

**MINUTES OF SPECIAL STOCKHOLDERS MEETING
OF
ETIQA LIFE AND GENERAL ASSURANCE PHILIPPINES, INC.**

The Special Stockholders Meeting of ETIQA LIFE AND GENERAL ASSURANCE PHILIPPINES, INC. was held at the ELGAP Boardroom, Etiqa Atrium 12E Flr., 107 Aguirre, Legazpi Village Makati City, Metro Manila, and through video conferencing on 18 September 2024 at 08:30 a.m. The hybrid meeting was conducted in accordance with the provisions of the Revised Corporation Code of the Philippines (R.A. 11232) and SEC Memorandum Circular No. 06, Series of 2020.

<u>Present</u>	<u>No. of Shares</u>	
Common:		
Etiqa International Holdings Sdn. Bhd. (represented by Lee Hin Sze)	63,499,999	
Maybank Capital, Inc. (represented by Aurelio Noel Dayrit)	47,142,288	
E-Marc Consultants, Inc. (represented by Eulogio A. Mendoza)	5,529,791	
Mohd Din Bin Merican	1	
Loh Lee Soon	1	
Manuel N. Tordesillas	1	
Eulogio A. Mendoza	1	
Ricardo Nicanor N. Jacinto	1	
Helen T. De Guzman	1	
Preferred:		
Etiqa International Holdings Sdn. Bhd. (represented by Lee Hin Sze)	50,059,600	
<u>Absent</u>		
Augusto Z. Fajardo	2	
Joven D. Reyes	1	
Ma. Victoria C. Viñas	1	
Total number of shares represented		166,231,684
Total number of shares issued and outstanding		166,231,688
Percentage of shares represented	99.99%	

CALL TO ORDER

The meeting was called to order by the Chairman, Encik Mohd Din Bin Merican, who thereafter, presided over the same. The Corporate Secretary, Atty. Raul M. Hebron, acted as secretary for purposes of the meeting.

CERTIFICATION OF NOTICE AND QUORUM

The Corporate Secretary certified that written notice of this meeting was sent to all stockholders of record, and that stockholders representing 99.99% of the total outstanding shares were present during the meeting, either in person or by proxy, and there was, therefore, the presence of a quorum to proceed with the transaction of the business for which the meeting was called.

Before proceeding to discuss the meeting Agenda, the Chairman explained to the stockholders the manner of voting on all resolutions. That is, (1) voting shall be by poll; (2) voting shall be by share of stock; (3) each share of stock entitles the person in whose name it is registered in the books of the Corporation to one (1) vote and (4) each shareholder is allowed to vote, either in person or by proxy.

The Chairman likewise informed and explained to the stockholders their right to ask questions or raise issues regarding each matter for resolution.

AMENDMENT TO AMENDED BY-LAWS

The Board of Directors at its meeting held last 19 August 2024 has recommended to the stockholders for approval the amendment of Section 5, Article VII of the Corporation's By-Laws, as amended, by changing the date of Annual Stockholders' Meeting from 3rd Tuesday of March to any day of April in each calendar year:

"5. Annual Meeting – The annual meeting of the stockholders shall be held on any day of April in each calendar year, at such time and place determined by the Board of Directors of the Corporation, where they shall select by a plurality vote by ballot the members of the Board of Directors, until their successors are elected and qualified."

After due deliberation, a stockholder moved for the approval of the proposed amendments to the Corporation's Amended By-Laws. The motion was duly seconded, and the votes cast as validated showed the following results:

Opinion	Vote Cast (one vote per share)	Percentage of Shares represented at meeting with balloting rights
For	166,231,684	99.99%
Against	None	None
Abstain	None	None

Thus, the stockholders consisting of at least 166,231,684 or 99.99% of the Corporation's issued and outstanding capital stock unanimously approved, confirmed and ratified, and the following resolution was adopted by the stockholders:

"RESOLVED, as it is hereby resolved, that the Stockholders of Etiga Life and General Assurance Philippines, Inc. (the

“Corporation”) representing at least 166,231,684 or 99.99% of the Corporation’s issued and outstanding capital stock, approve, confirm and ratify, as they do hereby, by poll balloting the amendment to Section 5, Article VII of the By-Laws by changing the date of Annual Shareholders’ Meeting from 3rd Tuesday of March to any day of April in each calendar year. Thus, Section 5, Article VII of the Corporation’s Amended By-Laws, be, as it is hereby, amended to read as follows:

“5. Annual Meeting – The annual meeting of the stockholders shall be held on any day of April in each calendar year, at such time and place determined by the Board of Directors of the Corporation, where they shall select by a plurality vote by ballot the members of the Board of Directors, until their successors are elected and qualified.”

*“**RESOLVED, FINALLY,** that the directors and officers of the Corporation be, as they are hereby, authorized to execute, sign and file with the Securities and Exchange Commission, the Insurance Commission, and other appropriate government agencies, any and all documents which may be required or necessary in order to fully implement the foregoing resolutions and to update the Corporation’s registrations with the said agencies.”*

ADJOURNMENT

There being no further business to transact, the meeting was adjourned on motion duly made and seconded.

Signed as a correct record:

MOHD DIN BIN MERICAN
Chairman