

**2015 ASEAN CORPORATE GOVERNANCE SCORECARD
MALAYAN INSURANCE COMPANY INC.**

PART D: DISCLOSURE AND TRANSPARENCY

		Source Document	Yes/No	Remarks
D.1	Transparent ownership structure			
D.1.1	Does the information on shareholdings reveal the identity of beneficial owners, holding 5% shareholding or more?	NOT APPLICABLE ITEM Annex C- Class 2	N/A	The Company belongs to Classification No. 2, which makes the item not applicable per Guidelines on Compliance with ASEAN Corporate Governance Scorecard. Notwithstanding, such information is disclosed by the Company to the public in its General Informarion Sheet and Audited Financial Statements which are filed with the SEC.
D.1.2	Does the company disclose the direct and indirect (deemed) shareholdings of major and/or substantial shareholders?	NOT APPLICABLE ITEM Annex C- Class 2	N/A	
D.1.3	Does the company disclose the direct and indirect (deemed) shareholdings of directors (commissioners)?	NOT APPLICABLE ITEM Annex C- Class 2	N/A	
D.1.4	Does the company disclose the direct and indirect (deemed) shareholdings of senior management?	NOT APPLICABLE ITEM Annex C- Class 2	N/A	
D.1.5	Does the company disclose details of the parent/holding company, subsidiaries, associates, joint ventures and special purpose enterprises/ vehicles (SPEs)/ (SPVs)?	NOT APPLICABLE ITEM Annex C- Class 2	N/A	
D.2	Quality of Annual Report			
	Does the company's annual report disclose the following items:			
D.2.1	Key risks	Annual Report, Page 15, 59- 69, 117- 129 Enterprise Risk Management	Y	These are found in specific sections of the Annual Report. The public can access the Annual Report through the Company's website.

D.2.2	Corporate objectives	Company Profile	Y	The Corporate Objective is expressed in the Company Mission, that is to provide its policyholders the best non-life insurance protection and fair and prompt settlement of valid claims at all times. The public can access it through the Company's website.
D.2.3	Financial performance indicators	Annual Report, page 11-12, 75- 82	Y	Financial performance indicators are found in the Annual Report. The public can access it through the Company's website.
D.2.4	Non-financial performance indicators	Annual Report, page 8, 9	Y	Non Financial Performance Indicators are found in the Annual Report. The public can access it through the Company's website.
D.2.5	Dividend policy	Annual Report, (Page 113) By- Laws (Article V, Page 6)	Y	Article V of the Company By-laws provides for the policy of the Company as regards dividend payment. The public can access it through the Company's website.
D.2.6	Details of whistle-blowing policy	Annex to the Annual Report, Policy on Open and Responsible Communications	Y	The details of whistle-blowing policy are explicitly embodied in the Company's HR-policy. The public can access it through company's website.

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	Annual Report Page 5, 135 Annex to the Annual Report (Profile of the Members of the Board)	Y	Profile of the Members of the Board provides for the Biographical Details of each board member. The public can access it through company's website.
D.2.8	Training and/or continuing education programme attended by each director/commissioner	Annual Report (Page 5, 135) Annex to the Annual Report (Biographical Data)	Y	Detailed Biographical Data is submitted to the Insurance Commission. The public can access it through the Company's website.
D.2.9	Number of board of directors/commissioners meetings held during the year	Annex to the Annual Report, Summary of Meetings of the Board	Y	The public can access it through the Company's website.
D.2.10	Attendance details of each director/commissioner in respect of meetings held	Annex to the Annual Report, Summary of Meetings of the Board	Y	The document provides for the attendance details of each director. The public can access it through the Company's website.
D.2.11	Details of remuneration of each member of the board of directors/commissioners	Policy Statements- Supplement to the Annual Report (PS- STTAR) Remuneration Policy and Structure (Page 7)	Y	The public can access PS-STTAR through the Company's website.
	Corporate Governance Confirmation Statement			
		Enterprise Risk Management / Certification		The Company does not tolerate any forms of violation of laws,

