

COMPANY NAME:	PRAXIS FIDES MBAI	Company Structure	
FINANCIAL YEAR END	2017	CLASS 5	
SECTOR	MBAI		
<b>A. Rights of Shareholders</b>			
<b>A.1</b>	<b>Basic Shareholder Rights</b>	Y/ N	<i>Reference/Source document</i>
A.1.1	Does the company pay (interim and final/annual) dividends in an equitable and timely manner; that is, all shareholders are treated equally and paid within 30 days after being (i) declared for interim dividends and (ii) approved by shareholders at general meetings for final dividends?	Y	<a href="http://praxisfidemba14.w ebs.com/AGM_2017.pdf">http://praxisfidemba14.w ebs.com/AGM_2017.pdf</a>

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**5. Sixth Part – Annual Reports**  
 GM Gener C. Luciano as the CEO discussed his annual report with a power point presentation.  
 One item that was included in the report is the members share in the annual dividend/interest/share in the earnings of the company.  
**For 2017 the BOT approved 12.5% for participating equities and 9% to non-participating equities.**

<b>A.2</b>	<b>Right to participate in decisions concerning fundamental corporate changes.</b>		
<i>Do shareholders have the right to participate in:</i>			
A.2.1	Amendments to the company's constitution?	OECD Principle II (B) Shareholders should have the right to participate in, and to be sufficiently informed on, decisions concerning fundamental corporate changes such as: (1) amendments to the statutes, or articles of incorporation or similar governing documents of the company	NA  DEFAULT
A.2.2	The authorisation of additional shares?	OECD Principle II (B): (2) the authorisation of additional shares.	NA  DEFAULT
A.2.3	The transfer of all or substantially all assets, which in effect results in the sale of the company?	OECD Principle II.(B): (3) extraordinary transactions, including the transfer of all or substantially all assets, that in effect result in the sale of the company.	NA  DEFAULT

<b>A.3</b>	<b>Right to participate effectively in and vote in general shareholder meetings and should be informed of the rules, including voting procedures, that govern general shareholder meetings.</b>		
A.3.1	Do shareholders have the opportunity, evidenced by an agenda item, to approve remuneration (fees, allowances, benefit-in-kind and other emoluments) or any increases in remuneration for the non-executive directors/commissioners?	OECD Principle II (C): (3) Effective shareholder participation in key corporate governance decisions, such as the nomination and election of board members, should be facilitated. Shareholders should be able to make their views known on the remuneration policy for board members and key executives. The equity component of compensation schemes for board members and employees should be subject to shareholder approval.	Y  <a href="http://praxisfidemba14.w ebs.com/AGM_2017.pdf">http://praxisfidemba14.w ebs.com/AGM_2017.pdf</a>
A.3.2	Does the company provide non-controlling shareholders a right to nominate candidates for board of directors/commissioners?		Y  <a href="http://praxisfidemba14.w ebs.com/AGM_2017.pdf">http://praxisfidemba14.w ebs.com/AGM_2017.pdf</a>
A.3.3	Does the company allow shareholders to elect directors/commissioners individually?		Y  <a href="http://praxisfidemba14.w ebs.com/AGM_2017.pdf">http://praxisfidemba14.w ebs.com/AGM_2017.pdf</a>
A.3.4	Does the company disclose the voting and vote tabulation procedures used, declaring both before the meeting proceeds?	OECD Principle II (C): Shareholders should have the opportunity to participate effectively and vote in general shareholder meetings and should be informed of the rules, including voting procedures, that govern general shareholder meetings.	Y  <a href="http://praxisfidemba14.w ebs.com/AGM_2017.pdf">http://praxisfidemba14.w ebs.com/AGM_2017.pdf</a>
A.3.5	Do the minutes of the most recent AGM record that there was an opportunity allowing for shareholders to ask questions or raise issues?	OECD Principle II (C): (2) Shareholders should have the opportunity to ask questions to the board, including questions relating to the annual external audit, to place items on the agenda of general meetings, and to propose resolutions, subject to reasonable limitations.	Y  <a href="http://praxisfidemba14.w ebs.com/AGM_2017.pdf">http://praxisfidemba14.w ebs.com/AGM_2017.pdf</a>
A.3.6	Do the minutes of the most recent AGM record questions and answers?		Y  <a href="http://praxisfidemba14.w ebs.com/AGM_2017.pdf">http://praxisfidemba14.w ebs.com/AGM_2017.pdf</a>
A.3.7	Does the disclosure of the outcome of the most recent AGM include resolution(s)?		Y  <a href="http://praxisfidemba14.w ebs.com/AGM_2017.pdf">http://praxisfidemba14.w ebs.com/AGM_2017.pdf</a>

