

Company Name: Financial Year: Sector:		Philippine AXA Life Insurance Corporation 2014 Insurance		Class 3	
	OECD Principle	Yes / No	Reference/Source Document	Links	
B Equitable Treatment of Shareholders					
B.1 Shares and voting rights					
B.1.1	Do the company's ordinary or common shares have one vote for one share?	Y	Default		
B.1.2	Where the company has more than one class of shares, does the company publicize the voting rights attached to each class of shares (e.g. through its company website / reports/ the stock exchange/ the regulator's website)?	Y	Default		
B.2 Notice of AGM					
B.2.1	Does each resolution in the most recent AGM deal with only one item, i.e., there is no bundling of several items into the same resolution?	Y	Notice of 2014 Annual Stockholders Meeting	https://new-axa-prod.s3.amazonaws.com/axa-com-ph/2021/15-506-460e-8f8b-22864422e1a-9e1qjnavj.pdf	
B.2.2	Are the company's notice of the most recent AGM/circulars fully translated into English and published on the same date as the local language version?	Y	Notice of 2014 Annual Stockholders Meeting	https://new-axa-prod.s3.amazonaws.com/axa-com-ph/2021/15-506-460e-8f8b-22864422e1a-9e1qjnavj.pdf	
Does the notice of AGM/circulars have the following details:					
B.2.3	Are the profiles of director/commissioners (at least age, qualifications, date of first appointment, experience, and directorships in other listed companies) in seeking election/re-election included?	N/A			
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B.2.4	Are the auditors seeking appointment/re-appointment clearly identified?	Y	* Corporate Governance Manual (page 17, 44.3)	https://axa.com.ph/cdn-axa-content/118112.eu/axa-com-ph/21/15-506-460e-8f8b-22864422e1a-9e1qjnavj.pdf	
B.2.5	Has an explanation of the dividend policy been provided?	Y	By-Laws (Article I, Section 5) * Corporate Governance Scorecard (Appendix 2)	https://axa.com.ph/cdn-axa-content/118112.eu/axa-com-ph/21/15-506-460e-8f8b-22864422e1a-9e1qjnavj.pdf	
B.2.6	Is the amount payable for final dividends disclosed?	N/A			
B.2.7	Were the proxy documents made easily available?	Y	Notice of 2014 Annual Stockholders Meeting	https://new-axa-prod.s3.amazonaws.com/axa-com-ph/2021/15-506-460e-8f8b-22864422e1a-9e1qjnavj.pdf	
B.3 Insider trading and abusive self-dealing should be prohibited.					
B.3.1	Does the company have policies and/or rules prohibiting directors/commissioners and employees to benefit from knowledge which is not generally available to the market?	Y	Default		
B.3.2	Are the directors and commissioners required to report their dealings in company shares within 3 business days?	N/A			
B.4 Related party transactions by directors and key executives.					
B Equitable Treatment of Shareholders					
B.4.1	Does the company have a policy requiring directors/commissioners to disclose their interest in transactions and any other conflicts of interest?	Y	Default		
B.4.2	Does the company have a policy requiring a committee of independent directors/commissioners to review material/significant RPTs to determine whether they are in the best interests of the company and if so to determine what terms are fair?	Y	* Corporate Governance Manual (Appendix I, page 5) * By-Laws (Article II, Section 8)	https://axa.com.ph/cdn-axa-content/118112.eu/axa-com-ph/21/15-506-460e-8f8b-22864422e1a-9e1qjnavj.pdf	
B.4.3	Does the company have a policy requiring board members (director/commissioners) to abstain from participating in the board discussion of the related party transactions?	Y	Default		
B.4.4	Does the company have policies on loans to directors and commissioners other than forbidding this practice or ensuring that they are being conducted at arm's length basis and at market rates.	Y	Default		
B.5 Protecting minority shareholders from abusive actions					
B.5.1	Were there any RPTs that can be classified as financial assistance to entities other than wholly-owned subsidiary companies?	N			
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B.5.2	Does the company disclose that RPTs are conducted in such a way to ensure that they are fair and at arms' length?	Y	Corporate Governance Manual (Appendix 2)	https://www.com-gh.com/contexto-118112.eu/esa-com-ph57d3ba1675-8999-4d72-910e-6ba300236728_3.pdf
	<p>ICGN 2.1.1. Related party transactions Companies should have a process for reviewing and monitoring any related party transaction. A committee of independent directors should review significant related party transactions to determine whether they are in the best interests of the company and if so to determine what terms are fair.</p> <p>ICGN 2.1.1.2 Director conflicts of interest Companies should have a process for identifying and managing conflicts of interest directors may have. If a director has an interest in a matter under consideration by the board, then the director should not participate in those discussions and the board should follow any further appropriate processes. Individual directors should be conscious of shareholder and public perceptions and seek to avoid situations where there might be an appearance of a conflict of interest.</p> <p>ICGN 8.5 Shareholder rights of action Shareholders should be afforded rights of action and remedies which are readily accessible in order to redress conduct of company which treats them irregularly. Minority shareholders should be afforded protection and remedies against abusive or oppressive conduct.</p>			