



**AIG Philippines Insurance, Inc.**

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Makati City 1226, Philippines

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April 28, 2026

**ATTY. REYNALDO A. REGALADO**

Commissioner  
Insurance Commission  
1207 UN Avenue, Manila

Attention: Atty. Jan Laurence G. Gatchalian  
Officer-in-Charge  
AML and Corporate Governance Division  
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**Re** : *Minutes of the 2026 Annual Stockholders Meeting*

Dear Atty. Regalado:

Please be informed that AIG Philippines Insurance, Inc. held its Annual Stockholders' meeting last April 14, 2026. In relation thereto, please find attached the minutes for the aforesaid meeting.

For any clarification, please feel free to reach out to the undersigned at 0917-830-82-99 or 8878-55-07.

Very truly yours,

  
**Farah del Valle-Repol**  
General Counsel



Enrico D. Cleofas  
Administrative Division  
Receiving Section

**AIG PHILIPPINES INSURANCE, INC.**  
(Company Registration Number 18389)

**MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING**  
**(No. 1 of 2026)**

The annual meeting of the stockholders of AIG Philippines Insurance, Inc. (the “**Company**” or the “**Corporation**” or “**AIG Philippines**”) was held in person and via teleconference/videoconference using the Microsoft Teams application, on 10 April 2025, at 4:45 p.m. (Philippines).

Stockholders in Attendance:                    Mr. Gary Wong  
    Mr. Robert G. Vergara (via tele/videoconference)  
    Mr. Michael John Morris (via tele/videoconference)  
    Ms. Ma. Consuelo O. Villamor  
    AIG Asia Pacific Insurance Pte. Ltd. represented by Ms.  
    Pamela Yeo (via tele/videoconference)

Also in Attendance:                            Ms. Farah del Valle-Repol  
    Ms. Michelle Annie Comia-Marasigan  
    Ms. Ma. Adelina S. Gatdula (Picazo Law)  
    Ms. Vivien Rose C. De Guzman (Picazo Law)

1.        The Chairperson, Mr. Gary Wong, called the meeting to order and presided over the same. Ms. Ma. Adelina S. Gatdula, the Corporate Secretary, recorded the minutes.
2.        Ms. Gatdula confirmed that:
  - a.        The following stockholders and other persons are present in this meeting:
    - Mr. Gary Wong
    - Mr. Robert G. Vergara (via tele/videoconference)
    - Mr. Michael John Morris (via tele/videoconference)
    - Ms. Ma. Consuelo O. Villamor
    - Ms. Farah del Valle-Repol
    - Ms. Michelle Annie Comia-Marasigan
    - Ms. Pamela Yeo (via tele/videoconference)
    - Ms. Ma. Adelina S. Gatdula (Picazo Law)
    - Ms. Vivien Rose C. De Guzman (Picazo Law)
  - b.        Messrs. Vergara and Morris and Ms. Yeo are attending the meeting by Microsoft Teams application teleconference/videoconference.
  - c.        Messrs. Vergara and Morris and Ms. Yeo can clearly hear the other attendees participating in the meeting.
  - d.        Messrs. Vergara and Morris and Ms. Yeo received the notice of this meeting including the agenda and materials.
  - e.        Messrs. Vergara and Morris and Ms. Yeo consent to the audio recording of this meeting, which recording will form part of the records of the Corporation.
3.        The meeting, being quorate, proceeded.

4. **Approval of Minutes of the Annual Stockholders' Meeting held on 10 April 2025**

The stockholders approved the minutes of the Annual Stockholders' Meeting held on 10 April 2025.

5. **Approval, Ratification and Confirmation of the Acts of the Board of Directors, the Various Committees and Management from 10 April 2025 to present**

Upon motion duly made, seconded and unanimously carried, the stockholders –

“**RESOLVED**, that all the acts of the Board of Directors as well as its Standing Committees, as recorded in their respective Minutes Book, and those of the executive officers of the Corporation, since the last annual meeting of the stockholders be, as they are hereby, approved, ratified and confirmed.”

