

Applicants should conduct a self-assessment of compliance with the requirements prior to submitting application to the Bangko Sentral. A Bangko Sentral authorized marketplace operator shall continuously comply with the qualification requirements even after the authority has been granted. Any deviation or non-compliance may be a basis for the imposition of appropriate enforcement actions, including revocation of authority to engage as marketplace operator, as warranted.

Governance and management of the digital financial marketplace. The board of directors of the marketplace operator shall be primarily responsible for overseeing the operations and activities of the marketplace. They shall ensure that an effective risk management system is in place to identify, measure, monitor and control the risks associated with the marketplace operations.

In relation to this, the marketplace operator shall have in place a sound, comprehensive and clearly defined policies, procedures, processes and controls on the operation of a digital financial marketplace which shall, at a minimum, cover the following:

- a. Formulation, review and approval of a digital financial marketplace strategy which shall be consistent with the business model and overall strategy of the marketplace operator. The said strategy shall consider the scope of marketplace operations, target customer segments, products and services to be presented in the marketplace, and extent of integration or collaboration with the FSP/SPPs, among others;
- b. Governance arrangements and the roles and responsibilities of the board of directors, senior management, internal audit and other relevant units, in relation to digital marketplace operations, including the level and frequency of board or management reporting;
- c. Operations and internal controls on digital marketplace (e.g., cybersecurity controls, fraud management systems and other key controls to protect financial accounts, compliance with data privacy, records retention, business continuity and contingency plans, systems development and maintenance, and risk management system). Mechanisms to support financial data portability should be adopted to ensure that customer-permissioned data can be shared securely and with consent, in accordance with Sec. 154/130-N on the Guidelines for the Adoption of Open Finance Framework;
- d. Selection, accreditation, monitoring and periodic review of FSPs/SPPs. The marketplace operator shall exercise due care and diligence in partnering with

FSPs/SPPs and shall consider the following in the selection, accreditation, and review of FSPs/SPPs:

- (1) Reputation, ownership and governance structure, technical expertise, and operational capability, including robust after-sales service and customer relationship management;
- (2) Alignment of FSP/SPP's products and services with the marketplace operator's business model and overall strategy;
- (3) Financial performance and condition (e.g., ongoing viability, outstanding commitments, capital/funding strength, liquidity and operating results including performance of the products or services being offered) as supported by audited financial statements for the last three (3) years. FSPs/SPPs with less than three (3) years of operations in the Philippines may provide the available annual financial statements or annual reports duly filed with the SEC or other relevant regulatory authority;
- (4) Registration/authority of the FSPs/SPPs from its respective regulator including the authority to present or distribute products or services in the marketplace, as applicable; and
- (5) Compliance with applicable laws, rules and regulations including the requirements on FSPs/SPPs under this Section, as applicable, as well as compliance with the governing agreement.

The marketplace operator shall ensure periodic monitoring and review of the FSPs/SPPs and maintain proper documentation to support that marketplace arrangements have undergone the necessary due diligence and review. This shall include periodic review by the internal audit function or other independent competent units. Such documentation shall be made available upon request by the Bangko Sentral.

In case of a cease-and-desist order issuance, insolvency or placement under receivership, prohibition from doing business in the Philippines, revocation of license/authority of a particular FSP/SPP, or existence of valid ground/s for suspension or termination based on the agreement, among others, the marketplace operator shall take appropriate measures (e.g., delisting of the FSP/SPP's products or services from the marketplace platform) in a timely manner;

- e. Digital marketplace contract to govern the relationship between the marketplace operator and FSP/SPP, which shall cover the roles and responsibilities of each party, suspension and termination clauses, fee structure, among others. The marketplace operator shall maintain a central record of all digital marketplace contracts; and
- f. Material outsourcing arrangements of the marketplace operator, as applicable, in relation to the digital marketplace operations which shall be consistent with the outsourcing guidelines under Sec. 112/102-N.

II. BSFI as financial service provider in a digital financial marketplace or other digital platform

Presentation or display of products or services in a digital financial marketplace or other digital platform by a BSFI. A BSFI may present or display products or services in a digital financial marketplace or other digital platform, subject to the applicable requirements under this Section.

