

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			
Does the company's annual report disclose the following items:			
D.2.1	Key risks	<p>OECD Principle V (A):</p> <p>(1) The financial and operating results of the company;</p> <p>(2) Company objectives, including ethics, environment, and other public policy commitments;</p> <p>(3) Major share ownership and voting rights, including group structures, intra-group relations, ownership data, beneficial ownership;</p> <p>(4) Remuneration policy for members of the board and key executives, including their qualifications, the selection process, other company directorships and whether they are regarded as independent by the board;</p> <p>(6) Foreseeable risk factors, including risk management system;</p> <p>(7) Issues regarding employees and other stakeholders;</p> <p>(8) Governance structure and policies, in particular, the content of any corporate governance code or policy and the process by which it is implemented.</p> <p>OECD Principle V (E):</p> <p>Channels for disseminating information should provide for equal, timely and cost-efficient access to relevant information by users.</p> <p>ICGN 2.4 Composition and structure of the board</p> <p>ICGN 2.4.1 Skills and experience</p> <p>ICGN 2.4.3 Independence</p>	<p>Y</p> <p>GOVERNANCE REPORT OF THE 2016 ANNUAL REPORT, PAGES 19-20 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p> <p>KEY RISKS (FINANCIAL AND NON-FINANCIAL RISKS)</p> <p>"Following are the significant risks identified by management that may affect the achievement of the Association's business goals. Financial Risks include credit risk, market risk, liquidity risk, and insurance risk. Non-financial Risks comprise risk related to strategic risk, operational risk, and environmental risk."</p>
D.2.2	Corporate objectives		<p>Y</p> <p>2016 ANNUAL REPORT, PAGE 4 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p> <p>About AFPMBAI</p> <p>"Abuluyan, or passing of the hat for voluntary financial assistance to the families of fellow soldiers who got killed-in-action was a tradition which gave rise to the Armed Forces of the Philippines Mutual Benefit System. The system was created under the Letter Directive from the Headquarters of the National Defense Forces on February 22, 1949 to provide protection and security to its forces after World War II and during the height of the anti-dissident campaign. The need to have a corporate existence eventually emerged and led to a non-stock, non-profit corporation - Armed Forces of the Philippines Mutual Benefit Association, Inc. on September 1, 1965. The name was later changed to Armed Forces and Police Mutual Benefit Association, Inc. (AFPMBAI).</p> <p>The Association was registered with the Securities and Exchange Commission on January 13, 1966. March of the same year, the Insurance Commission also granted the Association the authority to start its mutual benefit operations. The AFPMBAI then became under the management of the AFP Chief of Staff on November 6, 1975 in accordance with President Ferdinand Marcos' Letter of Instruction No. 333 that aimed to improve the services for the uniformed men and women of the Philippines. It has also established two financial institutions -- the Armed Forces and Police Savings and Loan Association, Inc. (AFPSLA) on December 1, 1972, and the Armed Forces and Police General Insurance Corporation (AFPGEN) on March 22, 1979.</p> <p>To date, the AFPMBAI membership includes personnel from the Philippine National Police (PNP), the Bureau of Fire Protection (BFP), the Bureau of Jail Management and Penology (BJMP) and the Philippine Coast Guard (PCG).</p>
D.2.3	Financial performance indicators		<p>Y</p> <p>2016 ANNUAL REPORT, AUDITED FINANCIAL STATEMENTS, PAGE 34-41 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p>
D.2.4	Non-financial performance indicators		<p>Y</p> <p>GOVERNANCE REPORT OF THE 2016 ANNUAL REPORT, PAGE 21 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p> <p>"With the belief that employees are the most valuable asset of any organization, the Association provides a safe and healthy working environment to its employees."</p>
D.2.5	Dividend policy		<p>Y</p> <p>COMPANY PERFORMANCE REVIEW OF THE 2016 ANNUAL REPORT, PAGE 06 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p> <p>"The Association also released total dividends from eligible participating insurance policies amounting to P114.72M for the said period..."</p>