6. **Management Report**

Mr. Wong presented the Management Report for the calendar year ending 31 December 2025. Overall, for the full year 2025, the Corporation achieved an acceptable result.

The stockholders noted the Management Report.

7. **Items for Approval**

Upon motion duly made, seconded and unanimously carried, the stockholders –

**(a) Audited Financial Statements for the year ending 31 December 2025**

“**RESOLVED, AS IT IS HEREBY RESOLVED**, that the Corporation's audited financial statements as of the year ended 31 December 2025, prepared by the external auditor of the Corporation, Isla Lipana & Co., as presented to the Board of Directors of the Corporation, be as it is hereby, approved.”

**(b) Election of Members of the Board of Directors**

Upon the endorsement of the Nomination and Corporate Governance Committee –

“**RESOLVED**, that the following individuals be, as they are hereby, elected as members of the Board of Directors to hold office for one (1) year or until their successors are duly elected and qualified:

Mr. Gary Wong  
Mr. Robert G. Vergara  
Mr. Michael John Morris  
Ms. Ma. Consuelo O. Villamor  
Mr. Lester Peñafiel

**(c) Appointment of External Auditor for the Year 2026**

“**RESOLVED, AS IT IS HEREBY RESOLVED**, to appoint the auditing firm of Isla Lipana & Co., as the Corporation's External Auditor for the fiscal year ending 31 December 2026.”

**(d) Amendment to the Articles of Incorporation and By-Laws**

**“RESOLVED, AS IT IS HEREBY RESOLVED,** that the Corporation be, as it is hereby authorized, to apply for the amendment of the articles of incorporation and by-laws of the Corporation with the Securities and Exchange Commission (“SEC”), to implement the following changes:

Reference	Purpose	Current Language	Revised Language
<b>Articles of Incorporation</b>			
Article III	to reflect the change in the principal address of the Corporation	The place where the principal office of the corporation is to be located or established is at 30 <sup>th</sup> Floor, Philam Life Tower, 8767 Paseo de Roxas, Makati City, Philippines. (as amended on 21 March 2018)	The place where the principal office of the Corporation is to be located or established is at <b>the 30<sup>th</sup> Floor, <u>AIA Tower</u> (formerly Philam Life Tower), 8767 Paseo de Roxas, <u>Barangay Bel-Air, 1226 Makati City, <u>Fourth District, National Capital Region.</u></u> (As amended on 14 April 2026)</b>
Article IV	to align the corporate existence of the Corporation with Section 11 (Corporate Term) of the Revised Corporation Code	That the term for which said corporation is to exist shall be extended for fifty (50) years from and after February 23, 2011. (as amended on 12 January 2009)	That the <b>Corporation shall have perpetual existence.</b> (As amended on 14 April 2026)"
<b>By-Laws</b>			
Section 1 (Annual Meeting) of Article II (Stockholder)	(i) reflect the change in the annual meeting date of the stockholders of the Corporation to be held every second Tuesday of April, and (ii) allow the stockholders to attend the annual meeting of the Corporation through tele/videoconference or other alternative modes of remote communication as may be provided in the internal procedures of the Corporation, or <i>in absentia</i>	Section 1. <u>Annual Meeting.</u> - The annual meeting of the stockholders of the Company for the election of directors and for the transaction of such other business as may properly come before the meeting, shall be held at the principal office of the Company, on the third Wednesday of March of each year, if not a legal holiday, and if a legal holiday, then on the next succeeding business day, or on such other day as shall, upon order of the Board of Directors, be stated in the notice of the meeting. (as amended on 19 March 2014)	Section 1. Annual Meeting. – The annual meeting of the stockholders of the Corporation for the election of directors and for the transaction of such other business as may properly come before the meeting, shall be held at the principal office of the <b>Corporation</b> , on the <b><u>second Tuesday of April</u></b> of each year, if not a legal holiday, and if a legal holiday, then on the next succeeding business day or on such other day as shall, upon order of the Board of Directors, be stated in the notice of the meeting. <b><u>Said meeting may be attended by the stockholders in person, by proxy appointed in writing, through video/teleconference or other alternative modes of remote communication as may be provided in the internal procedures of the corporation, or in absentia.</u></b> (As amended on 14 April 2026)"

