COMPANY INFORMATION

Name of Company

SGI PHILIPPINES GENERAL INSURANCE COMPANY, INC.

Address 15/F Citibank Tower, 8741 Paseo de Roxas St., Makati City 1227

Contact Person Ankit Sethi

Designation Treasurer & Senior Manager – Finance & Admin

Telephone number 848-0188

Fax number 752-2200

Email address asethi@sgiphils.com.ph

ATTESTATION:

I attest that, to the best of my knowledge, all information in this assessment is accurate and truthful, and that all supporting documents are adequately provided.

| Ankit Sethi - Treasurer & Senior Manager |
|---|
| Name & Signature of Authorized Company Representative |
| Date: |

CORPORATE GOVERNANCE SCORECARD FOR INSURANCE COMPANIES

| | # | ESSENTIAL STANDARDS | | SELF-ASSESSM | ENT | INFORMATION SOURCE | REMARKS |
|------|--------------------|--|------------|--------------|--|---|--|
| | | | INADEQUATE | ADEQUATE | BETTER | | |
| | | CATEGORIES | | | | | |
| Part | I. RIGHTS | OF SHAREHOLDERS 15% | | | | | |
| 1. | Rights D | Defined | | | | | |
| | 1.01 | The company has allowed shareholders to elect board members individually. | | Yes | | By-laws-Article II, Section 2 | |
| | 1.02 | The election of the members of the board is conducted annually. | | Yes | | By-laws-Article II, Section 2 | |
| 2. | Quality of Meeting | f Minutes of the Annual General Membership | | | | | |
| | 2.01 | The minutes includes voting method and vote counting system as agreed and declared before the meeting begins. | No | | | | Voting is done in an open voting |
| | 2.02 | The minutes includes Issues and Motions raised during the meeting. | | Yes | The minutes provides sufficient details of the issues taken up and the motions raised during the meeting | Minutes of Annual Stockholders Meeting | |
| | 2.03 | The minutes includes corporate acts which were disapproved by the stockholders. | No | | | | No corporate acts were disapproved by the stockholders |
| | 2.04 | The minutes has a record that there was an opportunity allowing all shareholders to ask questions/raise issues in the past year. | No | | | | No material questions raised by the shareholders |
| | 2.05 | There is a record of shareholders questions and corresponding answers from directors/managers during the meeting. | None | | | | No material questions raised by the shareholders |

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| | | | | | |
| | | The minutes of the meeting includes resolutions | ., | | Minutes of Annual Stockholders |
| | 2.06 | arrived at during the meeting. | Yes | | Meeting |
| | Attondon | as of the Board Chairman CEO Committee | | | |
| 3. | | ce of the Board Chairman, CEO, Committee | | | |
| ٥. | Chairmai | , and individual Directors | | | |
| | | The Chairman of the Board attended the last | Yes | | Minutes of Annual Stockholders |
| | 3.01 | AGM. | | | Meeting |
| | | | | | |
| | | | | | |
| | | The CEO/Managing Director attended the last | | | Minutes of Annual Stockholders |
| | 3.02 | AGM. | Yes | | Meeting |
| | | | | | - |
| | | The Chairman of the Audit Committee the last | | | Minutes of Annual Stockholders |
| | 3.03 | AGM. | Yes | | Meeting |
| | | The Chairman of the | | | |
| | | Compensation/Remuneration/Governance | | | Minutes of Annual Stockholders |
| | 3.04 | Committee attended the last AGM. | Yes | | Meeting |
| | | The Chairman of the Nomination Committee | | | Minutes of Annual Stockholders |
| | 3.05 | attended the last AGM. | Yes | | Meeting |
| | | | | | |
| | | | | | |
| | | The company reported board and committee | | | |
| | 3.06 | meeting attendance of all directors. | Yes | | |
| | , | ' | | 1 | , |
| 4. | Election/l | Re-elections | | | |
| | | | | Election is conducted | |
| | | All directors/trustees have been subjected to the | | Annually and | |
| | | process of election by the shareholders/members | | whenever a vacancy | Minutes of Annual Stockholders |
| | 4.01 | at the AGM meeting following their nomination. | Yes | occurs | Meeting |
| | | The directors/trustees have been elected for a | | | Py Java Artiala II. Saction 2 |
| | | specified term and removed in accordance with the Corporation Code of the Philippines and By- | | | By-laws-Article II, Section 2 and Minutes of Annual |
| | 4.02 | laws. | Yes | | Stockholders Meeting |
| | 7.02 | The Board has informed the | 163 | | Clockholders Meeting |
| | | shareholders/members in a resolution to elect a | | | |
| | | non-executive director/trustee and the reason why | | | Minutes of Annual Stockholders |
| | 4.03 | they should be elected. | Yes | | Meeting |
| | | | | | |