AGM MINUTES PAGE 2  
 Rights of Members  
 Right to attend and participate in the Annual General Meeting  
 **Vote on all matters relating to the affairs of the association**  
 Right to nominate candidates for board of directors  
 Examine the Financial Records of the association.

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**c. The Fifth part of the program was the conduct of elections**  
 Election of two (2) new members of the Board to replace Mr. Antonio F. Juliano and Ms. Luciana M. Gonzales who already completed their terms of office. The Election Committee/ Nominating Committee (ELECOM) headed by Fr. Joseph Cruz - Independent Trustee **explained the voting rules and tabulation procedures of the election which were discussed and formulated in prior meetings of the committee.** He presented to the body the rights of the members: and qualification of candidate for the board seat.

**Voting Rules and Tabulation Procedure**  
 • Manual voting is carried out by the distribution of election ballots to those members present to complete and drop it to the ballot box.  
 • Voting by proxy – each member is entitled to one (1) vote, which he may exercise in person or by proxy, which shall be in writing and filed with the nomination committee of the association  
 • The nomination committee members will check the election ballots, count the total votes cast.  
 • Independent Scrutineer will validate the results and announce the winner of the election.

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**6. Open Forum & Raffle**  
**For the Open Forum**  
 Emcee Liberty Bardinas announced that each one has the opportunity to ask questions or raise issues.

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**6. Open Forum & Raffle For the Open Forum** Emcee Liberty Bardinas announced that each one has the opportunity to ask questions or raise issues. There being no question asked, Ms. Bardinas called Ms. Maria Mae Joaquin to proceed with the raffle. At least 3 major prizes were given out together with 18 consolation prizes.

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**7. Resolution**  
 For 2017, the resolution made during the PFMBAI 27th Annual General Meeting is the approval of the Revised Annual Grading of the performance of the Board of Trustee.

