

Level 2 - Penalty

(P)A.	Rights of shareholders	
(P)A.1	Basic shareholder rights	
(P)A.1.1	Did the company fail or neglect to offer equal treatment for share repurchases to all shareholders?	Repurchase Notice / Announcement / Annual report.
(P)A.2	Shareholders, including institutional shareholders, should be allowed to consult with each other on issues concerning their basic shareholder rights as defined in the Principles, subject to exceptions to prevent abuse.	
(P)A.2.1	Is there evidence of barriers that prevent shareholders from communicating or consulting with other shareholders?	Annual Report / Company website.
(P)A.3	Right to participate effectively in and vote in general shareholders meeting and should be informed of the rules, including voting procedures, that govern general shareholders meeting.	
(P)A.3.1	Did the company include any additional and unannounced agenda item into the notice of AGM/EGM?	Minutes of Meeting / Meeting results notice
(P)A.3.2	Did the Chairman of the Board, Audit Committee Chairman and CEO attend the most recent AGM?	AGM Minutes
(P)A.4	Capital structures and arrangements that enable certain shareholders to obtain a degree of control disproportionate to their equity ownership should be disclosed.	
	<i>Did the company fail to disclose the existence of:</i>	
(P)A.4.1	Shareholders agreement?	Annual Report / Company website / Articles of association / Company announcement / Media
(P)A.4.2	Voting cap?	
(P)A.4.3	Multiple voting rights?	
(P)A.5	Capital structures and arrangements that enable certain shareholders to obtain a degree of control disproportionate to their equity ownership should be disclosed.	

		Source Document/ Location of Information
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(P)A.5.1	Is a pyramid ownership structure and/ or cross holding structure apparent?	To check for the existence of pyramid & cross holding structure(s): Disclosure in Annual Report/website of the company. It may be directly reported by the company or it may be disclosed in the form of Group Structure that reveals the ownership of the controlling shareholder(s) in companies belonging to the group. Other sources: Check on ownership structures of chains of entities that directly/indirectly owns the listed company.

(P)B. Equitable treatment of shareholders		
(P)B.1 Insider trading and abusive self-dealing should be prohibited.		
(P)B.1.1	Has there been any conviction of insider trading involving directors/commissioners, management and employees in the past three years?	Annual Report / Company website / Announcement / Media
(P)B.2 Protecting minority shareholders from abusive action		
(P)B.2.1	Has there been any cases of non compliance with the laws, rules and regulations pertaining to material related party transactions in the past three years?	Annual Report / Company website / Announcement / Media
(P)B.2.2	Were there any RPTs that can be classified as financial assistance (i.e not conducted at arms length) to entities other than wholly-owned subsidiary companies?	Annual Report / Company website / Announcement / Media

(P)C. Role of stakeholders		
(P)C.1 The rights of stakeholders that are established by law or through mutual agreements are to be respected.		
(P)C.1.1	Have there been any violations of any laws pertaining to labour/employment/ consumer/insolvency/ commercial/competition or environmental issues?	Sanction(s) from Regulator(s) / Media coverage / Company announcement / Annual Report / Company website
(P)C.2 Where stakeholders participate in the corporate governance process, they should have access to relevant, sufficient and reliable information on a timely and regular basis.		

		Source Document/ Location of Information
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(P)C.2.1	Has the company faced any sanctions by regulators for failure to make announcements within the requisite time period for material events?	Sanction(s) from Regulator(s) / Media / Company announcement / Annual Report / Company website

(P)D. Disclosure and transparency		
(P)D.1 Sanctions from regulator on financial reports		
(P)D.1.1	Did the company receive a "qualified opinion" in its external audit report?	Annual Report - see Independent Auditor's Report accompanying the company's financial statements.
(P)D.1.2	Did the company receive an "adverse opinion" in its external audit report?	
(P)D.1.3	Did the company receive a "disclaimer opinion" in its external audit report?	
(P)D.1.4	Has the company in the past year revised its financial statements for reasons other than changes in accounting policies?	Media / Announcement

(P)E. Responsibilities of the Board		
(P)E.1 Compliance with listing rules, regulations and applicable laws		
(P)E.1.1	Is there any evidence that the company has not complied with any listing rules and regulations over the past year apart from disclosure rules?	Company announcements to the exchange / Media
(P)E.1.2	Have there been any instances where non-executive directors/commissioner have resigned and raised any issues of governance-related concerns?	Company announcements to the exchange / Media
(P)E.2 Board structure		
(P)E.2.1	Does the Company have any independent directors/commissioners who have served for more than nine years or two terms of five years each (which ever is higher) in the same capacity? ¹ The five years term must be required by legislation which pre-existed before the introduction of the ASEAN Corporate Governance Scorecard in 2011	Annual report / Company website
(P)E.2.2	Did the company fail to identify who are the independent director(s) / commissioner(s)?	Annual Report
(P)E.2.3	Does the company have any independent directors/non-executive/commissioners who serve on a total of more than five boards of publicly-listed companies?	Annual Report / Annual CG Report.
(P)E.3 External Audit		
(P)E.3.1	Is any of the directors or senior management a former employee or partner of the current external auditor (in the past 2 years)?	Annual Report
(P)E.4 Board structure and composition		
(P)E.4.1	Has the chairman been the company CEO in the last three years?	Annual report

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(P)E.4.2	Do independent non-executive directors/commissioners receive options, performance shares or bonuses?	Annual Report / Notice to AGM / Announcements.
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