| 5 | For the same class of shares, the principle of "one share one vote" applies. | Yes | The stockholder votes in person or by proxy and may cumulate his votes and give them all to one candidate of his choice. And this should be disclosed in the voting method and counting of votes. | By-laws-Article I, Section 5 and Minutes of Annual Stockholders Meeting | |
|----|--|-----|---|---|--|
| 6 | The company has mechanism that allows minority shareholders/members to influence board composition. It may be by cumulative voting or explicitly allowing minority shareholders/members to influence the nomination of independent directors/trustees. | Yes | Company by-laws or rules allow minority shareholders to nominate independent directors. | By-laws-Article I, Section 5 and Minutes of Annual Stockholders Meeting | |
| 7 | The notice to shareholders/members specifies the documents required to exercise proxy voting. | Yes | The Corporate Secretary remains accessible to assist shareholder who may exercise proxy during voting | By-laws-Article I, Section 5 and Notice of Stockholders Meeting | |
| 8 | The company sends out notice of general stockholders' meetings in accordance with Corporation Code and By-Laws. | Yes | Compliance with By- laws and Corporation Code | By-laws-Article I, Section 3 and Notice of Stockholders Meeting | |
| 9 | The company has established a policy or guideline to prevent the use of material inside information and inform all employees, management, and board members of the same. | Yes | | Employees Code of Conduct | |
| 10 | The Company has a policy on conflict of interest and related-party transactions. | Yes | The Company has a written Code of Conduct which severely deals with Conflict of Interest and related-party transaction. | Employees Code of Conduct | |

| 11 | | The company addresses the safety and welfare of its employees. | Yes | Comprehensive coverage better than what the law/regulations provide | Retirement Plan/Group Medical/Life and Accident Insurance Coverages | |
|------|------------|---|-----|---|---|---------------------------------|
| 12 | | The company provides long-term employee incentive plan linked to shareholder value creation, to employees. | No | | | Only those mentioned in item 11 |
| 13 | | The company provides a retirement plan/fund or its equivalent for its employees. | Yes | Provides better benefits on top of minimum required by law | Retirement Plan | |
| 14 | | The company provides a continuing training program for its employees. | Yes | All employees have their own respective programs identified | Employee Training Program | |
| 15 | | The company explicitly mentions its obligations to its customers and how these are being addressed, in its public communications/corporate documents. | Yes | . • | Company Mission/Vision/Values | |
| 16 | | The company provides programs to address its obligations to society and / or the community in its corporate papers. | No | | | Under study |
| Part | IV. DISCLO | OSURE AND TRANSPARENCY 30% | | | | |
| 17 | | The Company has a transparent ownership structure. There is an adequate public information on the company's ownership structure | Yes | | | |
| | 17.01 | Breakdown of shareholdings | Yes | | Annual Report/SEC Report/General Information Sheet | |
| | 17.02 | Identify beneficial ownership. | Yes | | Annual Report/SEC Report/General Information Sheet | |
| | 17.03 | The directors/trustees' shareholdings are disclosed. | Yes | Individually | Annual Report/SEC Report/General Information Sheet | |
| | 17.04 | The management shareholdings are disclosed. | Yes | Individually | Annual Report/SEC Report/General Information Sheet | |
| | 17.05 | Board member's background | Yes | | General Information Sheet / Company Website | |