A.3.8	Does the company disclose the voting results including approving, dissenting, and abstaining votes for each agenda item for the most recent AGM?		Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<p><b>AGM MINUTES PAGE 4</b></p> <p>8. Mr. Perlito Dimla as the Independent Scrutineer who was appointed as an independent party to count and validate the votes during the AGM, announced the official tally of votes and proclaimed the following winners:</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 70%;"><b>Santiago A. Antonio</b></td> <td style="text-align: right;"><b>- 30,736 votes</b></td> </tr> <tr> <td><b>Peter Christopher Gonzales</b></td> <td style="text-align: right;"><b>- 23,000 votes</b></td> </tr> <tr> <td colspan="2" style="text-align: right;"><hr style="width: 20%; margin-left: auto;"/></td> </tr> <tr> <td></td> <td style="text-align: right;"><b>53,736</b></td> </tr> <tr> <td style="text-align: right;"><b>Abstain</b></td> <td style="text-align: right;"><b>0</b></td> </tr> <tr> <td colspan="2" style="text-align: right;"><hr style="width: 20%; margin-left: auto;"/></td> </tr> <tr> <td colspan="2" style="text-align: right;"><b>Total: 53,736 votes</b></td> </tr> </table>	<b>Santiago A. Antonio</b>	<b>- 30,736 votes</b>	<b>Peter Christopher Gonzales</b>	<b>- 23,000 votes</b>	<hr style="width: 20%; margin-left: auto;"/>			<b>53,736</b>	<b>Abstain</b>	<b>0</b>	<hr style="width: 20%; margin-left: auto;"/>		<b>Total: 53,736 votes</b>																	
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A.3.9	Does the company disclose the list of board members who attended the most recent AGM?	<b>OECD Principle II (C); and</b>  <b>ICGN 2.4.2:</b> All directors need to be able to allocate sufficient time to the board to perform their responsibilities effectively, including allowing some leeway for occasions when greater than usual time demands are made.	Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<p><b>AGM MINUTES PAGE 1</b></p> <p><b>List of Attendees during the AGM:</b></p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">A. Board of Trustees:</th> <th style="text-align: right;">Present</th> <th style="text-align: right;">Absent</th> </tr> </thead> <tbody> <tr> <td>1. Mr. Antonio F. Juliano - Chairman of the Board</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>2. Rev. Fr. Ramon R. Garcia - Vice Chairman</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>3. Ms. Mary Joy del Rosario - Corporate Secretary</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>4. Rev. Fr. Joseph DJ. Cruz - Treasurer</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>5. Ms. Luciana M. Gonzales - Auditor</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>6. Ms. Ederlinda G. Del Rosario- Independent Trustee</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>7. Mr. Ramon V. Bagay - Independent Trustee</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td colspan="3" style="text-align: right;"><hr style="width: 20%; margin-left: auto;"/></td> </tr> <tr> <td colspan="3" style="text-align: right;">Total BOT - 7    0</td> </tr> </tbody> </table>	A. Board of Trustees:	Present	Absent	1. Mr. Antonio F. Juliano - Chairman of the Board	1		2. Rev. Fr. Ramon R. Garcia - Vice Chairman	1		3. Ms. Mary Joy del Rosario - Corporate Secretary	1		4. Rev. Fr. Joseph DJ. Cruz - Treasurer	1		5. Ms. Luciana M. Gonzales - Auditor	1		6. Ms. Ederlinda G. Del Rosario- Independent Trustee	1		7. Mr. Ramon V. Bagay - Independent Trustee	1		<hr style="width: 20%; margin-left: auto;"/>			Total BOT - 7    0		
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A.3.10	Did the chairman of the board of directors/commissioners attend the most recent AGM?		Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<p><b>AGM MINUTES PAGE 1</b></p> <p><b>List of Attendees during the AGM:</b></p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">A. Board of Trustees:</th> <th style="text-align: right;">Present</th> <th style="text-align: right;">Absent</th> </tr> </thead> <tbody> <tr> <td>1. Mr. Antonio F. Juliano - Chairman of the Board</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>2. Rev. Fr. Ramon R. Garcia - Vice Chairman</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>3. Ms. Mary Joy del Rosario - Corporate Secretary</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>4. Rev. Fr. Joseph DJ. Cruz - Treasurer</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>5. Ms. Luciana M. Gonzales - Auditor</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>6. Ms. Ederlinda G. Del Rosario- Independent Trustee</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>7. Mr. Ramon V. Bagay - Independent Trustee</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td colspan="3" style="text-align: right;"><hr style="width: 20%; margin-left: auto;"/></td> </tr> <tr> <td colspan="3" style="text-align: right;">Total BOT - 7    0</td> </tr> </tbody> </table>	A. Board of Trustees:	Present	Absent	1. Mr. Antonio F. Juliano - Chairman of the Board	1		2. Rev. Fr. Ramon R. Garcia - Vice Chairman	1		3. Ms. Mary Joy del Rosario - Corporate Secretary	1		4. Rev. Fr. Joseph DJ. Cruz - Treasurer	1		5. Ms. Luciana M. Gonzales - Auditor	1		6. Ms. Ederlinda G. Del Rosario- Independent Trustee	1		7. Mr. Ramon V. Bagay - Independent Trustee	1		<hr style="width: 20%; margin-left: auto;"/>			Total BOT - 7    0		
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A.3.11	Did the CEO/Managing Director/President attend the most recent AGM?		Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<p><b>AGM MINUTES PAGE 1</b></p> <p><b>List of Attendees during the AGM:</b></p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">B. PFO</th> <th style="text-align: right;">Present</th> <th style="text-align: right;">Absent</th> </tr> </thead> <tbody> <tr> <td>1. Mr. Gener C. Luciano - President/ General Manager</td> <td style="text-align: right;">1</td> <td></td> </tr> </tbody> </table>	B. PFO	Present	Absent	1. Mr. Gener C. Luciano - President/ General Manager	1																									
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A.3.12	Did the chairman of the Audit Committee attend the most recent AGM?		Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<p><b>AGM MINUTES PAGE 1</b></p> <p><b>List of Attendees during the AGM:</b></p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">A. Board of Trustees:</th> <th style="text-align: right;">Present</th> <th style="text-align: right;">Absent</th> </tr> </thead> <tbody> <tr> <td>1. Mr. Antonio F. Juliano - Chairman of the Board</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>2. Rev. Fr. Ramon R. Garcia - Vice Chairman</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>3. Ms. Mary Joy del Rosario - Corporate Secretary</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>4. Rev. Fr. Joseph DJ. Cruz - Treasurer</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>5. Ms. Luciana M. Gonzales - Auditor</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>6. Ms. Ederlinda G. Del Rosario- Independent Trustee</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td>7. Mr. Ramon V. Bagay - Independent Trustee</td> <td style="text-align: right;">1</td> <td></td> </tr> <tr> <td colspan="3" style="text-align: right;"><hr style="width: 20%; margin-left: auto;"/></td> </tr> <tr> <td colspan="3" style="text-align: right;">Total BOT - 7    0</td> </tr> </tbody> </table>	A. Board of Trustees:	Present	Absent	1. Mr. Antonio F. Juliano - Chairman of the Board	1		2. Rev. Fr. Ramon R. Garcia - Vice Chairman	1		3. Ms. Mary Joy del Rosario - Corporate Secretary	1		4. Rev. Fr. Joseph DJ. Cruz - Treasurer	1		5. Ms. Luciana M. Gonzales - Auditor	1		6. Ms. Ederlinda G. Del Rosario- Independent Trustee	1		7. Mr. Ramon V. Bagay - Independent Trustee	1		<hr style="width: 20%; margin-left: auto;"/>			Total BOT - 7    0		
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A.3.13	Did the company organise their most recent AGM in an easy to reach location?	<b>OECD Principle II (C)</b>	Y	<a href="http://www.praxisfides.wabs.com/">http://www.praxisfides.wabs.com/</a>	Bulwagang Hermandad, Parokya ni San Martin of Tours, Poblacion, Bocaue Bulacan, is strategically located at the heart of Bulacan where all members can easily get into the venue because it is easily accesible to main roads and Nlex hway. (click website to view map)																														
A.3.14	Does the company allow for voting in absentia?	<b>OECD Principle II (C):</b> (4) Shareholders should be able to vote in person or in absentia, and equal effect should be given to votes whether cast in person or in absentia.	Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<p><b>AGM MINUTES PAGE 2</b></p> <p><b>Voting Rules and Tabulation Procedure</b></p> <ul style="list-style-type: none"> <li>• Manual voting is carried out by the distribution of election ballots to those members present to complete and drop it to the ballot box.</li> <li>• Voting by proxy – each member is entitled to one (1) vote, which he may exercise in person or by proxy, which shall be in writing and filed with the nomination committee of the association</li> <li>• The nomination committee members will check the election ballots, count the total votes cast.</li> <li>• Independent Scrutineer will validate the results and announce the winner of the election.</li> </ul>																														
A.3.15	Did the company vote by poll (as opposed to by show of hands) for all resolutions at the most recent AGM?	<b>OECD Principle II (C)</b>	Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<p><b>AGM MINUTES PAGE 4</b></p> <p><b>9. Resolution</b></p> <p>For 2017, the resolution made during the PFMBAI 27th Annual General Meeting is the approval of the Revised Annual Grading of the performance of the Board of Trustee.</p> <p>Rationale: The annual grading for the BOT was reviewed to include all activities that a trustee may have contributed and attended for the benefit of the association depending on the positions and committee they are handling and governing for the period. The resolution gathered 41,281 approved votes and zero disapproved vote.</p>																														
A.3.16	Does the company disclose that it has appointed an independent party (scrutineers/inspectors) to count and/or validate the votes at the AGM?		Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<p><b>AGM MINUTES PAGE 4</b></p> <p>9. Mr. Perlito Dimla as the Independent Scrutineer who was appointed as an independent party to count and validate the votes during the AGM, announced the official tally of votes and proclaimed the following winners:</p>																														