<p>Section 2 (Special Meetings) of Article II (Stockholder)</p>	<p>to allow stockholders to attend special meetings through tele/videoconference or other alternative modes of remote communication as may be provided in the internal procedures of the Corporation, or <i>in absentia</i></p>	<p>Section 2. <u>Special Meetings.</u>        - Special meetings of the stockholders for any purpose other than those regulated by statute may be called by resolution of the Board of Directors or by the President or by the Secretary, and shall be called by the President or by the Secretary upon the written request of one-third of the members of the Board of Directors or on written request of the holders of record of majority of the stock.</p> <p>All special meetings shall be held at such place as shall be designated in the call. (as amended on 19 March 2014)</p>	<p>Section 2. Special Meetings. - Special meetings of the stockholders for any purpose other than those regulated by statute may be called by resolution of the Board of Directors or by the President or by the Secretary, and shall be called by the President or by the Secretary upon the written request of one-third of the members of the Board of Directors or on written request of the holders of record of majority of the stock.</p> <p>All special meetings shall be held at such place as shall be designated in the call. <b><u>Said meetings may be attended by the stockholders in person, by proxy appointed in writing, through video/teleconference or other alternative modes of remote communication as may be provided in the internal procedures of the Corporation, or in absentia.</u></b> (As amended on 14 April 2026)"</p>
<p>Section 3 (Notice of Meeting), paragraph 2 of Article II (Stockholder)</p>	<p>to allow stockholders to vote through tele/videoconference or other alternative modes of remote communication as may be provided in the internal procedures of the Corporation or <i>in absentia</i></p>	<p>Section 3. <u>Notice of Meeting.</u>        - Written notice of every annual or special meeting of the stockholders, stating the time, place and object thereof, shall be mailed, postage prepaid, or sent through facsimile or e-mail, or delivered in person by the Secretary or the officer performing his duties, or the officer calling the meeting, at least five (5) days before said meeting, to each stockholders entitled to vote thereat, at such address as appears on the books of the corporation, except as such as may, in writing, waive such notice. No notice of any meeting need be published in any newspaper or in any other publication. (as amended on 19 March 2014)</p> <p>If all stockholders entitled to vote, either in person or by attorney or proxy appointed in writing, waive notice of any meeting, either annual or</p>	<p>Section 3. Notice of Meeting. - Written notice of every annual or special meeting of the stockholders, stating the time, place and object thereof, shall be mailed, postage prepaid, or sent through facsimile or e-mail, or delivered in person by the Secretary or the officer performing his duties, or the officer calling the meeting, at least five (5) days before said meeting, to each stockholders entitled to vote thereat, at such address as appears on the books of the Corporation, except as such as may, in writing, waive such notice. No notice of any meeting need be published in any newspaper or in any other publication. (As amended on 19 March 2014)</p> <p>If all stockholders entitled to vote in person, by proxy appointed in writing, <b><u>through tele/videoconference or other alternative modes of remote communication as may be provided in the</u></b></p>

