

ANNUAL GENERAL MEETING
OF THE STOCKHOLDERS OF
GENERALI LIFE ASSURANCE PHILIPPINES, INC.

27 April 2021
12:00 pm

STOCKHOLDERS PRESENT:

NO. OF SHARES:

Generali Asia N.V.*	20,999,995
Robert Hector John Spence	1
Betty G. Lui	1
Reynaldo C. Centeno	1
Maria Sharon B. Maranan	1
Maria Fe D. Velasco	1

Total No. of Shares Represented	21,000,000
Total No. of Shares Subscribed and Outstanding	21,000,000

Percentage of Attendance	100%
	=====

(*by proxy)

I. CALL TO ORDER

Mr. John Spence, who was requested to act as Chairman, called the meeting to order and presided over the same. Atty. Kristel Francine L. Tiu was appointed to act as Secretary of the meeting and recorded the minutes of the proceedings.

II. CERTIFICATION OF NOTICE AND QUORUM

The Secretary certified that notices of the annual stockholders meeting have been sent to all the stockholders of record and that a quorum existed for the transaction of business. The Secretary also informed the Shareholders present that she holds a proxy on behalf of the majority shareholder, Generali Asia N.V

III. APPROVAL OF THE MINUTES OF THE PREVIOUS MEETING

The Chairman informed the stockholders of the need to approve the minutes of the SH 2020 Annual Meeting dated 22 June 2020. The Shareholders unanimously approved -

“**RESOLVED**, as it is hereby resolved, the Minutes of the 2020 Annual General Meeting dated 22 June 2020 is hereby confirmed and ratified.”

IV. GENERAL RATIFICATION OF THE CORPORATE ACTS

The Chairman informed the stockholders of the need to ratify all acts of the Board of Directors and the management during the previous year.

After discussion, upon motion duly made and seconded, the shareholders unanimously approved the following resolution:

“**RESOLVED**, as it is hereby resolved, that the Stockholders approve, ratify and confirm the actions of the Board of Directors, Board Committees and Management from the period of 2019-2020 and until the date of the Annual Meeting, as reflected in the records of the Corporation, be, as they are hereby, confirmed and ratified.”

V RE-ELECTION OF DIRECTORS

The Chairman of Nomination Committee, nominates and moves for the re-election of the following, to be members of the Board of Directors:

1. Mr. John Spence
2. Ms. Beth Lui – Independent Director
2. Mr. Reynaldo C. Centeno
3. Ms. Maria Sharon B. Maranan
4. Maria Fe D. Velasco

Upon motion duly made and seconded, the shareholders unanimously approved the following resolution:

“**RESOLVED**, that stockholders hereby re-elect the following as Directors of the Corporation:

1. Mr. John Spence as Chairman of the Board
2. Ms. Beth Lui as Independent Director
2. Mr. Reynaldo C. Centeno
3. Ms. Maria Sharon B. Maranan
4. Maria Fe D. Velasco

VII. APPOINTMENT OF EXTERNAL AUDITOR

Ms. Maria Fe D. Velasco, nominated the appointment of KPMG to be the External Auditors of the Corporation for the year 2021.

Upon motion duly made and seconded, the shareholders unanimously approved the following resolution:

“**RESOLVED**, that KPMG be as it is hereby appointed as the external auditor of the Company for the year 2021.”

VIII. ADJOURNMENT

There being no other matters to be discussed, upon motion duly made and seconded, the meeting was adjourned.

ATTEST:



REYNALDO C. CENTENO
President & CEO



Kristel Francine L. Tiu (May 13, 2021 14:59 GMT+8)

ATTY. KRISTEL FRANCINE L. TIU
Corporate Secretary

Minutes of the Annual Stockholders' Meeting Held on 27 April 2021

Final Audit Report


2021-05-14

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