

D.1 Transparent ownership structure		Y/N	Reference/ Source document
D.1.1	Does the information on shareholdings reveal the identity of beneficial owners, holding 5% shareholding or more?	Y	DEFAULT
D.1.2	Does the company disclose the direct and indirect (deemed) shareholdings of major and/or substantial shareholders?	Y	DEFAULT
D.1.3	Does the company disclose the direct and indirect (deemed) shareholdings of directors (commissioners)?	Y	DEFAULT
D.1.4	Does the company disclose the direct and indirect (deemed) shareholdings of senior management?	Y	DEFAULT
D.1.5	Does the company disclose details of the parent/holding company, subsidiaries, associates, joint ventures and special purpose enterprises/ vehicles (SPEs)/ (SPVs)?	Y	DEFAULT
D.2 Quality of Annual Report			
<i>Does the company's annual report disclose the following items:</i>			
D.2.1	Key risks	Y	<p>Governance Report of the 2019 Annual Report, pages 30-31 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=16)</p> <p>KEY RISKS AFPMBAI's ERM Framework considers the following broad categories of risks:</p> <p>Strategic Risks "....This risk category covers risks inherent to our industry, target markets, products and services offerings, business model, competitiveness as well as potential risks to the long-term sustainability of the Association."</p> <p>Financial Risks "....This risk category covers risks of default on loan payments, default and changes in the market interest rate, impairment of/changes in value of financial asset, as well as potential inadequacy of fund to pay obligations to members/policyholders."Operational Risks "....This risk category covers risks of business activity disruptions due to telecommunications, system failures, virus attacks or breach of cyber security, potential litigations, breach of contractual agreement, and non-compliance to regulations."Environmental Risks "....This risk category covers risks of business activity disruptions due to natural calamities, man-made disasters, as well as potential risks arising out of major regulatory/political changes and threats to public health."</p>
D.2.2	Corporate objectives	Y	<p>Governance Report of the 2019 Annual Report, page 28 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=15)</p> <p>CORPORATE OBJECTIVES A Strategic Planning Retreat was held last Aug. 15, 2019 where Members of the Board and management reviewed and discussed the company's Vision, Mission, Critical Issues, Financial Goals and Strategic Intentions. It was then followed by a series of management strategic planning meetings and deliberation to the Board where the new Charter Statement and Corporate Strategies were approved. Following are the approved Strategic Objectives for CY2020:</p> <ol style="list-style-type: none"> 1. Provide efficient customer service 2. Provide comprehensive benefits 3. Offer innovative products and services 4. Strengthen Corporate Image and Social Responsibility 5. Ensure Financial Sustainability 6. Manage cost effectively 7. Promote innovation and digital transformation 8. Streamline business processes 9. Advocate Good Governance 10. Foster productivity and service excellence 11. Establish an agile organization
D.2.3	Financial performance indicators	Y	2019 Audited Financial Statement (https://afpmbai.com.ph/wp-content/uploads/2020/07/2019_Financial_Statement.pdf)

D.2.4	Non-financial performance indicators		Y	<p>Governance Report of the 2019 Annual Report, pages 28-29 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=15)</p> <p>NON-FINANCIAL PERFORMANCE INDICATORS Contact Center Management "We endeavor to improve overall customer experience by providing members with various communication portals to reach us, at the same time for the company to give immediate response to their inquiries/needs/concerns. Replies were sent within the day for easy verifications and/or when info is already available from concerned offices..."Brand Awareness Thru Digital Marketing " We believe Brand Awareness helps promote our products and services (e.g. Insurance Plans, Insurance Loans, MBAI Protek, Real Estate Loans) to boost sales..."Engagement Rate "Website New Users' sessions and Engagement Rate declined (although still above the target) due to less new content uploaded to the website during the 2nd semester..."Response Rate on Facebook inbox "For CY2019, 93% of our Members' inquiries on