A.3.17	Does the company make publicly available by the next working day the result of the votes taken during the most recent AGM for all resolutions?	<b>OECD Principle II (C):</b> (1) Shareholders should be furnished with sufficient and timely information concerning the date, location and agenda of general meetings, as well as full and timely information regarding the issues to be decided at the meeting.	Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<b>ANNOUNCEMENT PAGE:</b> <i>We are pleased to announce the results of Annual General Meeting, Board of Trustees Election held last March 17, 2018 and Resolutions Approval.</i> <b>1. Resolution Approved:</b> <i>For 2017, the resolution made during the PFMBAI 27th Annual General Meeting is the approval of the Revised Annual Grading of the performance of the Board of Trustee.</i> <b>2. Results of Election:</b> Rank 1 - SANTIAGO A. ANTONIO - 30,736 votes Rank 2 - PETER CHRISTOPHER GONZALES - 23,000 votes (Date Posted: March 19, 2018)
A.3.18	Do companies provide at least 21 days notice for all resolutions?		Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<b>AGM MINUTES PAGE 2</b> 4. The Fourth part of the program: b. Reading & Approval of the previous AGM Minutes & Board Resolutions 2017. <i>The notice of the 27th Annual General Meeting of Praxis Fides MBAI was posted in the company's website on February 15, 2017. Dissemination of the copy of the invitation was also distributed to members on the same day together with the copy of Board Resolution and all reports through the Area Coordinators of Praxis Fides MBAI.</i>
A.3.19	Does the company provide the rationale and explanation for each agenda item which require shareholders' approval in the notice of AGM/circulars and/or the accompanying statement?		Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<b>AGM MINUTES PAGE 4</b> 8 . Resolution <i>Rationale: The annual grading for the BOT was reviewed to include all activities that a trustee may have contributed and attended for the benefit of the association depending on the positions and committee they are handling and governing for the period.</i>

