

| B.1 | Shares and voting rights | Y/ N | Remarks | Reference/Source document |
|------------|---|-------------|---|----------------------------------|
| B.1.1 | Do the company's ordinary or common shares have one vote for one share? | N/A | TSPI MBI is a non-stock non-profit organization | Articles of Incorporation |
| 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 | TSPI MBI is a non-stock non-profit organization | Articles of Incorporation |

| B.2 Notice of AGM | | | | |
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| 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 | | Minutes of the Annual General Membership Meeting |
| 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? | N | No local language translation | Notice of the Annual General Membership Meeting dated |
| <i>Does the notice of AGM/circulars have the following details:</i> | | | | |
| 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 | TSPI MBI has Guidelines on the selection process | Guidelines in the Nomination to the TSPI MBA Board of Trustees |
| B.2.4 | Are the auditors seeking appointment/re-appointment clearly identified? | N/A | TSPI MBI follows TSPI's selection of the Independent Auditor | |
| B.2.5 | Has an explanation of the dividend policy been provided? | N/A | TSPI MBI is a non-stock non-profit organization | |

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| B.2.6 | Is the amount payable for final dividends disclosed? | N/A | do | |
| B.2.7 | Were the proxy documents made easily available? | Y | Proxy forms are distributed to the members by the Insurance Officers | Proxy Form |

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| 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? | N/A | TSPI MBAI does not engage in security trading | |
| B.3.2 | Are the directors / commissioners required to report their dealings in company shares within 3 business days? | N/A | do | |

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| 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? | N | However TSPI MBAI directly observes the Code of Corporate Governance issued by the SEC as directed under Article Eight of the Articles of | Articles of Incorporation |
| 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? | Y | TSPI MBAI has an Audit Committee which reviews the RPTs | By Laws and Annual Report |

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| 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? | N | However TSPI MBI directly observes the Code of Corporate Governance issued by the SEC as directed under Article Eight of the Articles of Incorporation | Articles of Incorporation |
| 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? | N | However TSPI MBI directly observes the Code of Corporate Governance issued by the SEC as directed under Article Eight of the Articles of Incorporation | Articles of Incorporation |

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| 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? | N | | |
| 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? | Y | | Annual Report |