

COMPANY NAME
FINANCIAL YEAR END
SECTOR
COMPANY STRUCTURE

Northwest Insurance & Surety Co., Inc.
2016
Insurance
Class 3

		Source Document/Location of Information	Answer	Remarks
B Equitable Treatment of Shareholders				
B.1 Shares and voting rights				
B.1.1	Do the company's ordinary or common shares have one vote for one share?	By-laws (Article II, Section 7, page 2)	Y	The company's ordinary or common shares have one vote for one share.
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)?	Minutes of 2017 ASM	Y	The Company only has one class of shares.
B.2 Notice of AGM				
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?	Minutes of the 2017 ASM	Y	Each resolution in the most recent ASM deals with only one item, i.e., there is no bundling of several items into the same resolution. The Agenda is taken up in itemized basis.
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?	Notice of 2017 ASM	Y	The company's notice of the most recent ASM is written in the English language.
	Does the notice of AGM/circulars have the following details:		-	
B.2.3	Are the profiles of directors/commissioners (at least age, qualification, date of first appointment, experience, and directorships in other listed companies) in seeking election/re-election included?		N	
B.2.4	Are the auditors seeking appointment/re-appointment clearly identified?		N	
B.2.5	Has an explanation of the dividend policy been provided?		N/A	No dividends were declared during the recent ASM.
B.2.6	Is the amount payable for final dividends disclosed?		N/A	No dividends were declared during the recent ASM.
B.2.7	Documents required for proxy/ Were the proxy documents made easily available?	Notice of 2017 ASM Proxy Forms	Y	Proxy forms are attached/enclosed with the Notice of 2016 ASM.
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	The company is not publicly-listed; it is a close family corporation.
B.3.2	Are the directors / commissioners required to report their dealings in company shares within 3 business days?		N/A	The company is not publicly-listed; it is a close family corporation.
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	
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?		N	
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	

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	
B5 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?	Notes to Financial Statements 2016 (Item 29, page 42)	N	The company did not extend financial assistance to any entity during the year under review.
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	The 2016 Audited Financial Statements contain disclosures of RPTs.