Facebook were responded to higher than the 90% response rate target. The 7% variance (versus 100% rating) may be attributed to other replies of Members like "Thank you", which Facebook counts as another comment/inquiry. The said discrepancy however, may be addressed by the CRM tool that will be used in CY2020..."Update/Creation of Company Policies "The Policy Review Committee was strengthened to ensure that concerned offices document, standardize, and implement the guidelines and business processes of the company..."Competency Building "We believe our human resources is our greatest asset, hence, we provide continuous training and empowerment to our employees and sales personnel..."</p>
D.2.5	Dividend policy		Y	<p>Governance Report of the 2019 Annual Report, pages 33 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=17)</p> <p>POLICY DIVIDENDS "AFPMBAI declared policy dividends amounting to P220.1M for 2019, benefiting the 183,063 policyholders of participating permanent plans. Members with participating plans may claim their dividends from the AFPMBAI Head Office or from any of its branch offices nationwide. Release of the 2019 policy dividends is based on one's policy anniversary month. Starting May 2020 though, policies with anniversary months June to December can claim their dividends in May. Furthermore, Members with updated bank account records in the AFPMBAI system may opt to claim their dividends directly from their respective accounts."</p>
D.2.6	Details of whistle-blowing policy		Y	<p>Governance Report of the 2019 Annual Report, page 32 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=17)</p> <p>Whistle-Blowing Policy "The Management maintains an open-door policy for employees as one of the avenues for reporting corruption and other illegal activities or transactions entered into by fellow employees, regardless of rank. Any reports, supported by facts and documents, are handled with strict confidentiality."</p> <p>Code of Ethics page 7 (https://afpmbai.com.ph/acgs/2020/E.2.1_Code_of_Ethics.pdf#page=12)</p> <p>Whistleblower Policy <i>Employees, stakeholders and members are encourage to report in writing unethical practices to the concerned immediate superior or Head, HRD or AFPMBAI's Chief Corporate Services Officer, respectively, as most problems in this area can be resolved swiftly. The said offices, through an open-door policy, will accommodate problems on ethic. All of us are responsible for preventing violations of law and for acting as whistleblowers if we see possible breaches of internal policies, rules and regulations.</i></p>
D.2.7	Biographical details (at least age, qualifications, date of first appointment, relevant experience, and any other directorships of listed companies) of directors/commissioners		Y	<p>Governance Report of the 2019 Annual Report, pages 15-16 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=8).</p>
D.2.8	Training and/or continuing education programme attended by each director/commissioner		Y	<p>Excerpt from the Governance Report of the 2019 Annual Report, page 18 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=10).</p> <p>CONTINUING EDUCATION PROGRAM "Upon their election as members of the Board, the Association's Trustees are given an orientation on the operations of AFPMBAI. One-on-one orientations are also scheduled, facilitated by the Strategic Management Office, to enable each Trustee to have an in-depth knowledge of day-today operations as well as processes at the strategic level. A Continuing Education Program (CEP) is also part of the continuing professional education of trustees. All trustees who come on board undergo the Corporate Governance Orientation Program (CGOP) of the Institute of Corporate Directors (ICD). Other training is also provided for trustees with specific focus areas, such as governance, audit, and investment..."</p>
D.2.9	Number of board of directors/commissioners meetings held during the year		Y	<p>Governance Report of the 2019 Annual Report, pages 19-20 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=10)</p>
D.2.10	Attendance details of each director/commissioner in respect of meetings held		Y	<p>Governance Report of the 2019 Annual Report, pages 19-20 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=10)</p>