		special, no notice of such meeting shall be required and any action taken at a meeting held pursuant to such waiver shall be valid and binding.	<b><u>internal procedures of the Corporation, or in absentia,</u></b> waive notice of any meeting, either annual or special, no notice of such meeting shall be required and any action taken at a meeting held pursuant to such waiver shall be valid and binding. (As amended on 14 April 2026)"
Section 4 (Voting) of Article II (Stockholder)	to allow stockholders to vote through tele/videoconference or other alternative modes of remote communication as may be provided in the internal procedures of the Corporation or <i>in absentia</i>	Section 4. <u>Voting</u> . At every meeting of stockholders, each stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation; Provided, however, that, in the election of directors, each stockholder shall be entitled to cumulate his votes in the manner prescribed by law. Each stockholder entitled to vote at a meeting of stockholder may vote by proxy, provided the proxy has been appointed in writing by the stockholder himself or by his duly authorized attorney. The instrument appointing a proxy shall be exhibited to and lodged with the Secretary at the time of the meeting.	Section 4. Voting. At every meeting of <b><u>the</u></b> stockholders, each stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation; Provided, however, that, in the election of directors, each stockholder shall be entitled to cumulate his votes in the manner prescribed by law. Each stockholder entitled to vote at a meeting of stockholder may vote <b><u>in person,</u></b> by proxy (provided the proxy has been appointed in writing by the stockholder himself or by his duly authorized attorney), <b><u>through tele/videoconference or other alternative modes of remote communication as may be provided in the internal procedures of the corporation, or in absentia.</u></b> The instrument appointing a proxy shall be exhibited to and lodged with the Secretary at the time of the meeting. (As amended on 14 April 2026)"
Section 5 (Quorum) of Article II (Stockholder)	to indicate that stockholders attending by proxy, through tele/videoconference or other alternative modes of remote communication or <i>in absentia</i> shall be deemed present for purposes of the quorum	Section 5. <u>Quorum</u> . - The holders of a majority of the stock issued and outstanding and entitled to vote, present in person or by proxy, shall be requisite and shall constitute a quorum for the election of directors or for the transaction of business, except as otherwise provided by law. If, however, such majority shall not be present and represented at any meeting of the stockholders, the stockholders entitled to vote, present in person or by	Section 5. Quorum. - The holders of a majority of the stock issued and outstanding and entitled to vote shall be requisite and shall constitute a quorum for the election of directors or for the transaction of business, except as otherwise provided by law. If, however, such majority shall not be present and represented at any meeting of the stockholders, the stockholders entitled to vote shall have the power to

		<p>proxy, shall have the power to adjourn the meeting from time to time, without notice other than the announcement at the meeting, until the requisite number of voting stocks shall be present and represented. At any such adjourned meeting at which the requisite number of voting stock shall be present, any business may be transacted which might have been transacted at the meeting as originally called. (as amended on 19 March 2014)</p>	<p>adjourn the meeting from time to time, without notice other than the announcement at the meeting, until the requisite number of voting stocks shall be present and represented. At any such adjourned meeting at which the requisite number of voting stock shall be present, any business may be transacted Which might have been transacted at the meeting as originally called.</p> <p><b><u>For the avoidance of doubt, stockholders attending by proxy appointed in writing, through tele/videoconference or other alternative modes of remote communication as may be provided in the internal procedures of the Corporation, or in absentia, shall be deemed present for purposes of the quorum. (As amended on 14 April 2026)"</u></b></p>
<p>Section 4 (Meetings) of Article III (Board of Directors)</p>	<p>(i) align the language on participation via remote communication or in absentia with the other amendments to the by-laws; (ii) change the notice requirement for special meetings of directors from at least one (1) day before the meeting to at least two (2) days before the meeting (whether regular or special), and (ii) remove reference to a vice-president</p>	<p>Section 4. <u>Meetings.</u> - The Directors may hold their meetings and have one or more offices at the principal office of the corporation, or at such other place or places, either within or without the Philippines, as they may from time to time determine. Said meetings may be attended by the directors either in person or through video/teleconference in accordance with existing rules and regulations of the Securities and Exchange Commission. (as amended on 19 March 2014)</p> <p>Special meetings may be held at any time upon the call of the President or any Vice-President, and shall be called by the President or the Secretary at the written request of the two (2) Directors. Notice of special meetings shall be given by the Secretary or other officer performing his duties, either personally or by letter, telephone, facsimile, or</p>	<p>Section 4. Meetings. - The Directors may hold their meetings and have one or more offices at the principal office of the Corporation, or at such other place or places, either within or without the Philippines, as they may from time to time determine. Said meetings may be attended by the directors either in person, through video/teleconference <b><u>or other alternative modes of remote communication as may be provided in the internal procedures of the Corporation, or in absentia.</u></b></p> <p>Special meetings may be held at any time upon the call of the President, <b><u>or upon the call of the President or the Secretary at the written request of at least two (2) Directors.</u></b> Notice of special meetings shall be given by the Secretary or other officer performing his duties, either personally or by letter, telephone, facsimile, or e-mail, at least <b><u>two (2) days</u></b> before</p>

