



THE PREMIER LIFE AND GENERAL ASSURANCE CORPORATION

(Formerly: The Premier Insurance & Surety Corporation)

3rd Floor, Rm. 301 Travellers Life Bldg.,
490 T.M. Kalaw St., Ermita, Manila
Tel. Nos. : 242-2163, 523-7250 & Fax No. 243-0170

MINUTES OF THE ANNUAL STOCKHOLDERS MEETING OF THE PREMIER LIFE AND GENERAL ASSURANCE CORPORATION

Room 201, 3rd Floor, Travellers Life Bldg. 490 T.M. Kalaw Street, Ermita Manila

List of Directors Present:

SAMUEL U. LEE	Director / Chairman
MAYBELLE L. LIM	Director / President & COO
PHILLIP GABRIEL C. LEE	Director / CEO
ANDREW RAPHAEL C. LEE	Director
SANDRA L. ANG	Director
EDGARDO P. DAVID	Director
EVANGELINE P. DE LEON	Director
Atty. MARCIANO F. BOONGALING	Independent Director
Atty. ADELINA S.E. MOLINA	Independent Director

Other Stockholders/Officers Present:

Atty. FLORENCE B. CARANDANG	VP Legal/ Corporate Secretary
FLORINDA R. CALLO	VP Finance / Treasurer
TOPTRADERS IMPORT EXPORT CORP.	(represented by Phillip Gabriel C. Lee, Vice-President)
HUNSTVILLE HOLDINGS CORP.	(represented by Andrew Raphael C. Lee, Director)
TRAVELLERS INSURANCE AND SURETY CORP.	(represented by Samuel U. Lee, Chairman of the Board)
CARLOS N. BAUTISTA Jr.	VP Operations
EUGENIO R. HERMOSA Jr.	AVP for Finance & Accounting

1. CALL TO ORDER

Chairman

On behalf of Premier, I would like to welcome all our stockholders, the members of the Board, and our guests who are present in this year's Annual Stockholders' Meeting.

That being said, the meeting is called to order. Ms. Secretary, do we have proof of record that notices of this meeting were sent to the stockholders, at least 28 days prior to today's meeting?

2. REPORT ON ATTENDANCE AND QUORUM:

Corporate Secretary: Mr. Chairman, written notices of this meeting were sent to stockholders by personal delivery and by electronic mail at their respective residential and email addresses indicated in the books of the corporation, on 14 April 2026, or twenty-one days prior to the date of this meeting. The same was also published on the company's website.

Chairman: Ms. Secretary, do we have a quorum for the transaction of business?

Corporate Secretary: Mr. Chairman, based on our tabulations, a quorum exists, there being present or represented by proxy stockholders owning/holding 30,000,000 number of shares representing 100% of the total outstanding shares of the corporation.

Chairman: Ms. Secretary, can you explain the voting procedure for each agenda and election of directors?

Corporate Secretary: Mr. Chairman, the tabulation and validation of all the votes for each agenda taken as well as the results of the election for directorship will be facilitated by DCM & Co., an independent auditing/accounting firm, which we will formally introduce in a while as part of our agenda. The voting and validation procedure for the election of directors will not depart from Section 4, Article VII of the Amended By-Laws of the Corporation, which reads, as follows:

Sec. 4 Vote

“Voting upon all questions at all meetings of the stockholders shall be shares of stock and not per capita”

Chairman: Since a quorum exists for the transaction of business and the voting process is already explained, we now move to the next item on the agenda.

3. MESSAGE FROM THE PRESIDENT AND APPROVAL OF THE 2025 AUDITED FINANCIAL STATEMENTS

Chairman: Next on the agenda is the President's Report and Presentation of the Financial Statements for 2025. May we now call on the President, Ms. Maybelle L. Lim for her message and report for the year ending as of December 2025.

Dir. Maybelle L. Lim: Thank you, Mr. Chair. First of all, I would like to thank the Stockholders, the members of the Board of Directors, the Branch Managers, the Employees and our Agents and Policyholders for their continued support, without them, we cannot achieve what we are now today.

This report covers the operating results and financial condition of our corporation as of December 31, 2025 with comparative figures against the year 2024.

For the Result of Operation

Our Gross Premiums Earned for the year 2025 amounting to Php123,356,308, was lower by approximately 77% than last year's Php536,777,402.