BSFIs with a Supervisory Assessment Framework (SAFr) composite rating of at least “3”, or its equivalent, may present or display their products or services in a digital financial marketplace without prior Bangko Sentral approval and notification. Meanwhile, the notification requirements under this Section shall apply to: i) BSFIs with SAFr rating below “3”, or its equivalent, that will engage a digital financial marketplace; and ii) all BSFIs, regardless of SAFr rating, that will present their products in a digital platform.

Notwithstanding the provisions in this Section, trust entities that will present or display UITFs in a digital financial marketplace shall continue to comply with the notification requirements under Sec. 414/414-Q/110-T.

Responsibilities of a BSFI as FSP. The board of directors of a BSFI shall be primarily responsible for the oversight of the presentation or display of products or services in a digital financial marketplace or other digital platform. They shall ensure that an effective risk management system is in place to identify, measure, monitor and control the risks associated with marketplace or distribution platform activities.

In relation to this, a BSFI shall have in place a sound, comprehensive, and clearly defined policies, procedures, processes and controls on the presentation or display of its products or services in a digital financial marketplace or other digital platform, which shall cover the following at the minimum:

- a. Roles and responsibilities of the board of directors, senior management and other relevant unit/s;
- b. Formulation, review and approval of a distribution or marketing strategy which shall be consistent with the business model and overall strategy of the BSFI;
- c. Due diligence review of the digital marketplace or digital platform;
- d. Arrangement with a marketplace/digital platform operator supported by a written contract or service level agreement which shall, at a minimum, contain the following:
 - (1) Complete description of the scope of work to be performed or services to be provided;
 - (2) Fee structure;
 - (3) Amendment to and/or termination of contract;
 - (4) Delineation of responsibilities of the BSFI and the marketplace/digital platform operator consistent with this Section, as applicable, including fines, penalties and accountability for errors, omissions and frauds;
 - (5) Data governance covering all data and information shared with both parties, segregation of the data of the BSFI from that of the marketplace/digital platform operator and its other clients, actions that the BSFI may take against the marketplace/digital platform operator for breach of confidentiality or any form of disclosure of confidential information;
 - (6) Disaster recovery plan and business continuity and contingency plan;
 - (7) Access of internal and/or external auditors to information in relation to the activities contracted;
 - (8) Bangko Sentral access to the digital financial marketplace/platform operator in order to review certain aspects of its operations, when necessary, in relation to the activities/services rendered to the BSFI;
 - (9) Governing arrangement covering situations where the digital financial marketplace/platform operator further outsources or subcontracts any of the activities it has been engaged to perform;

- (10) Remedies to the BSFI in the event of change of ownership, assignment, attachment of assets, insolvency, or receivership of the digital financial marketplace/ platform operator; and
- (11) Provision allowing the BSFI to cancel the contract by contractual notice of dismissal or extraordinary notice of cancellation as may be required by the Bangko Sentral.

Due diligence and performance review. Prior to entering into an arrangement with a marketplace or digital platform operator, a BSFI shall conduct appropriate due diligence review to assess the capability of the marketplace or digital platform operator in performing the service to be contracted. BSFIs shall only deal with marketplace and/or digital platform operators that are duly licensed or registered with the relevant regulatory authority.

As part of due diligence, a BSFI shall consider both qualitative and quantitative factors that may affect the performance of the contracted service, such as reputation, financial condition and results of operation for the last three (3) years, risk management practices, technical expertise and compliance with applicable laws, rules and regulations.

A BSFI shall undertake a periodic performance review of the marketplace/digital platform that it engages. The results of the review shall be documented and reported to the appropriate board or management level.

A BSFI shall also maintain a complete and up-to-date database or record of all its marketplace or digital platform arrangements, which shall be made available to the Bangko Sentral upon request.

III. General Provisions

Credit underwriting and client suitability assessment. The marketplace participants shall ensure that the products or services presented and/or recommended are appropriate and consider the needs, goals, and risk profile of consumers. In this respect, the marketplace operator and BSFI-FSP shall observe the guidelines on credit underwriting under Sec. 143/122-N, and client suitability assessment under Sec. 414/414-Q/612/612-Q, and Appendix 86/Q-49, as applicable.

