

Country Philippines
Name BDO Insurance Brokers, Inc.
StockCode
Expert Name 0
Sector Insurance Brokers
Year 2013
Date of Financial Year En 31/12/2013

		Source Document/ Location of Information	Yes / No	Point	REMARKS
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?	Corporate Governance Manual/Section V. Shareholders Benefits	Y	1	
B.1.2	Where the company has more than one class of shares, does the company publicise the voting rights attached to each class of shares (e.g. through the company website / reports/ the stock exchange/ the regulator's website)?		N/A	0	BDOIBI is 100% owned by BDO Unibank Inc.
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?	Notice of Annual Stockholders Meeting and Minutes of Annual Stockholders Meeting	Y	1	
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?	Notice of Annual Stockholders Meeting	Y	1	
	Does the notice of AGM/circulars have the following details:				
B.2.3	Are the profiles of directors/commissioners (at least age, qualification, date of first appointment, experience, and directorships in other listed companies) in seeking election/re-election included?	Notice of Annual Stockholders Meeting	N	0	
B.2.4	Are the auditors seeking appointment/re-appointment clearly identified?	Corporate Governance Manual/External Auditor	Y	1	The appointment of an external auditor shall be rotated or the handling partner changed every five (5) years

B.2.5	Has an explanation of the dividend policy been provided?		N	0	
B.2.6	Is the amount payable for final dividends disclosed?		N	0	
B.2.7	Documents required to be proxy/ Were the proxy documents made easily available?	Notice of Annual Stockholders Meeting	Y	1	
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?	Personal Trading Policy	Y	1	We follow the Parent Bank Personal Trading Policy
B.3.2	Are the directors and commissioners required to report their dealings in company shares within 3 business days ?	Personal Trading Policy	Y	1	We follow the Parent Bank Personal Trading Policy
B.4	Related party transactions by directors and key executives.				
B.4.1	Are directors and commissioners required to disclose their interest in transactions and any other conflicts of interest?	Corporate Governance Manual/Section IV. Disclosure and Transparency	Y	1	
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?		N	0	To be complied in 2013

B.4.3	Does the company have a policy requiring board members (directors/commissioners) to abstain from participating in the board discussion on a particular agenda when they are conflicted?		N	0	To be complied in 2013
B.4.4	Does the company have policies on loans to directors and commissioners either forbidding this practice or ensuring that they are being conducted at arm's length basis and at market rates.	Service Level Agreement and Email Notification	Y	1	All loans was centralized with BDO Unibank-parent company

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/A	0	BDOIBI is 100% owned by BDO Unibank Inc.
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?		N/A	0	BDOIBI is 100% owned by BDO Unibank Inc.