| | 17.06 | Identification of Independent directors/trustees | Yes | Identification shows name, position, education, experience and shareholding | Identified through board resolution | |
|----|-------|--|-----|---|-------------------------------------|--|
| | | The company's Annual Report includes: a) the operation and various decisions made by the board; b) Identification of chairman, vice chairman, independent directors, as well as chairmen and members of the nomination, audit and remuneration committees; c) disclosure of the chairman's other significant commitments; d) number of meetings of the board and its committees as well as the attendance of their members as required by IC Corporate Governance Principles and Leading Practices | | | | |
| 18 | | (CGPLP). | Yes | | Annual Report | |
| 19 | | The minutes of board meetings reflects all issues and concerns taken up during the meeting as required under the IC Corporate Governance Principles and Leading Practices (CGPLP). | Yes | | Minutes of board meetings | |
| 20 | | The election of members of the Board is based on their qualification, merit, "fit and proper" rule test and other objective criteria. | Yes | | | |
| 21 | | There was a careful deliberation and consideration to ensure that all nominees/elected Board members have enough time for the job | Yes | The evaluation of Board Members affiliation with other companies, active employment, and professional engagement includes time spent by each member in discharging his duties as director | | |
| 22 | | There is an established succession plan for the Board and for Senior Management to ensure the presence/ maintenance of a balance of appropriate skills and experience within the Board and the Company. | Yes | An evaluation of the composition of the Board is made annually to ensure diversity of skills and experience | | |

| 23 | | The company discloses its pending legal tax proceedings, tax assessment notices and voluntary assessment program availments. | | Yes | There is adequate disclosure to allow interested parties to assess the risk related to the Company's tax liabilities | | |
|----|-------|--|----|---|--|----------------------------|---|
| 24 | | Related party transactions are conducted in a manner at least comparable to the normal commercial practices to safeguard the best interest of the Company, its Policyholders, Creditors, and Claimants pursuant to provisions of Title 20 Chapter 3 of the Insurance Code. | No | | | | There was no related party transactions for the year under evaluation |
| 25 | | Related Party Transactions had been disclosed fully to the Board and prior board approval had been obtained for related party transactions that are material in nature. | No | | | | There was no related party transactions for the year under evaluation |
| 26 | | The officers and directors have not been engaged in any unfair or deceptive act or conduct constituting unfair trade practices. | | No record of unfair or deceptive act | | IC records and SEC records | |
| 27 | | The Company has not committed or performed as a general business practice unfair claims settlement practices as defined under Section 241 of the Insurance Code. | | Not found by IC to have committed any unfair claim settlement during the past 12 months | | | |
| 28 | | Board Remuneration | | | | | |
| | 28.01 | The levels of remuneration have been sufficient to attract and retain the quality of directors/trustees in running the company successfully. | No | | | | Minimal director Fees |

| | 28.02 | A significant proportion of executive directors remuneration has been structured, written as a matter of policy, so as to link rewards to corporate and individual performances. | No | | | Only director fees and transportation allowance |
|----|-------|---|----|-----|---|---|
| | 28.03 | The level of remuneration of non-executive directors has reflected experiences, responsibilities, time commitment, and performances. | No | | | Same director fees for all directors |
| | 28.04 | There has been a formal and transparent procedure for developing policy on executive remuneration and for fixing the remuneration packages of individual directors/trustees. | No | | | As approved per recommendation |
| | 28.05 | There is no director/trustee involved in deciding his or her own remunerations. | No | | | Same director fees for all directors |
| | 28.06 | A clear, concise and understandable disclosure of compensation of an executive officer for the previous fiscal year and the ensuing year has been provided for in the annual report of the company. | | Yes | | |
| | 20.00 | company. | | 165 | | |
| 29 | | The Directors possess the following criteria: | | | | |
| | 29.01 | a. They are at least 25 years old and should have the necessary skills, competence and experience, in terms of management capabilities preferably in the field of insurance or insurance-related disciplines. | | Yes | General Information Sheet / curriculum vitae of the director | |

| | 29.02 | b. They are persons of integrity and credibility | Yes | General Information Sheet / curriculum vitae of the director | |
|----|-------|---|-----|---|--|
| | 29.03 | e. Attended a special seminar on corporate governance conducted by a training provider accredited by the IC | Yes | | Attendance for the seminar is still being arranged for directors appointed recently. |
| 30 | | The independent Director possesses all the qualifications and none of the disqualifications provided in the IC CGPLP. Changes in circumstances are immediately disclosed. | Yes | General Information Sheet / curriculum vitae of the director | |
| 31 | | A director does not possess any of the permanent disqualifications provided in the IC CGPLP. Changes in circumstances are immediately disclosed. | Yes | General Information Sheet / curriculum vitae of the director | |
| 32 | | No Director possesses any of the temporary disqualifications as provided in the IC CGPLP | Yes | General Information Sheet / curriculum vitae of the director | |
| 33 | | Internal Audit | | | |