D.2.11	Details of remuneration of each member of the board of directors/commissioners		Y	<p>AFPMBAI 2019 New Bylaws Article VI (Board of Trustees), Section 12 which states:</p> <p>Section 12. Remuneration. The members of the Board of Trustees shall not receive any compensation or remuneration for their services as such, except for reasonable allowance and per diem.</p>
Corporate Governance Confirmation Statement				
D.2.12	Does the Annual Report contain a statement confirming the company's full compliance with the code of corporate governance and where there is non-compliance, identify and explain reasons for each such issue?	<p>OECD PRINCIPLE V (A) (8)</p> <p>UK CODE (JUNE 2010): Listing Rules</p> <p>9.8.6 R (for UK incorporated companies) and 9.8.7 R (for overseas incorporated companies) state that in the case of a company that has a Premium listing of equity shares, the following items must be included in its Annual Report and accounts: a statement of how the listed company has applied the Main Principles set out in the UK CG Code, in a manner that would enable shareholders to evaluate how the principles have been applied; a statement as to whether the listed company has complied throughout the accounting period with all relevant provisions set out in the UK CG Code; or not complied throughout the accounting period with all relevant provisions set out in the UK CG Code, and if so, setting out:</p> <p>(i) those provisions, if any, it has not complied with;</p> <p>(ii) in the case of provisions whose requirements are of a continuing nature, the period within which, if any, it did not comply with some or all of those provisions; and</p> <p>(iii) the company's reasons for non-compliance.</p> <p>ASX CODE:</p> <p>Under ASX Listing Rule 4.10.3, companies are required to provide a statement in their Annual Report disclosing the extent to which they have followed the Recommendations in the reporting period. Where companies have not followed all the Recommendations, they must identify the Recommendations that have not been followed and give reasons for not following them. Annual Reporting does not diminish the company's obligation to provide disclosure under ASX Listing Rule 3.1.</p>	Y	<p>Governance Report of the 2019 Annual Report, pages 27-28 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=15)</p> <p>COMPLIANCE TO THE CODE OF CORPORATE GOVERNANCE</p> <p>"The Association, thru the ASEAN Corporate Governance Scorecard (ACGS), adheres to the corporate governance principles of sustainability, accountability, disclosure and transparency in its policies and activities intended for the members, employees, and other stakeholders. We maintained increasing scores every year. For 2019, we scored 71.4 points in the ACGS." "We even participated and showed our full support to the revision of the Code of Corporate Governance for IC-covered corporations (show photo) together with representatives from other sectors/industries under the Insurance Commission. The revised version of the Code aims to uplift governance best practices among all insurance industries..."</p>
D.3. Disclosure of related party transactions (RPT)				
D.3.1	Does the company disclose its policy covering the review and approval of material/significant RPTs?	<p>OECD Principle V: Disclosure and Transparency</p> <p>(A) Disclosure should include, but not limited to, material information on:</p> <p>(5) Related party transactions</p>	Y	<p>Risk Management and Related Party Transaction Committee (RMRPTC) Charter pages 2-3 (https://afpmbai.com.ph/wp-content/uploads/2020/07/Revised_RMRPTC_Charter.pdf#page=2)</p>
D.3.2	Does the company disclose the name of the related party and relationship for each material/significant RPT?	<p>ICGN 2.11.1 Related party transactions</p> <p>The company should disclose details of all material related party transactions in its Annual Report.</p>	Y	<p>Governance Report of the 2019 Annual Report, pages 23 and 31-32 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=16).