<b>A.4</b>	<b>Markets for corporate control should be allowed to function in an efficient and transparent manner.</b>				
A.4.1	In cases of mergers, acquisitions and/or takeovers requiring shareholders approval, does the board of directors/commissioners of the offeree company appoint an independent party to evaluate the fairness of the transaction price?	<b>OECD Principle II (E):</b> Markets for corporate control should be allowed to function in an efficient and transparent manner.  (1) The rules and procedures governing the acquisition of corporate control in the capital markets, and extraordinary transactions such as mergers, and sales of substantial portions of corporate assets, should be clearly articulated and disclosed so that investors understand their rights and recourse. Transactions should occur at transparent prices and under fair conditions that protect the rights of all shareholders according to their	Y	<a href="http://praxisfidembai4.wabs.com/Annual%20Report%202017.pdf">http://praxisfidembai4.wabs.com/Annual%20Report%202017.pdf</a>	<b>Annual Report page 12</b> <span style="float: right;">RPT</span> <i>Committee is headed by Fr. Ramon Garcia</i> <b>Annual Report page 15</b> <b>RPT Committee Meeting November 17, 2017</b> <i>The committee meeting was set to review and create programs and procedures for all material related transactions of Board of Trustees, Employees, Area Coordinators and other related parties for the year 2017. The Committee also ensures that transactions occur at transparent prices and under fair conditions that protect the rights of all members according to their class.</i>

<b>A.5</b>	<b>The exercise of ownership rights by all shareholders, including institutional investors, should be facilitated.</b>				
A.5.1	Does the Company publicly disclose policy/practice to encourage shareholders including institutional shareholders to attend the general meetings or engagement with the Company?	<b>OECD Principle II (F):</b> The exercise of ownership rights by all shareholders, including institutional investors, should be facilitated.	Y	<a href="http://praxisfidembai4.wabs.com/AGM_2017.pdf">http://praxisfidembai4.wabs.com/AGM_2017.pdf</a>	<b>AGM MINUTES PAGE 2</b> <b>Rights of Members</b> <input checked="" type="checkbox"/> <b>Right to attend and participate in the Annual General Meeting(with invitation)</b> <input checked="" type="checkbox"/> <b>Vote on all matters relating to the affairs of the association</b> <input checked="" type="checkbox"/> <b>Right to nominate candidates for board of directors</b> <input checked="" type="checkbox"/> <b>Examine the Financial Records of the association.</b>