| | 33.01 | The company has an independent internal audit which reports to the Audit Committee and the Board. | No | | | | Under organization |
|----|-------|---|----|-----|---|-------------------------------|--|
| | 33.02 | The internal audit function provides an independent evaluation of the internal control processes of the company. | | Yes | | | |
| 34 | | The company performs an annual audit using IC accredited external auditors and IC guidelines. | | Yes | | Independent Auditor's Report | Teodoro Santa Maria Canlas & CoCPAs |
| 35 | | The required financial report was disclosed / submitted to IC in a timely manner during the past year. | | Yes | Independent Auditor's Report and Quarterly Financial statement filed with IC | | |
| 36 | | There are NO accounting qualifications in the audited financial statements apart from the Qualification on Uncertainty of Situation. | | Yes | | Independent Auditor's Report | |
| 37 | | The Board has a timely and accurate disclosure on all material matters including the financial condition, performance, ownership and governance of the corporation. | | Yes | | Minutes of Management Meeting | |
| 38 | | All the stakeholders concerned had been provided with a fair and timely cost-efficient access to financial and/or other relevant information, e.g. shareholders; policyholders; creditors; and claimants. | | Yes | | Independent Auditor's Report | |

| 39 | | The Board and Senior Management are receiving regular reports on all key aspects of the operation of the corporation, in order to provide a sound basis for assessment in identifying real and potential problems and formulating appropriate policies and strategies thereof. | Yes | | Minutes of the Board Meeting and MANCOM | |
|------|------------|---|--|--|--|--|
| Part | t V. BOARD | RESPONSIBILITY | | | | |
| 40 | | The company has adopted its own Corporate Governance principles/practices/policies/ manual that clearly describe its value system and management/board responsibilities taking into account the interest of the stockholders. This is being evaluated using 2 criteria (1) board responsibilities are clearly stated; and (2) the corporate governance policy, as approved by the Board, is clearly disclosed to the employees. | Yes, approved by the board/management and disclosed to employees | | | Based on standard IC CGPLP provided |
| 41 | | The company has provided a code of ethics/business conduct for all directors/trustees and employees to be followed by them. | Yes | Company has a code of ethics/business conduct being followed by all directors/trustees, officers and employees | Company code of conduct Already submitted to IC | · |
| 42 | | The company has clearly distinguished the roles and responsibilities of the board and management. | Yes | | | Company Standard Policies |
| 43 | | The company has clear and progressive corporate vision/mission/values. | Yes | In addition to the foregoing, vision/mission/values are effectively communicated to other stakeholders | Company Mission/Vision/Values Already submitted to IC | |

| 44 | | Responsibilities of the Board: | | | | | |
|----|-------|---|----|-----|---------------|------------------------------|--|
| | 44.01 | The Board meets regularly to discharge its duties and functions as required by the By-Laws and IC CGPLP. | | Yes | | | |
| | 44.02 | What is the attendance performance of the board members during the past 12 months? | | | More than 80% | Minutes of the Board Meeting | |
| | 44.03 | The company provides a risk management policy to ensure effective risk management. | | Yes | | | Communicated in the Employees Training Program |
| | 44.04 | The company has arranged appropriate insurance cover for all directors in relation to their performance of their functions as required under IC CGPLP. | No | | | | Under process |
| | 44.05 | The company designates an officer responsible for ensuring compliance with corporate governance code of policies, and for periodic review of the policies. | | Yes | | | As early as the inception of the corporate governance requirements |
| | 44.06 | The Chairman has been responsible for ensuring that the directors/trustees receive accurate, timely, and complete information. There is an effective line of communication between the chairman and the members of the board. | | Yes | | Minutes of the Board Meeting | |

| 44.07 | The Chairman has ensured that the company provides orientation program for new recruits to the Board and that the directors continually update their skills, knowledge and familiarity with the company's goals and objectives and that necessary resources are provided in order for the directors to fulfil their role on the Board and/or Board Committees | Yes | Informal orientation for new recruits to the Board |
|-------|---|-----|---|
| 44.08 | The Corporate Secretary has provided advice and services to the directors / trustee to ensure that directors are duly informed on matters of governance and board procedures are complied with. Corporate Secretary is accessible to all members of the Board. | Yes | Informal orientation for new recruits to the Board |
| 44.09 | The Board has reviewed and adopted the company's strategic plans as required under IC CGPLP. Such review is documented and used as basis for the company's adoption of its strategic plans. | Yes | Being discussed during regular meetings |
| 44.10 | The Board oversees the proper conduct of the company's business to ensure proper management and fair and equitable dealings with the policyholders, claimants and creditors as required under IC CGPLP. | Yes | Being discussed during regular meetings |
| 44.11 | The Board has identified and implemented the appropriate risk management systems for the company as required under IC CGPLP. | Yes | Being discussed during regular meetings |
| 44.12 | The Board has approved corporate polices in relation to the core areas of operations of the Company. Such approval of the Corporate Policies by the Board is reflected in the minutes of the Board Meeting and circulated to Management | Yes | Any corporate policies approved during the meeting are immediately communicated to Management |

