	Transparent ownership structure		Y/ N	Reference/ Source document					
D.1.1	Does the information on shareholdings reveal the identity of beneficial owners, holding 5%	OECD Principle V: Disclosure and Transparency (A) Disclosure should include, but not limited to, material	**/*						
	shareholding or more?	information on: (3) Major share ownership and voting rights, including group	N/A						
D.1.2	Does the company disclose the direct and indirect (deemed) shareholdings of major	structures, intra-group relations, ownership data, and beneficial ownership.	N/A						
D.1.3	and/or substantial shareholders?  Does the company disclose the direct and	ICGN 7.6 Disclosure of ownership the disclosure should include a description of the relationship of the company to other companies in the corporate group, data	N/A						
	indirect (deemed) shareholdings of directors (commissioners)?	on major shareholders and any other information necessary for a proper understanding of the company's relationship with its	1974						
D.1.4	Does the company disclose the direct and indirect (deemed) shareholdings of senior	public shareholders.	N/A						
D.1.5	management?  Does the company disclose details of the								
	parent/holding company, subsidiaries, associates, joint ventures and special purpose		N/A	This is not applicable because the Company is wholly-owned by one stockholder.					
	enterprises/ vehicles (SPEs)/ (SPVs)?			This is not applicable decause the Company is whomy-owned by one successioner.  Also, this requirement is imposed on publicly-listed company. Manulife Philippines is not listed in the Philippine Stock Exchange.					
D.2	0	At a full control of the control							
	Does the company's annual report disclo	se the following items:							
D.2.1	Key risks	"OECD Principle V (A): (1) The financial and operating results of the company;	Υ	Audited Financial Statements (Note 25 enumerates the Key Risks) is available on the website.	Audited Financial Statements				
D.2.2	Comments of the others	(2) Company objectives, including ethics, environment, and other public policy commitments;     (3) Major share ownership and voting rights, including group	Y	Annual Report (page 1)	2018 Annual				
	Corporate objectives	structures, intra-group relations, ownership data, beneficial ownership;	'	Our Mission Our 5 Strategic Priorities	Report				
D.2.3	Financial performance indicators	(4) Remuneration policy for members of the board and key executives, including their qualifications, the selection process,		Annual Report (page 7) Chairperson's Mesasge	0010 4				
		other company directorships and whether they are regarded as independent by the board; (6) Foreseeable risk factors, including risk management system;	Υ	Xxx At the end of 2018, we grew our customers to over 2 million, a growth of more than 50% xxx Duragency force increased its number of agents by 24%xxx Today, Manuille and Manuille China Bank Life Assurance Corp.'s (MCBL) combined performance in terms of net income ranks third in the industry, and fourth in	2018 Annual Report				
-		(7) Issues regarding employees and other stakeholders; (8) Governance structure and policies, in particular, the content		terms of premium income, and net worth."  Annual Report (page 7)					
		of any corporate governance code or policy and the process by which it is implemented.		Chairperson's Message					
		OECD Principle V (E): Channels for disseminating information should provide for equal, timely and cost-efficient access to relevant information by users.		"x x x At the end of 2018, Manuilife Philippinse ranked first in terms of Net Promoter Score (NPS) in the industry. The NPS is a measure of customer experience and nearmanting of the braind * Annual Report (page 4-9)					
		timely and cost-efficient access to relevant information by users. ICGN 2.4 Composition and structure of the board ICGN 2.4.1 Skills and experience		Annual Report (page 8-9) President and CEO's Message "x x x We opened a new branch at Bonifacio Global City( BGC), one of the fastest growing commercial and financial districts in Metro Manila. x x x Manulife					
		ICGN 2.4.3 Independence ICGN 5.0 Remuneration		Philippines ranked first in terms of Net Promoter Score in the industry in 2018. The NPS is a metric of customer loyalty, and this achievement is a testament to our deepening relationship with our customers. x x x in 2018, Manulife Philippines was named one of 2018's best companies to work for by HR Asia, the most					
D.2.4	Non-financial performance indicators	ICGN 5.4 Transparency UK Corporate Governance Code (2010)	Υ	authoritative publication for the HR practice in Asia."	2018 Annual Report				
D.2.5	Dividend policy	A.1.2 - the number of meetings of the board and those committees and individual attendance by directors. CLSA-ACGA (2010) CG Watch 2010 - Appendix 2		Annual Report (page 23)	2010 4				
		(I) CG rules and practices (19) Disclose the exact remuneration of individual directors.	Υ	Roles and Responsibilities of the Board 'x x x in accordance with the Corporation Code, the Board of Directors also approves the declaration of Company dividends out of the unrestricted earnings which shall be payable in cash, property, or in stock to all stockholders on the basis of outstanding stock held by them."	2018 Annual Report				