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?	Corporate Governance Manual (Page 13)	Y	and hence confirms full compliance with laws and Code of Corporate Governance. The public can access it through the Company's website.
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?	Annual Report , page 131- 133 Corporate Governance Manual, page 12	Y	Corporate Governance Manual discloses a policy providing for the review and approval of material/significant RPTs / This is demonstrated in the Annual Report. The public can access it through the Company's website.
D.3.2	Does the company disclose the name of the related party and relationship for each material/significant RPT?	Annual Report , page 131- 133 Corporate Governance Manual, page 12	Y	The Company, in its Annual Report, discloses the name of the related party in each material RPT's. The public can access it through the Company's website.
D.3.3	Does the company disclose the nature and value for each material/significant RPT?	Annual Report , page 131- 133 Corporate Governance Manual, page 12	Y	The Company in its Annual Report discloses the nature and value of each material RPT's. The public can access it through the Company's website.
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?	NOT APPLICABLE ITEM Annex C- Class 2	N/A	The Company belongs to Classification No. 2, which makes the item not applicable per Guidelines on Compliance with ASEAN Corporate Governance Scorecard.
D.5	External auditor and Auditor Report			
D.5.1	Are audit fees disclosed?	Annual Report	Y	Audit Fees are among the items disclosed in the Annual Report. The public can access it through the Company's website.
	Where the same audit firm is engaged for both audit and non-audit services			
D.5.2	Are the non-audit fees disclosed?		N/A	There are no non-audit fees paid to the external auditing firm.
D.5.3	Does the non-audit fee exceed the audit fees?		N/A	There are no non-audit fees paid to the external auditing firm, which makes the item not applicable to the Company.
D.6	Medium of communications			
	Does the company use the following modes of communication?			
		Malayan Magazines (1st Quarter of the Year 2015) Malayan Magazines (2nd Quarter of the Year 2015)		Malayan Magazine is a quarterly publication of Malayan insurance Company for its

D.6.1	Quarterly reporting	Malayan Magazines (3rd Quarter of the Year 2015) Malayan Magazines (4th Quarter of the Year 2015)	Y	employees, subsidiaries and affiliates, clients and the general public. The public can access it through the Company's website.
D.6.2	Company website	Company website / Link: http://corp.malayan.com/	Y	Please click on the link to the Malayan Website.
D.6.3	Analyst's briefing	NOT APPLICABLE ITEM Annex C- Class 2	N/A	The Company belongs to Classification No. 2, which makes the item not applicable per Guidelines on Compliance with ASEAN Corporate Governance Scorecard.
D.6.4	Media briefings /press conferences	Company Website http://corp.malayan.com/news Malayan Magazines (1st Quarter of the Year 2015) Malayan Magazines (2nd Quarter of the Year 2015) Malayan Magazines (3rd Quarter of the Year 2015) Malayan Magazines (4th Quarter of the Year 2015)	Y	The Company conducts media briefing and press conferences on a regular basis. The public can access it through the Company's website.
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?	2015 Audited Financial Statements	Y	Audited Financial Statements of the Company for the year 2015 is timely submitted to BIR and SEC. The public can access it through the Company's website.

D.7.2	Is the annual report released within 120 days from the financial year end?	Annual Report	Y	The public can access it through the Company's website.
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?	Annual Report, page 75	Y	Please see Annual Report. The public can access it through the Company's website.
D.8	Company website			
	Does the company have a website disclosing up-to-date information on the following:			
D.8.1	Business operations	Company Website: http://corp.malayan.com/ Facebook Page: https://www.facebook.com/MalayanInsurancePH	Y	The Company has a website and Facebook page which are accessible to the public.
D.8.2	Financial statements/reports (current and prior years)	Annual Report, page 11-12, 75-82 2015 Audited Financial Statement	Y	The public can access it through the Company's website.
D.8.3	Materials provided in briefings to analysts and media	Company Website: http://corp.malayan.com/news Facebook Page: https://www.facebook.com/MalayanInsurancePH	Y	The public can access these through the Company's website.
D.8.4	Shareholding structure	General Information Sheet / Capital Structure	Y	The public can access these documents through the Company's website.
D.8.5	Group corporate structure	Corporate Chart of the Malayan Group	Y	The public can access it through the Company's website.
D.8.6	Downloadable annual report	Annual Report	Y	Also Available in the Company's Website.

D.8.7	Notice of AGM and/or EGM	NOT APPLICABLE ITEM Annex C- Class 2	N/A	The Company belongs to Classification No. 2, which makes the item not applicable per Guidelines on Compliance with ASEAN Corporate Governance Scorecard. Notwithstanding, the Company regularly sends out the Notice of the Annual Stockholders Meeting within a reasonable period prior the meeting date.
D.8.8	Minutes of AGM and/or EGM	NOT APPLICABLE ITEM Annex C- Class 2	N/A	The Company belongs to Classification No. 2, which makes the item not applicable per Guidelines on Compliance with ASEAN Corporate Governance Scorecard. Notwithstanding, the Company regularly prepares Minutes of the Annual Stockholders' Meeting.
D.8.9	Company's constitution (company's by-laws, memorandum and articles of association)	Articles of Incorporation By Laws	Y	The public can access these through the Company's website.
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?	NOT APPLICABLE ITEM Annex C- Class 2	N/A	The Company belongs to Classification No. 2, which makes the item not applicable per Guidelines on Compliance with ASEAN Corporate Governance Scorecard.