| 44.1 | The Board has adopted plans for succession, appointment, training and compensation packages for all personnel consistent with the interest of the stakeholders as required under IC CGPLP. | Yes | Any recommendation for said purposes are approved by the Board |
|------|--|-----|--|
| 44.1 | The Board has adopted shareholders/members' communication policies for the Company as required under IC CGPLP. | Yes | Standard company policy to communicate to the Pres. and then to the Board |
| 44.1 | The Board has reviewed the internal control systems and management information systems of the company as required under IC CGPLP. | Yes | As recommended by Independent Auditor's |
| 44.1 | The Board has selected and appointed qualified officers to administer its insurance affairs in the course of its business adopting the fit and proper standard as required under IC CGPLP. | Yes | The Board approve upon the recommendation of the President |
| 44.1 | The Board has reviewed and approved material transactions not in the course of the Company's | No | No transactions of such nature |

| | 44.18 | The Board has established a system of checks and balances on the Board as well as its members as required under IC CGPLP. | | Yes | General Information Sheet | |
|----|-------|--|-----|--|--|---|
| | 44.19 | The Board has placed an appropriate reporting system in order for the Board to monitor and assess the performance of the Company as required under IC CGPLP. | Yes | | | Performance report is being forwarded to the Board by the management |
| | 44.20 | The Board has presented all its members and shareholders/members a balanced and understandable assessment of the Company's performance and financial condition as required under IC CGPLP. | | Such assessment is done on a timely basis and the results thereof are mentioned in the Annual Report | Audited Financial Statements and Annual Report submitted to IC | |
| 45 | | Constitution of an Effective Board | | | | |
| | 45.01 | The number of board directors/trustees in the company is within the required range (at least 5 but not more than 15) as required under IC CGPLP. | Yes | | General Information Sheet / By laws | |
| | 45.02 | There are at least two (2) independent directors/trustees in the board as required under IC CGPLP. | Yes | | General Information Sheet / By laws | |
| | 45.03 | There is a balance in the number of executive directors and non-executive directors to ensure that no particular group dominates the Board's decision-making as required under IC CGPLP. | Yes | | General Information Sheet | |
| | 45.04 | The roles of the Chairman and the Chief Executive Officer are separate to ensure an appropriate balance of power, increased accountability and greater independence in decision-making as required under IC CGPLP. | Yes | | General Information Sheet | |

| | 45.05 | The meetings of the Board Committees (such as the Nomination, Audit and Remuneration Committees) are attended only by its members and invited resource persons as required under IC CGPLP. | Yes | | As required by IC CGPLP |
|----|-------|---|-----|--|------------------------------------|
| 46 | | Profile/Qualifications of Chairman and members | | | |
| | 46.01 | The Chairman is a non-executive director/trustee to avoid conflict of interest. | Yes | As indicated in the Annual Report submitted to IC | |
| | 46.02 | The Board constitutes committees with independent members, including Nomination, Audit and Remuneration Committees or their equivalents as they have critical functions and are deemed to exercise independent judgement. | Yes | | As required by IC CGPLP |
| | 46.03 | Each of the committees such as Nomination, Audit and Remuneration, has its own charter, wherein its roles, responsibilities and objectives are clearly set out. | No | | Being prepared |
| 47 | | Nomination Committee | | | |
| | 47.01 | It is composed of 3 members, one of whom is an independent director. | Yes | | |
| | 47.02 | It has reviewed and evaluated the qualifications of all persons nominated to the board as well as those nominated to other positions requiring appointment by the Board. | Yes | | This is an SOP in every nomination |
| | 47.03 | It has prepared job specifications for the position of Chairman, including an assessment of the time commitment expected of him recognizing the need for his availability in the event of crisis. | Yes | The qualifications of the nominees for Chairman are matched against the prepared job specification. And in particular his time | |