D.2.6	Details of whistle-blowing policy		<p>Y</p> <p>GOVERNANCE REPORT OF THE 2016 ANNUAL REPORT, PAGE 20 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p> <p>Whistleblower Policy</p> <p>"Employees, stakeholders and members are encouraged 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 officers, through an open-door policy, will accommodate problems on ethics. 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."</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		<p>Y</p> <p>GOVERNANCE REPORT OF THE 2016 ANNUAL REPORT, PAGE 12-13 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p> <p>Board of Trustees:</p> <p>T.Gen Ricardo R Visaya AFP (Age: 55) Academic Qualification: Training in Corporate Governance Date of First Appointment: 1 June 2016</p>

				<p>2. RAdm Allan B Rosal AFP (Age: 55) Academic Qualification: Training in Corporate Governance Date of First Appointment: 1 June 2015</p> <p>3. BGen Robert M Arevalo AFP (Age: 53) Academic Qualification: Master in Management, AIM; Professional Development Program, ICD Date of First Appointment: 30 September 2016</p> <p>4. Commo Virme P Torralba AFP (Age: 55) Academic Qualification: Training in General Engineering, Corporate Governance, Human Resource Management Date of First Appointment: 8 Oct 2016</p> <p>5. MGen Conrado V Parra Jr AFP (Age: 55) Academic Qualification: Training in Corporate Governance and Project Management Date of First Appointment: 30 Sept 2016</p> <p>6. CSupt Cesar Hawthorne R Binag PNP (Age: 51) Academic Qualification: Master in Public Administration, Harvard; Program in Public Policy and Management, Harvard; Master in Development Management, AIM; Professional Development Program, ICD Date of First Appointment: 30 June 2015</p> <p>7. Commo Rolando D Legaspi PCG (Age: 52) Academic Qualification: Training in Corporate Governance, Performance Management, and Strategic & Critical Thinking Date of First Appointment: 8 Oct 2016</p> <p>8. CSupt Romeo S Elisan Jr BJMP (Age: 54) Academic Qualification: Master in Public Administration, Training in Corporate Governance Date of First Appointment: 30 June 2014</p> <p>9. CSupt Leonides P Perez BFP (Age: 52) Academic Qualification: Master in Business Administration; Training in Personnel Management Date of First Appointment: 15 Sept 2016</p> <p>10. MGen Edgardo Rene C Samonte AFP (Ret) (Age: 58) Academic Qualification: Master in Development Management, AIM; Management Course, Oxford; Master in Business Administration, Ateneo Graduate School of Business Date of First Appointment: 5 July 2014</p> <p>11. LGen Raul S Urgello AFP (Ret) (Age: 73) Academic Qualification: Training in Corporate Governance Date of First Appointment: 15 Sept 2016</p> <p>12. BGen Florentino P Manalastas AFP (Ret) (Age: 66) Academic Qualification: ISO 9000-2000 Series Lead Auditor Course, PERA Neville Clark, 2006 Candidate for Executive Doctorate in Education Leadership, Development Academy of the Philippines, Master in Business Administration, UP Diliman, Manager Development Program, MI Eliza Business School, Australia, Bachelor of Laws, St Louis University-Baguio Date of First Appointment: 30 Sept 2016</p> <p>13. BGen Rolando M Aquino AFP (Ret) (Age: 57) Academic Qualification: Training in Corporate Governance in Project and Financial Management, and in Research and Development Management Date of First Appointment: 1 Sept 2015</p> <p>14. FCMS Romeo H Jandugan (INF) PA (Age: 54) Academic Qualification: Training in Corporate Governance Date of First Appointment: 29 Oct 2015</p>
D.2.8	Training and/or continuing education programme attended by each director/commissioner		Y	<p>GOVERNANCE REPORT IN THE 2016 ANNUAL REPORT, PAGE 12 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p> <p><i>"In 2016, the AFPMBAI held fast to its commitment to further improve its corporate governance practices in accordance with established standards. With the guidance of the Insurance Commission and the Institute of Corporate Directors (ICD) during its Continuing Education Program held on 31 March 2016, the Association proceeded to enhance its governance structures and practices with positive results. At the end of the assessment period for 2016, the ICD reported AFPMBAI's 22% improvement in the ASEAN Corporate Governance Scorecard (ACGS), with the highest improvement noted in the Association's commitment to uphold the rights of its members."</i></p>
