

B.1	Shares and voting rights	Y/ N	Reference/Source document
B.1.1	Do the company's ordinary or common shares have one vote for one share?	Y	<a href="https://praxisfidembai4.webs.com/Nomination%20Committee%20Charter.pdf">https://praxisfidembai4.webs.com/Nomination%20Committee%20Charter.pdf</a>
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	

B.2	Notice of AGM	Y/ N	Reference/Source document
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	<a href="https://praxisfidembai4.webs.com/AGM-MINUTES-2020.pdf">https://praxisfidembai4.webs.com/AGM-MINUTES-2020.pdf</a>
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	<a href="https://praxisfidembai4.webs.com/Notice-of-Annual-General-Meeting-2020.pdf">https://praxisfidembai4.webs.com/Notice-of-Annual-General-Meeting-2020.pdf</a>
<b>Does the notice of AGM/circulars have the following details:</b>			
B.2.3	Are the profiles of directors/commissioners ( at least age, academic qualification, date of first appointment, experience, and directorships in other listed companies) in seeking election/re-election included?	Y	<a href="https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf">https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf</a>
B.2.4	Are the auditors seeking appointment/re-appointment clearly identified?	Y	<a href="https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf">https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf</a>
B.2.5	Has an explanation of the dividend policy been provided?	Y	<a href="https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf">https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf</a>
B.2.6	Is the amount payable for final dividends disclosed?	Y	<a href="https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf">https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf</a>
B.2.7	Were the proxy documents made easily available?	Y	<a href="https://praxisfides.webs.com/downloads/proxyform.pdf">https://praxisfides.webs.com/downloads/proxyform.pdf</a>

B.3	Insider trading and abusive self-dealing should be prohibited.	Y/ N	Reference/Source document
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?	NA	DEFAULT
B.3.2	Are the directors / commissioners required to report their dealings in company shares within 3 business days?	Y	<a href="https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf">https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf</a>

B.4	Related party transactions by directors and key executives.

B.4.1	Does the company have a policy requiring directors /commissioners to disclose their interest in transactions and any other conflicts of interest?	<p><b>OECD Principle III</b> (C) Members of the board and key executives should be required to disclose to the board whether they, directly, indirectly or on behalf of third parties, have a material interest in any transaction or matter directly affecting the corporation.</p> <p><b>ICGN 2.11.1 Related party transactions</b> 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>	Y	<a href="https://praxisfidembai4.webs.com/PFMBAI%20CORPORATE%20GOVERNANCE%20MANUAL%20REVISED%202017.pdf">https://praxisfidembai4.webs.com/PFMBAI%20CORPORATE%20GOVERNANCE%20MANUAL%20REVISED%202017.pdf</a>	<p><b>PFMBAI Manual on Corporate Governance Revised 2017 Page 6</b> <b>2.1.8 Disclosure of RPTs and Other Conflict of Interest</b> Board of Trustees, Employees and Work Force of the Association are required to disclose their dealings, interest in transactions, contracts and loans in the Association and other material transactions involving conflict of interest within three (days). The extent of related party transactions involves the beneficiary, amount, nature and term of transactions.</p>
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 shareholders?	<p>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><b>ICGN 2.11.2 Director conflicts of interest</b> 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.</p>	Y	<a href="https://praxisfidembai4.webs.com/PFMBAI%20CORPORATE%20GOVERNANCE%20MANUAL%20REVISED%202017.pdf">https://praxisfidembai4.webs.com/PFMBAI%20CORPORATE%20GOVERNANCE%20MANUAL%20REVISED%202017.pdf</a>	<p><b>PFMBAI Manual on Corporate Governance Revised 2017 Page 17</b> <b>4.3 Review of Related Party Transactions</b> Praxis Fides MBAI Independent Trustee shall review the materials and significant Related Party Transactions to determine whether they are in the best interest of the association and its members.</p>
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?	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.	Y	<a href="https://praxisfidembai4.webs.com/PFMBAI%20CORPORATE%20GOVERNANCE%20MANUAL%20REVISED%202017.pdf">https://praxisfidembai4.webs.com/PFMBAI%20CORPORATE%20GOVERNANCE%20MANUAL%20REVISED%202017.pdf</a>	<p><b>PFMBAI Manual on Corporate Governance Revised 2017 Page 13</b> <b>2.8 Board Meetings</b> Board of Trustee are required not to attend meetings in which he/she have a personal interest on a certain agenda that needs board approval.</p>
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?		NA	DEFAULT	

**B.5 Protecting minority shareholders from abusive actions**

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B.5.1	Were there any RPTs that can be classified as financial assistance to entities other than wholly-owned subsidiary companies?	<p><b>OECD Principle III</b> <b>(A) All shareholders of the same series of a class should be treated equally.</b> (2) Minority shareholders should be protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly, and should have effective means of redress.</p> <p><b>ICGN 2.11.1 Related party transactions</b> 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>	Y	<a href="https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf">https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf</a>	<p><b>Annual Report 2019 (Page 20 )</b> Disclosure of transactions of Board of Trustees, Employees and Workforce of the associations are reported during the meetings. The extent of the related party transactions involves the beneficiary, amount, nature and term of transactions. A total of 9,667,602.11 pertain to Privileged Loan/ Car Loan of Staff. The committee has conducted the review and ensured that the transactions are fair and at arm's length.</p>
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?	<p><b>ICGN 2.11.2 Director conflicts of interest</b> Companies should have a process for identifying and managing conflicts of interest directors may have. If a director has an</p>	Y	<a href="https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf">https://praxisfidembai4.webs.com/Annual%20Report%202019.pdf</a>	<p><b>Annual Report 2019 (Page 20 )</b> Disclosure of transactions of Board of Trustees, Employees and Workforce of the associations are reported during the meetings. The extent of the related party transactions involves the beneficiary, amount, nature and term of transactions. A total of 9,667,602.11 pertain to Privileged Loan/ Car Loan of Staff. The committee has conducted the review and ensured that the transactions are fair and at arm's length.</p>