		e-mail, at least one day before the meeting. Meetings may be held at any time without notice if all the Directors are present, or if those present waive notice of the meeting in writing either before or after the meeting. (as amended on 19 March 2014)	the meeting. Meetings may be held at any time without notice if all the Directors are present, or if those present waive notice of the meeting in writing either before or after the meeting. (As amended on 14 April 2026)"
Section 5 (Quorum) of Article III (Board of Directors)	to indicate that board members attending through tele/videoconference or other alternative modes of remote communication or <i>in absentia</i> shall be deemed present for purposes of the quorum	Section 5. <u>Quorum</u> . - At all meetings of the Board, the presence of a majority of the members shall be necessary to constitute a quorum for the transaction of business, and any act of a majority at a meeting at which such quorum is present shall be the act of the Board of Directors, except as may be otherwise specifically provided by statute or by the Articles of Incorporation or by these By-Laws. If such quorum be lacking, those present may adjourn the meeting from time to time until a quorum shall be present and the meeting may be held as adjourned without further notice.	Section 5. Quorum. - At all meetings of the Board, the presence of a majority of the members shall be necessary to constitute a quorum for the transaction of business, and any act of a majority at a meeting at which such quorum is present shall be the act of the Board of Directors, except as may be otherwise specifically provided by statute or by the Articles of Incorporation or by these By-Laws. If such quorum be lacking, those present may adjourn the meeting from time to time until a quorum shall be present and the meeting may be held as adjourned without further notice.  <b><u>For the avoidance of doubt, directors attending through tele/videoconference or other alternative modes of remote communication as may be provided in the internal procedures of the Corporation, or in absentia, shall be deemed present for purposes of the quorum. (As amended on 14 April 2026)</u></b>
Section 1 (Election and Appointment) of Article V (Officers and Agents)	to remove references to the vice chairman of the board, executive vice president, and vice presidents	Section 1. <u>Election and Appointment</u> . - The Officers of the Corporation shall be elected by the Directors at their first meeting and annually thereafter. There shall be a Chairman of the Board, a Vice Chairman of the Board, a President, an Executive Vice President, one or more other Vice Presidents, a Secretary and a Treasurer, and such other officers as the Board may deem necessary and proper.	Section 1. Election and Appointment. - The Officers of the Corporation shall be elected by the <b>Board of Directors</b> at their first meeting and annually thereafter. There shall be a Chairman of the Board, a President, a Secretary, a Treasurer, and such other officers as the Board of Directors may deem necessary and proper.  The Chairman of the Board and the President shall be