</p> <p>Risk Management and Related Party Transaction Committee</p> <p>"The Risk Management and Related Party Transactions Committee (RMRPTC) exercised its oversight over Management's efforts in integrating risk management in all business decisions and processes, identifying top risk exposures of the Association, establishing risk appetite, implementing risk mitigation and management, as well as assuring AFPMBAI's compliance with laws, rules and regulations...." REPORT ON MATERIAL RELATED PARTY TRANSACTIONS (RPT)</p> <p>"The Risk Management and Related Party Transactions Committee (RMRPTC), majority of whom are independent trustees, reviews and oversees all material transactions with related parties (directors, officers, and their close family members, shareholders/members, and related interests). Review and reporting of Related Party Transactions (RPTs) are aligned with the appropriate IC Circular and company policies to ensure that there is no conflict of interest and that transactions are conducted fairly and on arms' length basis. The Association submits the required quarterly RPT reports to the Insurance Commission, as well as the Annual Conglomerate Structure with the subsidiary, AFPGEN..."</p>
D.3.3	Does the company disclose the nature and value for each material/significant RPT?		Y	<p>Governance Report of the 2019 Annual Report, pages 23 and 31-32 (https://www.afpmbai.com.ph/afpmbai_ref_materials/2019_%20AFPMBAI_Annual_Report(low).pdf#page=16).</p> <p>Risk Management and Related Party Transaction Committee</p> <p>"The Risk Management and Related Party Transactions Committee (RMRPTC) exercised its oversight over Management's efforts in integrating risk management in all business decisions and processes, identifying top risk exposures of the Association, establishing risk appetite, implementing risk mitigation and management, as well as assuring AFPMBAI's compliance with laws, rules and regulations...." REPORT ON MATERIAL RELATED PARTY TRANSACTIONS (RPT)</p> <p>"The Risk Management and Related Party Transactions Committee (RMRPTC), majority of whom are independent trustees, reviews and oversees all material transactions with related parties (directors, officers, and their close family members, shareholders/members, and related interests). Review and reporting of Related Party Transactions (RPTs) are aligned with the appropriate IC Circular and company policies to ensure that there is no conflict of interest and that transactions are conducted fairly and on arms' length basis. The Association submits the required quarterly RPT reports to the Insurance Commission, as well as the Annual Conglomerate Structure with the subsidiary, AFPGEN..."</p>

D.4 Directors and commissioners dealings in shares of the company			
D.4.1	Does the company disclose trading in the company's shares by insiders?	<p>OECD Principle V (A): (3) Major share ownership and voting rights</p> <p>ICGN 3.5 Employee share dealing Companies should have clear rules regarding any trading by directors and employees in the company's own securities.</p> <p>ICGN 5.5 Share ownership Every company should have and disclose a policy concerning ownership of shares of the company by senior managers and executive directors with the objective of aligning the interests of these key executives with those of shareholders.</p>	Y DEFAULT
D.5 External auditor and Auditor Report			
D.5.1	Are audit fees disclosed?	<p>OECD Principle V (C): An annual audit should be conducted by an independent, competent and qualified, auditor in order to provide an external and objective assurance to the board and shareholders that the financial statements fairly represent the financial position and performance of the company in all material respects.</p>	Y Summary of Minutes of the 11 July 2020 AGM, Page 4 (https://afpmbai.com.ph/wp-content/uploads/2020/07/Summary_of_Minutes_Final.pdf#page=4).
	<i>Where the same audit firm is engaged for both audit and non-audit services</i>	<p>OECD Principle V (D): External auditors should be accountable to the shareholders and owe a duty to the company to exercise due professional care in the conduct of the audit.</p>	
D.5.2	Are the non-audit fees disclosed?		N/A There are no non-audit fee/s because the External Auditor did not render any other service aside from Financial Audit.
D.5.3	Does the non-audit fee exceed the audit fees?	<p>ICGN 6.5 Ethical standards (Audit) The auditors should observe high-quality auditing and ethical standards. To limit the possible risk of possible conflicts of interest, non-audit services and fees paid to auditors for non-audit services should be both approved in advance by the audit committee and disclosed in the Annual Report.</p>	N/A There are no non-audit fee because the External Auditor did not render any other service aside from Financial Audit.