| | | | | commitment to serve | | |
|-----|-------|--|-----|---------------------|------------------------------|-------------------------------|
| | | | | the company | | |
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| | | Other significant commitments outside the | | | | |
| | | company of the Chairman have been disclosed to | | | | |
| | | the Board before election and have been included | | | | |
| | | in the company's annual report. Any change | | | | |
| | | thereof has been reported to the Board and | | | | |
| | 47.04 | included in the next annual report. | Yes | | | |
| | | | | | | |
| | | The Independent directors have opportunity to | | | | |
| | 47.05 | meet and do what is expected of them. | Yes | | Minutes of the Board Meeting | |
| | | · | | | | |
| | | Other significant committee out of the man even subject | | | | |
| | | Other significant commitment of the non-executive directors has been disclosed to the Board before | | | | |
| | | appointments, indicating if they have sufficient | | | | |
| | 47.06 | time for the Company. | Yes | | | |
| | 47.00 | une for the company. | 103 | | | |
| | | | | | | |
| | | The Nomination Committee has fully considered | | | | |
| | | the guidelines in the determination of the number | | | | |
| 4.0 | | of directorships for the Board as prescribed in the | | | | As prescribed in the IC |
| 48 | | IC CGPLP | Yes | | | CGPLP |
| 49 | | The Audit Committee | | | | |
| | | It is comprised of independent directors/trustees, | | | | |
| | 49.01 | preferably with accounting and finance | Yes | | | A - managaile and in the LO |
| | | experience. | | | | As prescribed in the IC CGPLP |
| | | · | | | | CGPLP |
| | | | | | | |
| | | | | | | |
| | 49.02 | It provides oversight of the company's internal | Yes | | | |
| | 49.02 | and external auditors. | res | | | |
| | | | | | | |
| | | | | | | As prescribed by IC |
| | | | | | | CGPLP |

| | 49.03 | It is responsible for the setting up of an internal audit department, and the appointment of internal auditors as well as of independent external auditors. | Yes | As prescribed by IC CGPLP |
|----|-------|--|-----|---------------------------|
| | 49.04 | It monitors and evaluates the adequacy and effectiveness of the internal control system of the company. | Yes | As prescribed by IC CGPLP |
| 50 | | The Remuneration/Compensation Committee | | |
| | 50.01 | It is composed of at least 3 members, 1 of whom is an independent director. | Yes | |
| | 50.02 | It judges or makes plans where to position the company relative to other companies, but with caution in view of the risk of an upward trend of the level of remuneration with no corresponding improvement in performance. | Yes | |
| | 50.03 | It recommends and monitors the level and structure of salaries including remunerations for senior management, as defined by the Board (normally includes first level management below Board level). | Yes | |
| 51 | | Multiple Boards Seats | | |
| | 51.01 | The Directors, executive and non-executive, had submitted themselves to a low indicative limit on membership in other corporate boards or those who serve full time in other corporations. | Yes | |
| | 51.02 | The indicative limits on membership in other corporate boards are being observed by the executive directors, independent non-executive directors and non-executive directors. | Yes | As prescribed by IC CGPLP |

| | 51.03 | If the above indicative limits are not observed, the number of directorships in other corporate boards is not adversely affecting or compromising the capacity of directors concerned to perform their duties diligently. | | Yes | As shown in their attendance in every board meeting. |
|----|----------|---|----|-----|--|
| 52 | | Performance Evaluation | | | |
| | 52.01 | The board conducts an annual self-assessment of their performance. | | Yes | As required by IC CGPLP |
| | 52.02 | The Board has undertaken a formal and rigorous annual evaluation of its committees. | | Yes | As required by IC CGPLP |
| | 52.03 | The Board conducts an annual performance assessment of the CEO/President. | | Yes | As required by IC CGPLP |
| | 53.04 | The performance evaluation by the Chairman has been conducted by the non-executive directors/trustees, taking into account the views of the executive directors/trustees. | | Yes | As required by IC CGPLP |
| | 52.05 | The Chairman has acted on the results of the performance evaluation made | | Yes | As required by IC CGPLP |
| 53 | | BOARD COMMITTEES | | | |
| | 53.01 | Charter / Role and responsibilities (Is there a charter / policies where committee roles and responsibilities are defined?) | | | |
| | 53.01.01 | i) Audit Committee | No | | Being prepared |
| | 53.01.02 | ii) Compensation / Remuneration Committee | No | | Being prepared |
| | 53.01.03 | iii) Nomination Committee | No | | Being prepared |
| | 53.02 | Profile / Qualifications | | | |