D.2.6	Details of whistle-blowing policy			Annual Report (page 33)					
				Whistle Blowing Policy "The Company has a Whistle Blowing Policy which encourages employees to talk to appropriate personnel about suspected or potential illegal or unethical					
			Υ	behavior or when the employee is in doubt about the best course of action to take in a particular situation. It is also the policy of the Company not to allow retailation for reports of misconduct by others made in good faith. Directors, officers, employees, representatives and other associates are expected to cooperate in atomic highest processing and the property of the propert	2018 Annual Report				
				In internal investigations of misconduct. Employees are also encouraged to report by providing a hotline where they are duty-bound to report suspected unethical behaviors or air their grievances anonymously.*					
D.2.7	Biographical details (at least age,			Annual Report (pages 10-13) Board of Directors					
	qualifications, date of first appointment, relevant experience, and any other		Y		2018 Annual				
	directorships of listed companies) of directors/commissioners				Report				
D.2.8	Training and/or continuing education programme attended by each		Υ	Annual Report (page 26)	2018 Annual Report				
D.2.9	director/commissioner  Number of board of directors/commissioners			Directors' Orientation Program and Continuing Education Annual Report (page 26) Board Meetings	Acport				
	meetings held during the year		Υ		2018 Annual Report				
n	and the state of t			Lucil Paradition 27					
U.Z.10	Attendance details of each director/commissioner in respect of meetings held		'	Annual Report (page 26)  Board Meetings	2018 Annual Report				
D.2.11	Details of remuneration of each member of the board of directors/commissioners		Υ	Annual Report (page 26)	2018 Annual Report				
	Corporate Governance Confirmation Statemen	nt		Board Remuneration					
D.2.12	Does the Annual Report contain a	DECD PRINCIPLE V (A) (8)							
	statement confirming the company's full compliance with the code of corporate governance and where there is non-	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							
	governance and where there is non- compliance, identify and explain reasons for each such issue?	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		Annual Report (page 22)	2018 Annual				
		provisions set out in the UK CG Code, and if so, setting out: (i) those provisions, if any, it has not complied with;	Υ	Corporate Governance Corporate Governance Policy  "Manufile Philippinse is committed to its full compilance with the Insurance Commission's Code of Corporate Governance."	Report Report				
		(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.							
		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							
	Disclosure of related party transactions (RPT)								
D.3.1		OECD Principle V: Disclosure and Transparency  (A) Disclosure should include, but not limited to, material information on:	_	Annual Report (page 34)					
	W. 191	Information on: (5) Related party transactions ICGN 2.11.1 Related party transactions	Υ	Related Party Transactions  "x x as required by Insurance Circular Letter No. 2017-29, the Board of Directors approved the Company's Related Party Transaction Policy on 11 April 2018. The policy provides the framework for transactions among the Company and its related parties and establishes requirements to enable compilance with applicable	2018 Annual Report				
		The company should disclose details of all material related party transactions in its Annual Report.		pointy provinces the manner with a dissociation similar time company and its restrict patter and regulations. The Company also has a Related Party Transaction (RPT) Committee that reviews and approves before any such material transactions may be entered into. The RPT Committee is composed of a majority of independent directors."					
				Annual Report (page 34)					
D.3.2	Does the company disclose the name of the related party and relationship for each		Y	Related Party Transactions "x x x A summary of the approved related party transactions are provided in Note 26 of the Audited Financial Statements as submitted by the Company to	2018 Annual Report				
J.3.2	related party and relationship for each material/significant RPT?		'	regulators."	Audited Financial				
D.3.3	Does the company disclose the nature and		Y	See Note 26 of Audited Financial Statements See Note 26 of Audited Financial Statements	Statements Audited Financial				
	value for each material/significant RPT?				Statements				
D.4	2.4. Directors and commissioners dealins in								
	A Directors and commissioners dealings in shares of the company								
-									

D.4.1	Does the company disclose trading in the company's shares by insiders?	OECD Principle V (A): (3) Major share ownership and voting rights			
		ICGN 3.5 Employee share dealing Companies should have clear rules regarding any trading by directors and employees in the company's own securities.			
		ICGN 5.5 Share ownership Every company should have and disclose a policy concerning	N/A		
		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.			