D.6 Medium of communications			
<i>Does the company use the following modes of communication?</i>			
D.6.1	Quarterly reporting	<p>OECD Principle V (E): Channels for disseminating information should provide for equal, timely and cost-efficient access to relevant information by users.</p>	Y "Quarterly publication of the Mutual newsletter"(https://afpmbai.com.ph/acgs/2020/the_mutual_2020.jpg)
D.6.2	Company website		Y "www.afpmbai.com.ph" (https://afpmbai.com.ph)
D.6.3	Analyst's briefing		N/A DEFAULT
D.6.4	Media briefings /press conferences	<p>ICGN 7.1 Transparent and open communication Every company should aspire to transparent and open communication about its aims, its challenges, its achievements and its failures.</p> <p>ICGN 7.2 Timely disclosure Companies should disclose relevant and material information concerning themselves on a timely basis, in particular meeting market guidelines where they exist, so as to allow investors to make informed decisions about the acquisition, ownership obligations and rights, and sales of shares.</p>	Y "PAF Radio Service Interview"(https://www.facebook.com/pafvtv/videos/408601936573237/?vh=e)
D.7 Timely filing/release of annual/financial reports			
D.7.1	Are the audited annual financial report / statement released within 120 days from the financial year end?	<p>OECD Principle V (C)</p> <p>OECD Principle V (E) OECD Principle V-(A).</p>	Y 2019 Audited Financial Statement submitted to BIR within the deadline (https://afpmbai.com.ph/wp-content/uploads/2020/07/2019_Financial_Statement.pdf)
D.7.2	Is the annual report released within 120 days from the financial year end?	<p>ICGN 7.2 Timely disclosure</p> <p>ICGN 7.3 Affirmation of financial statements The board of directors and the corporate officers of the company should affirm at least annually the accuracy of the company's financial statements or financial accounts.</p>	Y 2019 Annual Report posted on the website (https://afpmbai.com.ph/about/governance/)
D.7.3	Is the true and fairness/fair representation of the annual financial statement/reports affirmed by the board of directors/commissioners and/or the relevant officers of the company?		Y 2019 Audited Financial Statement with Statement of Management Responsibility (https://afpmbai.com.ph/wp-content/uploads/2020/07/2019_Financial_Statement.pdf)

D.8 Company website			
<i>Does the company have a website disclosing up-to-date information on the following:</i>			
D.8.1	Business operations	OECD Principle V (A)	Y AFPMBAI website (https://afpmbai.com.ph)
D.8.2	Financial statements/reports (current and prior years)	OECD Principle V (E)	Y 2019 Financial Statement, 2018 FS, 2017 FS (https://afpmbai.com.ph/about/governance/)
D.8.3	Materials provided in briefings to analysts and media	ICGN 7.1 Transparent and open communication	Y News Articles on Website (https://afpmbai.com.ph/news/)
D.8.4	Shareholding structure	ICGN 7.2 Timely disclosure	Y Website screenshot of footer with different branches of service (https://afpmbai.com.ph/acgs/2020/afpmbai_footer.jpg)
D.8.5	Group corporate structure		Y Organizational Structure (https://afpmbai.com.ph/about/management/)
D.8.6	Downloadable annual report		Y Screenshot of Downloadable Annual Report (https://afpmbai.com.ph/acgs/2020/annual_screenshot.jpg)
D.8.7	Notice of AGM and/or EGM		Y Notice of 2020 AGM published in the AFPMBAI Website (https://afpmbai.com.ph/notice-of-annual-general-membership-meeting-2020/)
D.8.8	Minutes of AGM and/or EGM		Y Summary of Minutes of the 2020 AGM (https://afpmbai.com.ph/wp-content/uploads/2020/07/Summary_of_Minutes_Final.pdf)
D.8.9	Company's constitution (company's by-laws, memorandum and articles of association)		Y 2019 Amended Articles of Incorporation (http://afpmbai.com.ph/afpmbai_ref_materials/2019_Amended_Articles_of_Incorporation.pdf) and 2019 Bylaws (http://www.afpmbai.com.ph/afpmbai_ref_materials/2019%20By-Laws.pdf)
D.9 Investor relations			
D.9.1	Does the company disclose the contact details (e.g. telephone, fax, and email) of the officer / office responsible for investor relations?	ICGN 7.1 Transparent and open communication	N/A DEFAULT