D.2.9	Number of board of directors/commissioners meetings held during the year		Y	<p>GOVERNANCE REPORT OF THE 2016 ANNUAL REPORT, PAGE 14 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p> <p>For 2016, the Board of Trustees and Board Committees conducted the following meetings of the Board of Trustees for 2016: (Average Quorum of Attendance: 68%) Chairman: Gen Ricardo R Visaya AFP - 33% attendance Vice Chairman: RAdm Allan B Rosal AFP-92% attendance Member/President: MGen Edgardo Rene C Samonte AFP (Ret)-100% attendance Member: BGen Robert M Arevalo AFP- 60% attendance Member: Commo Virme P Torralba AFP- 75% attendance Member: MGen Conrado V Parra Jr AFP-60% attendance Member: CSupt Cesar Hawthorne R Binag PNP - 83% attendance Member: Commo Rolando D Legaspi PCG - 100% attendance Member: CSupt Romeo S Elisan Jr BJMP - 83% attendance Member: CSupt Leonides P Perez BFP - 60% attendance Member-Independent: LGen Raul S Urgello AFP (Ret) - 100% attendance Member-Independent: BGen Florentino P Manalastas AFP (Ret) - 80% attendance Member-Independent: BGen Rolando M Aquino AFP (Ret) - 75% attendance Member: FCMS Romeo H Jandugan (INF) PA -100% attendance</p>
D.2.10	Attendance details of each director/commissioner in respect of meetings held		Y	<p>GOVERNANCE REPORT IN THE 2016 ANNUAL REPORT PAGE 15-17 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p>

D.2.11	Details of remuneration of each member of the board of directors/commissioners		Y	<p>By-Laws Article IX, Section 10 which states: http://www.afpmbai.com.ph/ecgs/2017/ref/CERT.%20AMENDED%20BY%20LAWS.pdf</p> <p><i>Section 10. The members of the Board of Trustees shall not receive any compensation or remuneration except for reasonable allowances and per diems.</i></p>
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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 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: (i) those provisions, if any, it has not complied with; (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 (iii) the company's reasons for non-compliance.</p> <p>ASX CODE: 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>	<p>Y</p> <p>GOVERNANCE REPORT IN THE 2016 ANNUAL REPORT PAGE 14 & 18 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p> <p>GOVERNANCE REPORT IN THE 2016 ANNUAL REPORT PAGE 14 "With its primary purpose of ensuring that the Association adheres to established corporate governance principles and best practices, in 2016 the Governance Committee..."</p> <p>GOVERNANCE REPORT IN THE 2016 ANNUAL REPORT PAGE 18 Compliance to regulatory bodies: "AFPMBAI conforms to the rules and regulations of the Insurance Commission and the Securities and Exchange Commission."</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 (A) Disclosure should include, but not limited to, material information on: (5) Related party transactions</p> <p>ICGN 2.11.1 Related party transactions The company should disclose details of all material related party transactions in its Annual Report.</p>	<p>Y</p> <p>Governance Report of the 2016 Annual Report, Page 18 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf</p> <p>"Recognizing the importance of ensuring that transactions between related parties are undertaken on arms' length basis for the financial, commercial, and economic benefit of the Association, the Related Party Transaction Policy was established. The Board of Trustees has overall responsibility in guaranteeing that related party transactions are handled in a sound and prudent manner, with integrity, and with no conflict of interest with any related party as defined in the law and in the rules and regulations. Further, the RPTC of the Board has oversight review and evaluation function of material RPTs to safeguard the rights of shareholders, to ensure that minority shareholders are afforded protection, and that rights of action and remedies against abusive and oppressive conduct are readily accessible to them."</p>
D.3.2	Does the company disclose the name of the related party and relationship for each material/significant RPT?		<p>Y</p> <p>NOTES TO AUDITED FINANCIAL STATEMENT PAGE 54 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Financial%20Statements.pdf</p>
D.3.3	Does the company disclose the nature and value for each material/significant RPT?		<p>Y</p> <p>NOTES TO AUDITED FINANCIAL STATEMENT PAGE 54 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Financial%20Statements.pdf</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> <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> <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	
Where the same audit firm is engaged for both audit and non-audit services				
D.5.2	Are the non-audit fees disclosed?		N	
D.5.3	Does the non-audit fee exceed the audit fees?		N	

D.6 Medium of communications				
Does the company use the following modes of communication?				