The marketplace operator shall put in place a mechanism to require other FSPs/SPPs which are not supervised by the Bangko Sentral to observe credit underwriting and/or client suitability assessment consistent with the rules and regulations as may be prescribed by their respective regulatory authority.

The conduct of preliminary screening, underwriting, or suitability assessment shall look into the customer's creditworthiness, financial condition, understanding of, tolerance for and capacity to manage various risks, particularly for investment products. The marketplace operator may conduct such preliminary assessments in accordance with its policies, procedures, and arrangements with the FSP/SPP: *Provided*, That said arrangement with the FSP/SPP is formally documented and expressly requires adherence to all applicable laws and regulations, including those on data privacy, consumer protection, and other relevant rules within the context of marketplace or digital platform activities. The FSP may rely on the underwriting and suitability assessments undertaken by the marketplace operator, provided that such assessments are consistent with the FSP's own parameters and criteria. The FSP/SPP shall remain ultimately responsible for the final approval or rejection of customers availing the products or services presented in the marketplace.

Data generated from profiling, underwriting, and suitability assessments conducted within the marketplace shall be made available to customers in a portable format

upon their request, provided that such requests relate exclusively to their own data, as part of the data sharing arrangement between the marketplace operator and the FSP/SPP.

Consumer protection. Marketplace participants shall adhere to applicable laws, rules and regulations on consumer protection in relation to digital marketplace activities. Marketplace operator and BSFI-FSP shall comply with the provisions of Republic Act (RA) No. 11765 or the “Financial Products and Services Consumer Protection Act”, as implemented under Part Ten/Part Ten of the Q-Regulations on Financial Consumer Protection Regulations.

In addition, marketplace operator and/or BSFI-FSP shall be responsible for the following:

- a. *Disclosure and Transparency.* Marketplace participants shall ensure that consumers are provided with adequate, accurate and accessible information to enable them to make informed decisions on products and services offered or presented in the marketplace. As such, information on the products and services including the purpose, features, terms and conditions, pricing or any cost associated, risks and benefits, among others, are presented in a clear, simple, and understandable manner in the marketplace platform or delivery channels and contracts. This should also include disclosure by the marketplace operator of the criteria used to determine the order or sequence in which products and services are presented, consistent with the neutrality and impartiality requirements under this Section. Moreover, customers should be informed of their rights to financial data portability, including the means by which they can request, retrieve, or share their financial data with other FSP/SPPs, subject to consent and security safeguards.

Marketplace participants shall also comply with the applicable disclosure requirements under Sec. 306/414/414-Q. Moreover, the marketplace operator shall have a mechanism in place or undertake appropriate measures to require FSPs/SPPs which are not supervised by the Bangko Sentral to comply with the applicable disclosure requirements as may be prescribed by their respective regulatory authority/ies.

There should be appropriate measures to clearly distinguish the marketplace operator from the FSP/SPP in engaging with clients. As such, the roles of the marketplace operator and FSP/SPP shall be clearly communicated to the customers. Moreover, the terms and conditions on the use of the platform shall include, among others, the disclosure and prominent display of the identity of the FSP/SPP, including information that the FSP/SPP has the ultimate responsibility over the products or services presented in the marketplace. An FSP/SPP that is acting as a distributor or agent shall also comply with the applicable disclosure requirements under this Section.

Moreover, the terms and conditions on the use of the platform may also include grounds for deactivation or suspension of user account. This may include: i) engagement of users in fraudulent transactions or unlawful activities, ii) submission of users of information and documents found to be fictitious, or iii) issuance of court order, directive from government agency, or other instances requiring deactivation or suspension of user account, as may be provided under the marketplace operator's policy.

- b. *Fair treatment.* The marketplace participants shall have a mechanism in place to ensure that fair treatment is observed in areas including, among others, the setting of terms and conditions, customer service, marketing and advertising, determination of customer eligibility, underwriting, and servicing and collection.

There shall be no discriminatory treatment between different categories of consumers on the basis of race or ethnic origin, religion, or such other attributes or profiles when used as the sole basis to deny access to products or services.