D.5	External auditor and Auditor Report				
D.5.1	Are audit fees disclosed?	OECD Principle V (C):  An annual audit should be conducted by an independent,		Annual Report (page 34)	
		competent and qualified, auditor in order to provide an external and objective assurance to the board and shareholders that the	Υ	Financial Statements "x x x The Audit fees paid to SGV & Co., amounted to Php3.2million and Php1.5million in 2018 and 2017 respectively."	2018 Annual
		financial statements fairly represent the financial position and performance of the company in all material respects. OECD Principle V (D):	,		<u>Report</u>
	Where the same audit firm is engaged	External auditors should be accountable to the shareholders and owe a duty to the company to exercise due professional care in			
	for both audit and non-audit services	the conduct of the audit.  ICGN 6.5 Ethical standards (Audit)  The auditors should observe high-quality auditing and ethical			
D.5.2	Are the non-audit fees disclosed?	standards. To limit the possible risk of possible conflicts of interest, non-audit services and fees paid to auditors for non-	Υ	Annual Report (page 34)	2018 Annual
D.5.3	- 1 11 11 11 11 11 11 11	audit services should be both approved in advance by the audit committee and disclosed in the Annual Report.		Financial Statements "x x x in 2018, no non-audit fees were paid to external auditors."	<u>Report</u>
D.5.3	Does the non-audit fee exceed the audit fees?				
			N	Annual Report (page 34) Financial Statements	2018 Annual Report
D.6	Medium of communications				
	Does the company use the following mo	des of communication?			
D.6.1	Quarterly reporting	OECD Principle V (E):	v	The Company posts updates regulary (not only quarterly) on its website.	https://www.manuli
		Channels for disseminating information should provide for equal, timely and cost-efficient access to relevant information by users.			fe.com.ph/Newsroo m
D.6.2 D.6.3	Company website  Analyst's briefing	ICGN 7.1 Transparent and open communication Every company should aspire to transparent and open communication about its	Y N/A	See Company Website	https://www.manuli fe.com.nh/
D.6.4	Media briefings /press conferences	aims, its challenges, its achievements and its failures. ICGN 7.2 Timely disclosure	v	The Company's press releases may be found on its website under "Newsroom"	https://www.manuli
	6-/				fe.com.ph/Newsroo m
D.7	2.7 Timely filing/release of annual/financial				1
D.7.1	reports  Are the audited annual financial report / statement released within 120 days from	OECD Principle V (C) OECD Principle V (E) OECD Principle V-(A). ICGN 7.2 Timely	Υ	The Company filed its Audited Financial Statements with the Bureau of Internal Renue on 26 April 2019	Audited Financial Statements filed
	the financial year end?	disclosure ICGN 7.3 Affirmation of financial statements			with the BIR
D.7.2	Is the annual report released within 120 days from the financial year end?	The board of directors and the corporate officers of the company should affirm at least annually the accuracy of the company's	N		
D.7.3	Is the true and fairness/fair representation of the annual financial statement/reports	financial statements or financial accounts.			Statement of Management's
	affirmed by the board of directors/commissioners and/or the relevant officers of the company?		Υ	The Statement of Management's Responsibility for Financial Statements is posted on the website	Responsibility for Financial Statements
	omecas of the company?				
D.8	Company website			1	
	Does the company have a website discla	sing 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	Υ	See Company Website	https://www.manuli fe.com.oh/
D.8.2	Financial statements/reports (current and prior years)	disclosure	Y	See 2013, 2014, 2015, 2016, 2017 and 2018 Audited Financial Statements posted on the website	<u>Website</u>
D.8.3	Materials provided in briefings to analysts and media		Y	See Website - Newsroom	https://www.manuli fe.com.ph/Newsroo m
D.8.4 D.8.5	Shareholding structure  Group corporate structure		Y		2018 Annual Report General Information
				See General Information Sheet and Annual Report (page 35)	Sheet 2019
D.8.6 D.8.7	Downloadable annual report  Notice of AGM and/or EGM		f	See 2013, 2014, 2015, 2016, 2017 and 2018 Annual Reports posted on the website	<u>Website</u>
			N/A		
D.8.8	Minutes of AGM and/or EGM		N/A		
D.8.9	Company's constitution (company's by- laws,			See Latest Articles of Incorporation (AOI) on website	Amended Articles of
	memorandum and articles of association)		Υ	See By-laws on website.	Incorporation Amended By-Laws
D.9 D.9.1	Investor relations Does the company disclose the contact details (e.g. telephone, fax, and email) of the officer /	ICGN 7.1 Transparent and open communication	N/A		
	office responsible for investor relations?				