

Country	Philippines		
PLCName	AsianLife and General Assurance Corporation		
StockCode			
Expert Name			
Sector	Insurance		
Year	2014		
Date of Financial Year End			
		Yes / No	Source Document/ Location of Information
B	Equitable Treatment of Shareholders		
B1	Shares and voting rights		
B11	Do the company's ordinary or common shares have one vote for one share?	Y	The Company's stockholders are entitled to one (1) vote for each share of stock registered and standing in his name in the books of the corporation. * Amended By-Laws
B12	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)?	Y	In case where the Company has more than one class of shares, the Company undertakes to publicize the voting rights attached to each class of shares in accordance with law. To date, the Company has only one class of common shares. * General Information Sheet * Amended Articles of Incorporation * Amended By-Laws
B2	Notice of AGM		

B21	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	There is no bundling of several items in the same resolution. Each item requiring stockholders' approval is contained in and separately covered by different resolutions as may be necessary. * Minutes of the Shareholders' Meeting
B22	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	The Company's notice of the most recent Annual General Meeting is written in the English language. * Minutes of the Shareholders' Meeting
	Does the notice of AGM/circulars have the following details:		
B23	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?	Y	The Company's Annual Report discloses the profiles of its directors and officers seeking re-election. * Annual Report
B24	Are the auditors seeking appointment/re-appointment clearly identified?	Y	The Auditors seeking appointment or re-appointment are clearly identified in the Annual Stockholders' Meeting. * Minutes of the Shareholders' Meeting
B25	Has an explanation of the dividend policy been provided?	Y	This item is explained and disclosed in the Company's Annual Report & Audited Financial Statement. * Annual Report * Audited Financial Statement

B26	Is the amount payable for final dividends disclosed?	Y	When applicable, the amount payable for final dividends is disclosed in the Audited Financial Report and reflected in the Company's General Information Sheet. * Annual Report * General Information Sheet
B27	Documents required to be proxy/ Were the proxy documents made easily available?	Y	Proxy Forms are appended to the Notice for every AGM. * Minutes of the Shareholders' Meeting
B3	Insider trading and abusive self-dealing should be prohibited.		
B31	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	The Company's Code of Conduct & Code of Ethics outlines the policies and reportorial requirements with respect to insider trading and self-dealing activities. * Annual Report * Company Intranet * Manual on Corporate Governance

B32	Are the directors and commissioners required to report their dealings in company shares within 3 business days?	Y	<p>The Company's Code of Conduct & Code of Ethics outlines, among others, the policies and reportorial requirements with respect to insider trading and self-dealing activities.</p> <ul style="list-style-type: none"> * Annual Report * Company Intranet * Manual on Corporate Governance
B4	Related party transactions by directors and key executives.		
B41	Are directors and commissioners required to disclose their interest in transactions and any other conflicts of interest?	Y	<p>The Company's Manual on Corporate Governance states the policies on disclosures relative to transactions, including the Company's Code of Ethics and Code of Conduct which may involve conflicts of interests.</p> <ul style="list-style-type: none"> * Announcement * Manual on Corporate Governance * Code of Ethics * Code of Conduct

B42	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?	Y	<p>The Company's Manual on Corporate Governance states the policies under which various committees (e.g. Nomination Committee & Audit Committee) composed of independent directors determine, among others, whether any significant / material RPTs are in the best interests of the Company.</p> <p>* Manual on Corporate Governance</p>
B43	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?	Y	<p>The Company's Manual on Corporate Governance outlines the duties and responsibilities of a director and ensures that personal interests do not affect the policies determined by the Board.</p> <p>* Manual on Corporate Governance</p>
B44	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.	Y	<p>The Company's Manual on Corporate Governance outlines the duties and responsibilities of a director and ensures that personal interests do not affect the policies determined by the Board. The said Manual enjoins the Members of the Board to observe 'fair business transaction with the Company' with strict adherence to the 'best practices rule'.</p> <p>* Manual on Corporate Governance</p>

B5	Protecting minority shareholders from abusive actions		
B51	Were there any RPTs that can be classified as financial assistance to entities other than wholly-owned subsidiary companies?	N	<p>There are no RPTs that can be classified as financial assistance to entities other than wholly-owned subsidiary companies.</p> <p>* Annual Report</p>
B52	Does the company disclose that RPTs are conducted in such a way to ensure that they are fair and at arms' length?	Y	<p>The Company ensures that RPTs are treated fairly and at arm's length ensuring its conformity and strict adherence with the Company's Manual of Corporate Governance.</p> <p>* Manual on Corporate Governance</p>