To ensure the effective and inclusive adoption of digital marketplace, consumers must be provided with the knowledge, skills, and confidence to use and evaluate the information presented in a digital marketplace platform. In this regard, marketplace participants may implement financial and digital literacy programs that educate consumers on the benefits and risks of using a digital marketplace platform.

- c. *Effective recourse.* Marketplace participants shall establish an effective complaint handling and redress mechanism to ensure that any complaints that may arise from digital marketplace activities are resolved in a fair, timely and efficient manner.

Customer complaints, inquiries or requests that relate to the platform and/or activities conducted within the marketplace shall be addressed or resolved by the marketplace operator. Meanwhile, those that relate to the products or services presented at the marketplace shall be addressed or resolved by the FSPs/SPPs. Marketplace participants shall make available multiple accessible touchpoints for lodging complaints, inquiries or requests.

In the event that a customer complaint remains unresolved within the turn-around time as may be agreed by the marketplace operator and FSPs/SPPs, the marketplace operator shall have the right to intervene and take appropriate actions, as may be necessary, to protect the interest of the customers.

- d. *Product bundling.* The marketplace participants shall likewise recognize the rights of customers to choose from a range of products and services that are well-suited to their needs, requirements and preferences. The customer shall be free to choose products or services and shall be under no obligation to avail of products or services presented by particular FSP/SPP that are tied or bundled to the marketplace operator's own product or service, or vice-versa. That is, access to one product or service must not be conditional on purchasing another product or service from particular FSPs/SPPs.

Moreover, the marketplace participants that present bundled products and services shall establish a mechanism to ensure that customers are provided with adequate information on market-based prices of products or services included in the bundle to enable them to compare and make informed decision.

- e. *Cooling-off policy.* The marketplace participants shall establish a cooling-off policy on specific products and services to allow customers to consider the costs and risks of a financial product or service and to permit customers to terminate, withdraw or return the product/service contract within the cooling-off period, consistent with the requirements under RA No. 11765, their implementing rules and regulations, and the rules and guidelines on financial consumer protection under Part Ten/Part Ten of the Q-Regulations. Marketplace participants shall ensure that customers are adequately informed of said cooling-off policy.

The marketplace operator shall undertake appropriate measures to require that FSPs/SPPs not supervised by the Bangko Sentral to comply with the applicable consumer protection standards under RA No. 11765, R.A. No. 11967 or the "Internet Transactions Act of 2023", RA No. 8792 or the "Electronic Commerce Act of 2000", and RA No. 7394 or the "Consumer Act of the Philippines" and their respective implementing rules and regulations, as well as the applicable regulations or

guidelines on consumer protection issued by the FSP/SPPs' respective regulatory authority.

Compliance with RA No. 12010 or the "Anti-Financial Account Scamming Act (AFASA)" and its implementing rules and regulations. Marketplace participants shall comply with the applicable provisions of the AFASA and its implementing rules and regulations. This includes, but is not limited to, the implementation of robust account authentication protocols, real-time fraud detection and monitoring systems, and other preventive controls. Participants shall also observe provisions on fund restitution, including liability for unauthorized transactions, and the temporary holding of funds involved in disputed transactions.

Data governance and consent management. Data plays a critical role in a digital marketplace as it facilitates better understanding of customer needs and preferences. In this regard, marketplace participants, as users and/or providers of data in the marketplace, shall adopt robust safeguards in ensuring the privacy/confidentiality, integrity, security and availability of customer data, including personal data.

Marketplace participants shall ensure that a data governance policy is in place to manage the handling, storage, security, processing, and sharing of customer data, including consent management. The responsibilities of the marketplace operator and FSP/SPP on data governance and accountability shall be embedded in their formal agreements and contracts. A privacy notice containing the essential information on the specific processing activity shall also be clearly communicated to the customer, describing how personal data will be collected, processed, stored, used, shared, and protected/secured, among others.

Moreover, marketplace operators shall also ensure mechanisms are in place to support financial data portability, allowing customers to access and transfer their financial information to other FSPs/SPPs.

The data governance policy shall, at the minimum, cover the following:

- a. *Data privacy and protection.* Compliance with the data privacy and data protection laws, including but not limited to RA No. 11765 (Financial Products and Services Consumer Protection Act), RA No. 10173 (The Data Privacy Act of 2012), and their implementing rules and regulations.

