

From: Tamares, John Joseph S.
Sent: Monday, February 24, 2020 8:06 PM
To: Kamaludin Bin Ahmad; Lee Hin Sze; Tordesillas, Manuel N.; Bautista, Rico T.; Reyes, Joven D.; jdreyes129@yahoo.com.ph; eulogioamendoza@gmail.com; fundmanager_07@yahoo.com; Arenas, Evelyn P.; 'Ricardo Nicanor Jacinto'
Cc: Sumathi A/P Thankarasu; Effarina Binti Baharudin; Hebron, Raul M.; Senthil Woon Wai Keong; Rachel Loh Siew Peng; Veloria, Fredelyn C.; Azrie Hafiz Bin Azmi; Ahmad Shaifuldin bin Mahamad Sharudi
Subject: Notice of Annual Stockholders' Meeting of ELGAP on 17 March 2020 at 10:00am
Attachments: Notice of 17 March 2020 Annual Stockholders' Meeting of ELGAP.pdf; Editable Proxy Form (2020).docx; Editable Proxy Form (2020) EIHSB.docx; Editable Proxy Form (2020) E-Marc Consultants.docx; Editable Proxy Form (2020) MATRKECPI.docx

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

TO ALL ELGAP STOCKHOLDERS:

NOTICE IS HEREBY GIVEN THAT the 2020 Annual Meeting of the Stockholders of **Etiqa Life and General Assurance Philippines, Inc.** (formerly AsianLife and General Assurance Corporation) will be held on 17 March 2020, Tuesday, 10:00 in the morning, at the 2nd Floor ELGAP Oppen Boardroom, Oppen Building, 349 Sen. Gil J. Puyat Avenue, Makati City, 1209 Metro Manila.

The Organizational Board of Directors' Meeting will be held immediately after the Annual Stockholders' Meeting.

Please find below the Agenda for the Annual Stockholders' Meeting.

A G E N D A

1. Administrative Matters:
 - a. Call to Order
 - b. Certification of Notice & Quorum
2. As Ordinary Businesses:
 - a. Confirmation of the Minutes of the Previous Meeting of the Stockholders held on 06 September 2019.
 - ❖ The Chairman will present the Minutes of the Special Stockholders' Meeting on 06 September 2019 for review, comments and approval of the stockholders.
 - b. Ratification of the Acts of the Board of Directors, the Board Committees and Management
 - ❖ The Chairman will present to the stockholders for their approval, ratification and confirmation, all the acts of the Board of Directors, the Board Committees, and Management performed during the Fiscal Year 2019.
 - c. Approval of the President's Annual Report
 - ❖ The President will submit for approval of the stockholders the President's Annual Report for the Fiscal Year 2019.
 - d. Approval of 2019 Audited Financial Statements
 - ❖ The President will submit for approval of the stockholders the Company's Audited Financial Statements as at 31 December 2019, as audited by Sycip Gorres Velayo & Co. (SGV&Co.). As approved, the Audited Financial Statements of the Company will be submitted to the Securities and Exchange Commission (SEC) and the Bureau of Internal revenue (BIR).
 - e. Withdrawal of Stockholders' Resolution approving the increase in authorized capital stock of the Company and the corresponding amendment to its Articles of Incorporation.
 - ❖ In line with the issuance by the Insurance Commission of IC Circular Letter No. 2019-55, the President will submit for approval of the stockholders the proposed withdrawal of Stockholders' Resolution approving the

increase in the authorized capital stock of the Company and the corresponding amendment to its Articles of Incorporation.

f. Nomination and Election of the Board of Directors

- ❖ As required by the Revised Corporation Code of the Philippines, and the Company By-Laws, the stockholders are required to elect/re-elect the members of the Board of Directors of Etiqa Life and General Assurance Philippines, Inc., who will hold office for a period of one (1) year or until their successors are duly elected and qualified.