		(as amended on October 2, 1987)  The Chairman of the Board, the Vice Chairman of the Board and the President shall be Directors. Other officers need not be Directors or stockholders. The same person may hold the offices of Secretary and Treasurer, or Vice President and Secretary, or Vice President and Treasurer. (as amended on October 2, 1987)	Directors. Other officers need not be Directors or stockholders. The same person may hold the offices of Secretary and Treasurer. (As amended on 14 April 2026)
Section 3 (Vice Chairman) of Article V (Officers and Agents)	to delete in full the provisions of the by-laws relating to the powers of the vice-chairman, executive vice president and vice-presidents which, through these amendments, are no longer provided in the by-laws as additional officers of the Corporation, and accordingly, to renumber the remaining sections under Article V.	Section 3. <u>Vice Chairman</u> . - The Vice Chairman of the Board shall have such powers and perform such duties as the Board of Directors may from time to time prescribe. (as amended on 19 March 2014)	<i>For deletion.</i>
(ii) Section 5 (Executive Vice President) of Article V (Officers and Agents);		Section 5. <u>Executive Vice President</u> . - The Executive Vice President, in the absence or disability of the President, shall, if he is qualified, perform the duties and exercise the powers of the President and shall perform such other duties as may be prescribed by the Board of Directors and, subject thereto, by the President. (as amended on 19 March 2014)	<i>For deletion.</i>
Section 6 (Other Vice-President) of Article V (Officers and Agents)		Section 6. <u>Other Vice-Presidents</u> . - The Vice President or other Vice Presidents, in the order of their seniority in the absence or disability of both the President and the Executive Vice President, shall, if he is qualified, perform the duties and exercise the powers of the President and/or the Executive Vice President and shall perform such other duties as may be prescribed by the Board of Directors, and subject thereto, by the President. (as amended on 19 March 2014)	<i>For deletion.</i>
Section 4 (President) of Article V (Officers and Agents)	to remove the reference to a vice-chairman	Section 4. <u>President</u> . - The President shall be the chief executive officer of the corporation and shall	Section <u>3</u> . President. - The President shall be the chief executive officer of the Corporation and shall exercise

<p>Agents) (now renumbered to Section 3)</p>		<p>exercise general supervision and administration over all its affairs. In addition to such other duties as may be prescribed by the Board of Directors, he shall, in the absence of the Chairman of the Board and the Vice Chairman of the Board, preside at all meetings of stockholders and of the Board of Directors. In all cases where, and to the extent that, the duties, powers and compensation of the other officers, agents and employees of the corporation are not specifically prescribed by the By-Laws and the rules and regulations of the Board of Directors, the President may prescribe such duties, powers and compensation. (as amended on 19 March 2014)</p> <p>The President shall sign or countersign, as may be necessary, all such bills, notes, checks and contracts as may pertain to the ordinary business affairs of the corporation and, when duly notarized, shall sign all contracts, orders, deeds, leases, licenses or other instruments of a special nature. He shall, as far as possible, familiarize himself with the affairs of this or any other corporation in which this corporation may be interested, and shall keep the Board of Directors and fully informed concerning the business and affairs of the Company, and shall freely consult them concerning the same. (as amended on 19 March 2014)</p>	<p>general supervision and administration over all its affairs. In addition to such other duties as may be prescribed by the Board of Directors, he shall, in the absence of the Chairman, preside at all meetings of stockholders and of the Board of Directors. In all cases where, and to the extent that the duties, powers and compensation of the other officers, agents and employees of the Corporation are not specifically prescribed by the By-Laws and the rules and regulations of the Board of Directors, the President may prescribe such duties, powers and compensation.</p> <p>The President shall sign or countersign, as may be necessary, all such bills, notes, checks and contracts as may pertain to the ordinary business affairs of the Corporation and, when duly notarized, shall sign all contracts, orders, deeds, leases, licenses or other instruments of a special nature. He shall, as far as possible, familiarize himself with the affairs of this or any other corporation in which <u>the Corporation</u> may be interested, and shall keep the Board of Directors fully informed concerning the business and affairs of the <u>Corporation</u>, and shall freely consult them concerning the same. (As amended on 14 April 2026)"</p>
<p>Section 2 of Article VI (Stocks)</p>	<p>to change period of closing the stock and transfer book from a period of not exceeding ten (10) days preceding the meeting of stockholders to</p>	<p>Section 2. <u>Transfer of Stock</u> - No transfer of stock of this corporation shall be valid unless made upon the books of the corporation by the person or persons of corporation owning the said stock, or by his, her, their or its attorney, legally constituted or appointed, or,</p>	<p>Section 2. <u>Transfer of Stock</u> - No transfer of stock of this Corporation shall be valid unless made upon the books of the Corporation by the person or persons of corporation owning the said stock, or by his, her, their or its attorney, legally constituted or</p>