The marketplace participants shall ensure that customers are given the opportunity to exercise their rights as data subjects, which include the right to be informed about data-sharing, including the parties with whom their personal data will be disclosed to or shared with, and the right to refuse the sharing of their personal data to a third-party including related companies of banks, among others. Marketplace participants shall also ensure that consent for financial data sharing and portability is explicitly captured, and that data is shared only for purposes authorized by the customer. In case of any significant change or amendment to the information previously provided to the data subject in a consent form, privacy notice, or similar communication, the customer shall also be notified and given an opportunity to object and/or withdraw consent. As such, the marketplace participants shall ensure that there is an effective mechanism on consent management.

For customer-permissioned and consent-based personal data processing, marketplace participants shall employ reasonable and appropriate consent management systems which have the capability of tracking, enforcing, and documenting consent preferences regarding personal data processing activities. These systems must be compliant with the provisions of the Data Privacy Act of

2012, its implementing rules and regulations, and issuances of the National Privacy Commission on consent.

The marketplace participants shall ensure that the processing of customer's data is adequate, relevant, suitable, necessary, and not excessive in relation to the declared and specified purpose. Personal data shall be processed only to the extent necessary, and only where the purpose cannot reasonably be achieved by less intrusive means.

Moreover, the marketplace participants shall ensure that when customer's personal data is shared to the marketplace operator or across authorized FSPs/SPPs, the data is transferred securely, with consent and used in a manner consistent with the relevant laws, rules and regulations;

- b. *Data access and control.* Marketplace participants may access shared data only as needed to carry out their responsibilities and shall not include access to the other party's data, except as expressly provided in their agreement. Data-sharing and access arrangements shall be designed and implemented in a manner that will not provide undue advantage or favor any entity or otherwise distort fair competition in the marketplace;
- c. *Data security.* A strong and reliable IT system must be established to protect the confidentiality, security, accuracy, and integrity of customer's personal data, especially throughout the personal data collection, storage and sharing process, as well as the conduct of periodic trainings on data privacy and cybersecurity; and
- d. *Data confidentiality.* Customer consent must be obtained before sharing customer's personal information with third parties (i.e., partner providers, and related companies of banks) and providing customers the ability to manage their data preferences, including an opt-out mechanism on data sharing arrangements. Any modifications or changes to the data sharing arrangements must also be documented in writing and confirmed by both parties;

Financial Data Portability Enablement. Marketplace operators shall establish technical and operational capabilities to support financial data portability in accordance with the principles under Sec. 154/130-N, as far as practicable. This may include providing customer dashboards for consent management, secure APIs for data transmission, and procedures for the customer-initiated transfer of financial data to other regulated entities or authorized third-party providers of products or services.

Customer due diligence (CDD) and compliance with AML/CTPF laws, rules and regulations. The marketplace participants shall establish controls to ensure their adherence to the relevant provisions of Part Nine/Part Nine of the Q-Regulations (*Anti-Money Laundering and Combating the Financing of Terrorism Regulations*)/ Part Six of the N-Regulations of the MORNBF (Anti-Money Laundering Regulations) or the Anti-Money Laundering Act (AMLA), as amended, and its related laws, rules, and regulations. The marketplace operator shall establish mechanisms to enjoin FSPs/SPPs that are not supervised by the Bangko Sentral but are covered persons under the AMLA, as amended, to comply with the AML/CTPF laws, as well as rules and regulations issued by the relevant regulatory authority.

The marketplace operator may conduct the initial CDD based on its existing policies or agreement with the FSPs/SPPs, subject to compliance with the applicable AML/CTPF laws, rules and regulations. Notwithstanding the initial CDD conducted by the marketplace operator, the ultimate responsibility for conducting the CDD lies with the covered person relying on the third party. Moreover, in cases where the

customer is preliminarily assessed as high risk by the marketplace operator, the FSPs/SPPs that are covered persons shall conduct separate enhanced due diligence. Said FSPs/SPPs shall have the sole and final authority to decide on the transaction. The FSP/SPP shall assume full responsibility for associated risks and potential regulatory implications on transactions allowed by them within the digital marketplace following their conduct of an independent enhanced due diligence.