In line with the Charter of the Nominations Committee of the Board, the following are the nominees as members of the Board of Directors:

1. Kamaludin Bin Ahmad (Chairman)
2. Lee Hin Sze (Vice Chairman)
3. Manuel N. Tordesillas
4. Rico T. Bautista
5. Eulogio A. Mendoza
6. Ma. Victoria C. Vinas (Independent Director)
7. Ricardo Nicanor N. Jacinto (Independent Director)

All independent directors are subject to the term limit(s) provided under IC Circular No. 2018-36. Attached are the Profiles of the Nominated Directors.

g. Re-appointment of Sycip Gorres Velayo & Co. (SGV&Co.) as Independent Auditors of the Company

- ❖ As recommended by Management, the stockholders are requested to approve the re-appointment of SGV&Co. as the Independent Auditors of the Company for the Fiscal Year 2020.

h. Confirmation of Mission and Vision of the Company

- ❖ Mission: "Meeting Stakeholders' Needs through common Shared Values."
- ❖ Vision: "We aim to be A LEADING Insurance Provider supported by HIGHLY-EFFECTIVE PEOPLE and enabled by TECHNOLOGY."

i. Confirmation of 2019 Related Party Transactions (RPTs)

3. As Special Business:

- a. To transact any other business of the company.
 - ❖ The Chairman will open the floor for comments or queries by the stockholders.

4. Adjournment

A stockholder entitled to attend, speak, and vote at the stockholders meeting is entitled to appoint proxy(ies) to attend, speak and vote in his stead. If you cannot attend the said meeting, kindly accomplish and return the attached proxy form to the Office of the Corporate Secretary at the 2nd Floor ELGAP Oppen Boardroom, Oppen Building, 349 Sen. Gil J. Puyat Avenue, Makati City, 1209 Metro Manila no later than 16 March 2020 at 5:00 p.m.

Attached herewith are the written notice of meeting and proxy forms, hard copies of which will be sent to your good office via registered mail and courier.

Let me know if you have any questions or concerns.

Makati City, Metro Manila, 24 February 2020.

Thank you and Kind regards,

Atty. John Joseph S. Tamares, REB

Assistant Vice President, Corporate Secretarial Head
Corporate Secretarial Department
Legal & Corporate Services Division

2nd Flr., Oppen Building

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Makati City 1209
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M +63 919 061 8370
E jstamares@etiqa.com.ph
www.etiqa.com.ph

From: Hebron, Raul M.
Sent: Thursday, April 23, 2020 2:22 PM
To: Kamaludin Bin Ahmad; Lee Hin Sze; Tordesillas, Manuel N.; Bautista, Rico T.; Reyes, Joven D.; jdreyes129@yahoo.com.ph; eulogioamendoza@gmail.com; fundmanager_07@yahoo.com; Arenas, Evelyn P.; 'Ricardo Nicanor Jacinto'; Kamaludin Bin Ahmad
Cc: Sumathi A/P Thankarasu; Effarina Binti Baharudin; Tamares, John Joseph S.; Senthil Woon Wai Keong; Rachel Loh Siew Peng; Veloria, Fredelyn C.; Azrie Hafiz Bin Azmi; Ahmad Shaifuldin bin Mahamad Sharudi
Subject: RE: Notice of Annual Stockholders' Meeting of ELGAP on 14 May 2020 at 10:00am
Attachments: Notice of 14 May 2020 Annual Stockholders' Meeting of ELGAP.pdf; Editable Proxy Form (2020) EIHSB.docx; Editable Proxy Form (2020) E-Marc Consultants.docx; Editable Proxy Form (2020) Generic.docx; Editable Proxy Form (2020) MATRKECPI.docx
Importance: High

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The Organizational Board of Directors' Meeting will be held immediately after the Annual Stockholders' Meeting.

Please find below the Agenda for the Annual Stockholders' Meeting.

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 - b. Ratification of the Acts of the Board of Directors, the Board Committees and Management
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 - ❖ As required by the Revised Corporation Code of the Philippines, and the Company By-Laws, the stockholders are required to elect/re-elect the members of the Board of Directors of Etiqa Life and General Assurance Philippines, Inc., who will hold office for a period of one (1) year or until their successors are duly elected and qualified.

