

COMPANY NAME
FINANCIAL YEAR END
SECTOR
COMPANY STRUCTURE

Reliance Surety & Insurance Co., Inc.
2019
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?	Third Amended By-laws (Article I, Sections 5 and 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 2020 ASM (page 1 & 2) Shareholders' Voting Form	Y	The Company only has one class of shares. Each share is equal to one vote except for the cumulative voting allowed in the election of the members of the board.

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?	Notice of 2020 ASM Agenda Explanation of Agenda Items Minutes of the 2020 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 2020 ASM	Y	The company's notice of the most recent ASM is written in the English language.
B.2.3	Does the notice of AGM/circulars have the following details: 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?	Agenda Explanation of Agenda Items for 2020 ASM	Y	The external audit firm and its signing partner are identified in the Explanation of Agenda Items enclosed with the Notice of 2020 Annual Stockholders' Meeting.
B.2.5	Has an explanation of the dividend policy been provided?		N/A	No dividends were declared during the recent AGM
B.2.6	Is the amount payable for final dividends disclosed?		N/A	No dividends were declared during the recent AGM
B.2.7	Documents required for proxy/ Were the proxy documents made easily available?	Notice of 2020 ASM Proxy Forms	Y	Proxy forms are attached/enclosed with the Notice of 2020 ASM and are downloadable through the website at least twenty one (21) days prior to the meeting.

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 closed family corporation with only fourteen (14) stockholders. The holding company controls 99.7% of the company; the remaining 0.3% is distributed among 13 other minority stockholders.
B.3.2	Are the directors / commissioners required to report their dealings in company shares within 3 business days?		N/A	

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?		Y	
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	

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?		Y	
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.		Y	

B.5 Protecting minority shareholders from abusive actions

B.5.1	Were there any RPTs that can be classified as financial assistance to entities other than wholly-owned subsidiary companies?	2019 Annual Report (Item 31, page 95)	Y	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 Annual Audited Financial Statements contain disclosures of RPTs.