

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	<p>OECD Principle III (A) All shareholders of the same series of a class should be treated equally. (1) Within any series of a class, all shares should carry the same rights. All investors should be able to obtain information about the rights attached to all series and classes of shares before they purchase. Any changes in voting rights should be subject to approval by those classes of shares which are negatively affected.</p> <p>ICGN 8.3.1 Unequal voting rights Companies ordinary or common shares should feature one vote for one share. Divergence from a 'one-share, one-vote' standard which gives certain shareholders power which is disproportionate to their equity ownership should be both disclosed and justified.</p>
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)?	Y	DEFAULT

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	<p>AGM MINUTES PAGE 4 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.</p>
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? Does the notice of AGM/circulars have the following details:	Y	<p>http://praxisfidembai4.webs.com/invitation%2027th%20general%20assemblywebsite%20english-1.png view AGM invitation in English (pls. click provided link)</p>
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	<p>OECD Principle II (A) All shareholders of the same series of a class should be treat equally. (4) Impediments to cross border voting should be eliminated.</p> <p>http://praxisfidembai4.webs.com/candidates2018.png See pofile of 2018 BOT Candidates (pls. click provided link)</p>
B.2.4	Are the auditors seeking appointment/re-appointment clearly identified?	Y	<p>ICGN 8.3.2 Shareholder participation in governance Shareholders should have the right to participate in key corporate governance decisions, such as the right to nominate, appoint and remove directors in an individual basis and also the right to appoint external auditor.</p> <p>http://praxisfidembai4.webs.com/Annual%20Report%202017.pdf ANNUAL REPORT PAGE 13 Audit Committee • The AMC and Associates the external auditor of Praxis Fides MBAI was seeking re-appointment for the year 2018 with annual fees of P121, 000.00</p>
B.2.5	Has an explanation of the dividend policy been provided?	Y	<p>ICGN 8.4.1 Shareholder ownership rights The exercise of ownership rights by all shareholders should be facilitated, including giving shareholders timely and adequate notice of all matters proposed for shareholder vote.</p> <p>http://praxisfidembai4.webs.com/Annual%20Report%202017.pdf ANNUAL REPORT PAGE 3 Membership Any person eligible for membership shall become a member of the Association only after paying the initial membership fee and the first monthly contribution. Every member in good standing shall have the rights among others to participate in the distribution of profit of the Association on the basis of his capital contributions after the Association has set aside such reserves as maybe required by any existing laws and regulations.</p>

B.2.6	Is the amount payable for final dividends disclosed?			Y	http://praxisfidembai4.webs.com/Annual%20Report%202017.pdf	ANNUAL REPORT PAGE 21 Equitable Dividends and Dividends Policy <table border="1"> <thead> <tr> <th>Year</th> <th>AS</th> <th>US</th> <th>Patronage</th> <th>Amount</th> </tr> </thead> <tbody> <tr> <td>2017</td> <td>8%</td> <td>1%</td> <td>3.25%</td> <td>55,855,004</td> </tr> <tr> <td>2016</td> <td>10%</td> <td>1%</td> <td>2.5%</td> <td>63,614,093</td> </tr> <tr> <td>2015</td> <td>10%</td> <td>0.5%</td> <td>2.9%</td> <td>52,116,803</td> </tr> <tr> <td>2014</td> <td>10%</td> <td>1%</td> <td></td> <td>47,972,681</td> </tr> <tr> <td>2013</td> <td>13%</td> <td>2%</td> <td></td> <td>42,881,756</td> </tr> </tbody> </table>	Year	AS	US	Patronage	Amount	2017	8%	1%	3.25%	55,855,004	2016	10%	1%	2.5%	63,614,093	2015	10%	0.5%	2.9%	52,116,803	2014	10%	1%		47,972,681	2013	13%	2%		42,881,756
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B.2.7	Were the proxy documents made easily available?			Y	http://www.praxisfides.webs.com/downloads/proxyform.pdf	Downloadable Forms (pls click provided link)																														

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?	OECD Principle III (B) Insider trading and abusive dealing should be prohibited		NA	DEFAULT	
B.3.2	Are the directors / commissioners required to report their dealings in company shares within 3 business days?	ICGN 3.5 Employee share dealing Companies should have clear rules regarding any trading by directors and employees in the company's own securities. Among other issues, these must seek to ensure individuals do not benefit from knowledge which is not generally available to the market.		Y	http://praxisfidembai4.webs.com/Annual%20Report%202017.pdf	Annual Report page 14-15 Disclosure of Related Parties and Other Conflict of Interest

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?	OECD Principle III (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.		Y	http://praxisfidembai4.webs.com/Annual%20Report%202017.pdf	Annual Report page 14-15 Disclosure of Related Parties and Other Conflict of Interest
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?	ICGN 2.11.1 Related party transactions 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.		Y	http://praxisfidembai4.webs.com/PRAXIS%20FIDES%20MUTUAL%20BENEFIT%20ASSOCIATION%20REVISED%20MANUAL%20ON%20CORPORATE%20GOVERNANCE%202017-1.pdf	PFMBAI Manual on Corporate Governance Revised 2017 Page 17 4.3 Review of Related Party Transactions <i>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.</i>
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?	ICGN 2.11.2 Director conflicts of interest 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. Individual directors should be conscious of shareholder and public		Y	http://praxisfidembai4.webs.com/PRAXIS%20FIDES%20MUTUAL%20BENEFIT%20ASSOCIATION%20REVISED%20MANUAL%20ON%20CORPORATE%20GOVERNANCE%202017-1.pdf	PFMBAI Manual on Corporate Governance Revised 2017 Page 13 2.11 Code of Ethics and Conduct
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?	OECD Principle III (A) All shareholders of the same series of a class should be treated equally. (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.		Y	http://praxisfidembai4.webs.com/Annual%20Report%202017.pdf	ANNUAL REPORT PAGE 15 <i>The Association's related parties include the Association's employees, trustees and key management personnel</i> <i>The summary of the Association's transactions and outstanding balances with the related parties</i>
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?	ICGN 2.11.1 Related party transactions Companies should have a process for reviewing		Y	http://praxisfidembai4.webs.com/Annual%20Report%202017.pdf	ANNUAL REPORT PAGE 15 <i>For 2017, the RPT committee has conducted a review which ensured that the transactions are fair and at arm's length.</i>