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> <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>	Y	SAMPLE OF "THE MUTUAL" http://www.afmbai.com.ph/acgs/2017/ref/Mutual.pdf
D.6.2	Company website		Y	SCREENSHOT OF WEBSITE http://www.afmbai.com.ph/
D.6.3	Analysts briefing		N/A	DEFAULT
D.6.4	Media briefings /press conferences	<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	SAMPLE NEWS ARTICLES http://www.afmbai.com.ph/index.php

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?	OECD Principle V (C) OECD Principle V (E) OECD Principle V-(A).	Y	AUDITED FS RECEIVED BY BIR http://www.afpmbai.com.ph/acgs/2017/ref/SEC-Received%202016%20AFPMBAI%20AFS.pdf
D.7.2	Is the annual report released within 120 days from the financial year end?	ICGN 7.2 Timely disclosure 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.	N	
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	2016 Annual Report Page 35: Statement of Management Responsibility for Financial Statements http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf

D.8 Company website				
Does the company have a website disclosing up-to-date information on the following:				
D.8.1	Business operations	OECD Principle V (A) OECD Principle V (E) ICGN 7.1 Transparent and open communication ICGN 7.2 Timely disclosure	Y	AFPMBAI Website http://www.afpmbai.com.ph/index.php/products-and-services/life-insurance 2016 ANNUAL REPORT, PAGES 28-30 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf
D.8.2	Financial statements/reports (current and prior years)		Y	AUDITED FINANCIAL STATEMENT IN THE ANNUAL REPORT, PAGES 36-40 http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf
D.8.3	Materials provided in briefings to analysts and media		Y	SAMPLE NEWS ARTICLES http://www.afpmbai.com.ph/index.php
D.8.4	Shareholding structure		Y	AFPMBAI Website http://www.afpmbai.com.ph/index.php/online-community
D.8.5	Group corporate structure		Y	AFPMBAI Website ORGANIZATIONAL STRUCTURE http://www.afpmbai.com.ph/index.php/about-us/organization
D.8.6	Downloadable annual report		Y	2016 ANNUAL REPORT http://www.afpmbai.com.ph/acgs/2017/ref/2016%20Annual%20Report.pdf
D.8.7	Notice of AGM and/or EGM		Y	Notice of 2017 AGM published in the AFPMBAI Website http://www.afpmbai.com.ph/index.php/about-us/news/8-latest-news/160-agm-meeting-2017
D.8.8	Minutes of AGM and/or EGM		Y	Summary of Minutes of the 2016 AGM http://www.afpmbai.com.ph/acgs/2017/ref/2017%20AGM%20Summary%20of%20Minutes.pdf
D.8.9	Company's constitution (company's by-laws, memorandum and articles of association)		Y	Articles of Incorporation http://www.afpmbai.com.ph/acgs/2017/ref/CERT%20AMENDED%20ARTICLES%20OF%20INCORP.pdf By-Laws http://www.afpmbai.com.ph/acgs/2017/ref/CERT.%20AMENDED%20BY%20LAWS.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