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4. Rico T. Bautista
5. Eulogio A. Mendoza
6. Ma. Victoria C. Vinas (Independent Director)
7. Ricardo Nicanor N. Jacinto (Independent Director)

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 - ❖ As recommended by Management, the stockholders are requested to approve the re-appointment of SGV&Co. as the Independent Auditors of the Company for the Fiscal Year 2020.
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 - ❖ Mission: "Meeting Stakeholders' Needs through common Shared Values."
 - ❖ Vision: "We aim to be A LEADING Insurance Provider supported by HIGHLY-EFFECTIVE PEOPLE and enabled by TECHNOLOGY."
- i. Confirmation of 2019 Related Party Transactions (RPTs)

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A stockholder entitled to attend, speak, and vote at the stockholders meeting is entitled to appoint proxy(ies) to attend, speak and vote in his stead. If you cannot attend the said meeting, kindly accomplish and return the attached proxy form to the Office of the Corporate Secretary at the 2nd Floor ELGAP Oppen Boardroom, Oppen Building, 349 Sen. Gil J. Puyat Avenue, Makati City, 1209 Metro Manila no later than 13 May 2020 at 5:00 p.m.

Attached herewith are the written notice of meeting and proxy forms.

Let me know if you have any questions or concerns.

Metro Manila, 23 April 2020.

Thank you and Kind regards,

Atty. Raul M. Hebron, CPA

SVP, Corporate Secretary and General Counsel
Legal Department



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Opinions, conclusions and other information in this message that do not relate to the official business of Malayan Banking Berhad shall be understood as neither given nor endorsed by it.

Tamames, John Joseph S.

From: Hebron, Raul M.
Sent: Tuesday, May 12, 2020 11:25 AM
To: Kamaludin Bin Ahmad; Lee Hin Sze; Tordesillas, Manuel N.; Bautista, Rico T.; Reyes, Joven D.; jdreyes129@yahoo.com.ph; eulogioamendoza@gmail.com; fundmanager_07@yahoo.com; Arenas, Evelyn P.; Kamaludin Bin Ahmad; 'Ricardo Nicanor Jacinto'
Cc: Sumathi A/P Thankarasu; Effarina Binti Baharudin; Tamames, John Joseph S.; Senthil Woon Wai Keong; Rachel Loh Siew Peng; Voloria, Fredelyn C.; Azrie Hafiz Bin Azmi; Ahmad Shaifuldin bin Mahamad Sharudi; Bonus, James Patrick Q.
Subject: RE: Notice of Joint Annual Stockholders' Meeting and Organizational Board Meeting of ELGAP on 14 May 2020 at 10:00am
Attachments: 2020 05 21 ELGAP Annual Stockholders' Meeting Script.pdf; 2020.05.21 Notice of ELGAP ASM.pdf; 2019.09.06 - Minutes of Special Stockholders Meeting.pdf; Report of ELGAP Material Related Party Transactions -31 March 2019.pdf; Report of ELGAP Material Related Party Transactions - 30 June 2019.pdf; Report of ELGAP Material Related Party Transactions - 30 September 2019.pdf; Report of ELGAP Material Related Party Transactions - 31 December 2019.pdf
Importance: High

TO ALL ELGAP STOCKHOLDERS AND DIRECTORS:

Please be reminded of the Joint Annual Stockholders' Meeting and Organizational Board Meeting of Etiqa Life and General Assurance Philippines, Inc. (Formerly AsianLife & General Assurance Corporation) for 2020 which will be held on May 21, 2020, Thursday, 10:00 a.m.

The meeting will be held virtually through Zoom Video Conferencing in light of the enhanced community quarantine due to COVID-19 pandemic, and in accordance with the provisions of SEC Memorandum Circular No. 06, Series of 2020.

Zoom Meeting ID and Password are as follows:

Join Zoom Meeting
<https://maybank.zoom.us/j/2332885276>

Meeting ID: 233 288 5276
Password: ELGAPBOD@1

Attached herewith is the Meeting Script for your review and perusal. Attached also are the formal Notice of Meeting with Agenda which was previously sent to your email, the Minutes of 06 September 2019 Special Stockholders' Meeting, and 2019 Reports of Material Related Party Transactions of ELGAP.

Your attendance is earnestly requested.

Let me know if you have any questions or concerns on the above.

Atty. AL

Corporate Secretary

Atty. Raul M. Hebron, CPA

SVP, Corporate Secretary and General Counsel
Legal Department
Legal & Corporate Services Division



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