| | 53.02.01 | i) Audit Committee | Yes | | Company Website / curriculum vitae submitted to IC | |
|----|----------|---|-----|---|--|--------------------------------|
| | 53.02.02 | ii) Compensation / Remuneration Committee | Yes | | Company Website / curriculum vitae submitted to IC | |
| | 53.02.03 | iii) Nomination Committee | Yes | | Company Website / curriculum vitae submitted to IC | |
| | 53.03 | Meeting Attendance (Has any meeting of the Committee been cancelled due to lack of quorum?) | | | | |
| | 53.03.01 | i) Audit Committee | | No committee meeting has been cancelled | | |
| | 53.03.02 | ii) Compensation / Remuneration Committee | | No committee meeting has been cancelled No committee | | |
| | 53.03.03 | iii) Nomination Committee | | meeting has been cancelled | | |
| 54 | | INTERNAL CONTROL AND RISK MANAGEMENT | | | | |
| | 54.01 | The Board ensures that an effective system of control is in place to safeguard the corporation's assets. | Yes | | | As required by the IC CGPLP |
| | 54.02 | Major risks facing the corporation and the approach taken by management in dealing with these risks had been reported to the Board. | Yes | | | As required by the IC CGPLP |
| | 54.03 | The Board ensures that reports accurately reflect the financial condition and the results of corporate operations. | Yes | | | As required by the IC CGPLP |

| | 54.04 | The Board regularly reviews the company's risk management system of securing adherence to key internal policies as well as to significant laws and regulations that apply to it. | Yes | | ired by the IC |
|----|-------|--|-----|--------|-----------------------|
| | 54.05 | An effective and comprehensive internal audit of the corporation's internal control system has been carried out by independent and competent staff. | Yes | | quired by IC CGPLP |
| | 54.06 | Audit findings and recommendations are reported to the Board and the senior management level of the corporation. | Yes | As red | quired by IC GPLP |
| 55 | | AUDIT COMMITMENT AND AUDITORS | | | |
| | 55.01 | The Board has established an Audit Committee and Internal Audit Office. | Yes | | quired by IC CGPLP |
| | 55.02 | The Internal Audit functions are independent of the activities they audit and has performed its duties with impartiality and due professional care. | Yes | | quired by IC CGPLP |
| | 55.03 | The Board or Audit Committee has determined the directors of the Internal Audit. | Yes | | quired by IC CGPLP |
| | 55.04 | The Audit Committee has elevated to international standards the accounting and auditing processes, practices and methodologies. | Yes | As rec | quired by IC CGPLP |

| | 55.05 | The Audit Committee has developed a definitive timetable within which the company's accounting system will be 100% compliant with International Accounting Standards. | Yes | | As required by IC CGPLP |
|----|-------|--|-----|------------------------------------|---|
| | 55.06 | The Audit Committee has furnished an accountability statement that will specifically identify officers/personnel directly responsible for the accomplishment of the aforesaid timetable. | Yes | | As required by IC CGPLP |
| | 55.07 | Corporate Independence is maintained so as not to compromise the interests of policyholders and other stakeholders. | Yes | | As required by IC CGPLP |
| | 55.08 | The Board ensures the Company's compliance with the provisions of the Insurance Code on Holding Companies. | Yes | | As required by IC CGPLP |
| 56 | | The Companies and Intermediaries have committed themselves to the principles and leading practices contained in the code of Corporate Governance. | | | |
| | 56.01 | a. The company has undertaken every effort necessary to create awareness within the organization. | Yes | | As required by IC CGPLP |
| | 56.02 | b. The company has designated a compliance officer holding a position of at least VP or its equivalent and directly reporting to the board | Yes | | As required by IC CGPLP. Company's Treasurer is designated as Compliance officer. |
| | 56.03 | c. Timely submission of Scorecard | | Reviewed by the Audit Committee | As required by IC CGPLP |

| 57 | Attendance on Corporate Governance Seminar | | | |
|-----|--|----|-----|--|
| 57. | All board members had participated in the training on Corporate Governance to fully understand their duties and responsibilities. | | Yes | Attendance for the seminar is still being arranged for directors appointed recently. |
| 57. | The senior management or executives with the rank of VP and up had participated in the training on Corporate Governance to fully understand their duties and responsibilities. | No | | |