Notification requirements. BSFIs shall notify the appropriate supervising department of the Bangko Sentral within ten (10) banking days from approval by the BSFI's board of directors or equivalent body, as follows:

- a. The marketplace operator to submit a notification in case of any material change/s in the digital financial marketplace strategy or scope (e.g., significant shift in the business model, target market, technological or operational infrastructure of the digital marketplace), presentation of new financial and/or non-financial products or services in the marketplace, and partnerships with new merchants/partners that have not been previously approved/authorized; and
- b. BSFIs with a SAFr rating below "3", or its equivalent, that will present or display products or services in a digital financial marketplace, and all BSFIs, regardless of SAFr rating, that will engage digital platform operators, to submit a notification on the BSFI's decision to undertake such activity, together with the following documents:
 - (1) Notification letter signed by the president or officer of equivalent rank, indicating that the BSFI will engage in digital financial marketplace or distribution arrangement, including the details of the said arrangement/s (e.g., products/services that will be presented, profile of the digital marketplace/digital platform operator, among others);
 - (2) Corporate secretary's certificate on the approval by the BSFI's board of directors (or equivalent management committee in the case of foreign bank branches) to engage in digital financial marketplace/distribution activities as provider of products/services; and
 - (3) Certification signed by the president or officer of equivalent rank and the CCO, certifying that the BSFI has (i) no outstanding major supervisory finding/concern related to the proposed digital marketplace activities; and (ii) conducted a due diligence review showing that the selected digital marketplace or platform operator meets the minimum requirements under this Section. The said certification shall be supported by adequate justification on its ability to manage the associated risks with digital marketplace/distribution activities.

Record retention. Documents evidencing compliance with this Section shall be retained by the marketplace participants for a period of not less than five (5) years unless otherwise required by law or other rules and regulations, or as directed by the Bangko Sentral or other regulatory agency/body to be retained for a longer period. Moreover, records which are the subject of, or are pertinent to, the conduct of audit, examination, investigation or legal proceedings shall be retained and preserved beyond the five-year retention period until such time that the audit, examination, investigation or case has been fully resolved, decided or terminated with finality by the Bangko Sentral or other relevant regulatory agency/body, or a court.

Supervisory enforcement actions. Consistent with Sec. 002 /002-N, the Bangko Sentral may, without prejudice to the imposition of sanctions by other relevant regulatory authority, deploy enforcement actions to BSFIs that engage in digital financial marketplace activities as marketplace operator and/or FSP to promote

adherence to the requirements set forth in this Section and bring about timely corrective actions. The Bangko Sentral may, among others, issue directives to improve the management of risks associated with digital financial marketplace activities or impose sanctions to limit the level of or suspend any business activity that poses or may pose adverse effects on the safety or soundness of the BSFI. Monetary and non-monetary sanctions, as provided under existing laws, Bangko Sentral rules and regulations, may likewise be imposed on the BSFI and/or its directors, officers and/or employees concerned.

Section 2. Section 111/101-N of the MORB/MORNBFI on the *Type of License of Permissible Activities* are hereby amended to include and classify the authority of BSFIs to engage in digital financial marketplace operations as Type A license, and shall now read, as follows:

111 LICENSING

x x x

Enforcement actions. x x x

Type of License of Permissible Activities^{*}. The type of license attached to permissible activities of Bangko Sentral supervised financial institutions (BSFIs) shall be as follows:

Type of License	Permissible Activity	Related Sections
A	x x x	x x x
	FCDU operation of Rural Bank (RB)/Coop Bank	x x x
	Operation of a digital financial marketplace	Sec. 116
B	x x x	x x x
C	x x x	x x x

x x x

101-N GRANT OF LICENSES AND AUTHORITIES

x x x

Enforcement actions. x x x

Type of license of permissible activities^{*}. The type of license attached to permissible activities of Bangko Sentral supervised financial institutions (BSFIs) shall be as follows:

Type of License	Permissible Activity	Related Sections
A	Trust and Other Fiduciary Business	x x x
	Operation of a digital financial marketplace	Sec. 104-N
B	x x x	x x x
C	x x x	x x x

x x x

Section 3. Section 414/414-Q of the MORB/MORNBFI on *Unit Investment Trust Funds* is hereby amended to read, as follows:

^{*} Applications filed with the Bangko Sentral xxx

414/414-Q Unit Investment Trust Funds

x x x

UITF Marketing personnel.^x The trustee shall ensure that there are board-approved policies and procedures covering the following:

x x x

For purposes of this Section, a UITF may be sold within the bank premises by a bank employee belonging to the same financial conglomerate as the trustee, subject to the provision of the cross-selling framework.

A TE may also present UITFs in a digital financial marketplace, subject to the provisions of Sec. 116/104-N. A TE that intends to present any or all of its UITFs in a digital financial marketplace shall notify the appropriate supervising department of the BSP of this intention. A notification shall be made for each digital marketplace in which the TE intends to present its UITFs. The submission shall include the following:

- (1) Notification letter signed by the president of the TE or an officer of equivalent rank, stating the intention to present the TE's UITFs in a specified digital financial marketplace; and
- (2) Corporate Secretary's certificate on the approval of the board of directors for the TE to engage the said marketplace for UITF presentation.

To ensure the competence and integrity of all duly designated UITF Marketing Personnel, all personnel involved in the sale of UITF must be certified as UITF Marketing Personnel through a UITF Certification Program (UCP) administered by a reputable financial services industry association/organization acceptable to the Bangko Sentral. xxx

x x x

Section 4. Section 110-T of the MORNBF on *Distribution of Trust Products* is hereby amended to read, as follows:

110-T Distribution of Trust Products

x x x

Third-party Distributors of UITFs. x x x

- a. x x x
- b. x x x

The distribution of UITFs inside bank premises shall be governed by the provisions on cross-selling under Sec. 113 of the MORB.

The use of a service provider, such as an electronic platform, to offer UITFs shall not be considered as a distribution arrangement. It shall be subject to the outsourcing framework provided under Sec. 112-T. However, a TC may present UITFs in a digital financial marketplace, subject to the requirements under Sec. 116 of the MORB.

A TC that intends to present any or all of its UITFs in a digital financial marketplace shall notify the appropriate supervising department of the Bangko Sentral of this intention. A notification shall be made for each digital marketplace

in which the TC intends to present its UITFs. The submission shall include the following:

- (1) Notification letter signed by the president of the TC, stating the intention to present the TC's UITFs in a specified digital financial marketplace; and
- (2) Corporate Secretary's certificate on the approval of the board of directors for the TC to engage the said marketplace for UITF presentation.

X X X

Section 5. Applicability to other non-bank financial institutions. The provisions under Section 1 and 3 of this Circular shall likewise be applicable, to the extent relevant, to the operations of NBFIs engaged in quasi-banking functions, non-stock savings and loan associations (NSSLAs), pawnshops, non-bank credit card issuers, trust corporations, other NBFIs holding a trust license, and other NBFIs supervised by the Bangko Sentral.

Section 6. Transitory Provision. Marketplace participants in an existing digital financial marketplace and digital platforms must comply with the applicable requirements provided herein within one (1) year from the effectivity of this Circular. This includes the submission of application by existing digital financial marketplace operators to the appropriate supervising department of the Bangko Sentral for the grant of authority to engage as marketplace operator.

Existing marketplace operators are also provided two (2) years from the effectivity of this Circular to onboard in the digital financial marketplace at least three (3) product or service providers that are not affiliated with or part of the BSFI's group or conglomerate.

The prohibition on online gambling/gaming-related products and services shall take effect upon the effectivity of this Circular, notwithstanding the one-year transitory period.

This transitory provision shall be incorporated as a footnote to Section 116/104-N of the MORB/MORNBFI on the *Regulations on the Operation of Digital Financial Marketplace and Presentation of Financial Products and Services in Digital Platforms*.

Section 7. This Circular shall take effect fifteen (15) calendar days following its publication either in the Official Gazette or in a newspaper of general circulation.

FOR THE MONETARY BOARD:


ELI M. REMOLONA, JR.
Governor

16 June 2026