	<p>at least 20 days for regular meetings and 7 days for special meetings before the schedule date of the meeting</p>	<p>in case of death, of his, her, their, or its legal representative.</p> <p>The Board of Directors shall have the power to close the stock transfer books of the corporation for a period not exceeding ten (10) days preceding the date of any meeting of stockholders or the date for payment of any dividend or the date for the allotment of rights or the date when any change or conversion or exchange of capital stock shall go into effect within the limits provided by law.</p> <p>The Board of Directors shall have the power and authority to make all such rules and regulations as respectively they may deem expedient, concerning the issue, transfer and registration of certifications for shares of the capital stock of the company.</p> <p>The Board of Directors may appoint a transfer agent and registrar of transfers, and may require all stock certificates to bear the signature of such transfer agent and of such registrar of transfers.</p>	<p>appointed, or, in case of death, of his, her, their, or its legal representative.</p> <p>The Board of Directors shall have the power to close the stock <b>and</b> transfer books of the <b>Corporation at least twenty-one (21) days</b> preceding the date of a regular meeting of the stockholders or the date for payment of any dividend or the date for the allotment of rights or the date when any change or conversion or exchange of capital stock shall go into effect within the limits provided by law, <b>or at least seven (7) days preceding the date of a special meeting of the stockholders.</b></p> <p>The Board of Directors shall have the power and authority to make all such rules and regulations as respectively they may deem expedient, concerning the issue, transfer and registration of certifications for shares of the capital stock of the <b>Corporation.</b></p> <p>The Board of Directors may appoint a transfer agent and registrar of transfers, and may require all stock certificates to bear the signature of such transfer agent and of such registrar of transfers. <i>(As amended on 14 April 2026)</i>"</p>
<p>Section 3 (Certification of Stock) of Article VI (Stocks)</p>	<p>to remove the reference to the executive vice-president and vice presidents</p>	<p>Section 3. <u>Certification of Stock.</u> - Each holder of fully paid stock of the corporation shall be entitled to a certificate of stock certifying the number of shares owned by him, which certificate shall be signed by the President or the Executive Vice President or any Vice President, and countersigned by the Secretary or an Assistant Secretary and sealed in consecutive order from the certificate books of the corporation, and a record of each certificate issued shall be left on the stub thereof.</p>	<p>Section 3. Certification of Stock.- Each holder of fully paid stock of the <u>Corporation</u> shall be entitled to a certificate of stock certifying the number of shares owned by him, which certificate shall be signed by the President, and countersigned by the Secretary or an Assistant Secretary and sealed in consecutive order from the certificate books of the <u>Corporation</u>, and a record of each certificate issued shall be</p>

			left on the stub thereof. (As amended on 14 April 2026)"
Article VII (Contracts of Insurance and Reinsurance)	to remove the reference to the executive vice-president and vice presidents	The President or the Executive Vice-President or any Vice-President, or the Secretary or any Assistant Secretary or any officer as the Board of Directors may appoint, shall have the power to make or execute contracts of insurance or reinsurance on behalf of the Company. (as amended on 30 January 2013)	The President or the Secretary or any Assistant Secretary or any officer as the Board of Directors may appoint, shall have the power to make or execute contracts of insurance or reinsurance on behalf of the <b>Corporation</b> . (As amended on 14 April 2026)

“**RESOLVED, FINALLY**, that any and all other amendments to the articles of incorporation and by-laws of the Corporation which are purely clerical in nature, such as but not limited to, the removal of underlines for items which are not being amended, fixing capitalizations, ensuring uniformity in the terms used, and other similar formatting changes, are hereby approved.”

8. **Date of Next Meeting**

The stockholders will be advised of the next meeting in due course.

9. **Closure**

There being no further business, the meeting was adjourned.

CERTIFIED CORRECT:



**MA. ADELINA S. GATDULA**  
Corporate Secretary

ATTEST:

  
**GARY WONG**

Chairperson and President