Net Premiums earned for 2025 was Php104,872,889 which is lower by 73% than previous year's Php392,707,703.

Gross Underwriting Income for the year 2025 amounted to Php107,880,217, which is lower by approximately 74% compared to Php420,328,204 in 2024.

Our Total Underwriting Expenses decreased by 68% from Php263,588,677 in 2024 to Php84,556,086 in 2025.

Our Operating Expenses during the year amounted to Php112,081,645 compared to Php201,509,870 in 2024, a lower of 44%.

Our Net Income for the year 2025 was Php14,106,454 lower by 56% in last Year's Php31,876,364.

Financial Conditions as of December 31, 2025

Our Total Assets as of December 31, 2025 amounted to Php5,319,267,203 compared to Php4,551,809,671 as of December 31, 2024.

Our Total Liabilities as of end of 2025 amounting to Php716,856,053 was 17% higher than Php613,795,574 as of end of 2024.

Our Stockholders' Equity increased by 17% from Php3,938,014,097 as of end of 2024 to Php4,602,411,150 as of end of 2025

PRESENTATION OF THE ANNUAL REPORT FINANCIAL STATEMENT:

Chairman: The next item in the agenda is the presentation of the Financial Statements for 2025, as well as the Annual Report for 2025 of the company, which was reviewed and endorsed by the Board Audit Committee. Upon registration, you have all been provided each with copies of the Corporation's 2025 Financial Statements which is also incorporated in the 2025 Annual Report of Premier. The Chair will now entertain any motion on the Financial Statements as presented?

Dir. Edgardo P. David: Mr. Chairman, since copies of the Financial Statements were previously distributed, I move that the reading of the Financial Statements be dispensed with and that the same be approved as presented.

Dir. Phillip C. Lee: I second the mention.

Dir. Chairman: Are there any objections?

(There are no objections)

Dir. Chairman: There being no objections, the motion is deemed approved.

4. RATIFICATION AND CONFIRMATION OF ALL ACTS OF THE BOARD OF DIRECTORS AND OFFICERS FOR THE YEAR 2025:

Chairman: We now move to the next item which is the confirmation and ratification of all acts, resolutions and proceedings of the Board of Directors for the year 2025. Ms. Secretary, kindly present the resolutions taken by the Board of Directors and its Corporate Officers from the preceding year.

(The Corporate Secretary reads the summary of the resolutions taken by the Board and the Officers, as well as the Minutes of the 2025 Annual Stockholders Meeting)

Corporate Secretary: I will be presenting the summary of resolutions taken by the Board and the Officers from the last year, as well as the Minutes of the 2025 Annual Stockholders' Meeting.

Resolution No. 1: That Mr. Leonardo R. Rincoraya Jr., Company Messenger be authorized to process and submit the Book of Account for the year 2024 before the Bureau of Internal Revenue.

Resolution No. 2: That Mr. Diomenis F. Calibat, Jr., be authorized to request for the updated Tax Declaration, Tax Clearance, certificate of No improvement and certified true copy of the property covered by TCT No. 006-2023000784 before the Registry of Deeds and Assessor's Office of Makati City.

Resolution No. 3: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP27,700,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 4: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP7,200,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 5: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP15,200,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 6: That the Board of Directors approved the proposed increase of the corporation's authorized capital stock from Two Billion Pesos (Php2,000,000,000.00) divided into Twenty Million shares (20,000,000.00) to Three Billion Pesos (Php3,000,000,000.00) divided into Thirty Million Shares (30,000,000) with a par value of Php100.00 per share. That the said proposal is subject to the approval of the stockholders on the 2025 Annual Stockholders Meeting (ASM) of the corporation, and endorsement of the Insurance Commission;

Resolution No. 7: That Mr. Leonardo R. Rincoraya Jr., Company Messenger be authorized to submit the BIR 2316 (Certificate of Compensation 2024) for the year 2025 before the Bureau of Internal Revenue.

Resolution No. 8: That the company approves the proposed pre-termination of its Held-to-Maturity (HTM) investment with Yorkville Capital & Investment Corporation which was already approved by the Insurance Commission in its Letter dated 14 February 2025. That the corporation designates its President and COO, Ms. Maybelle L. Lim to sign the Pre-Termination Letter and other pertinent documents in relation thereto.

Resolution No. 9: That the Board approves the write-off of the uncollectible receivables incurred under the previous management as follows:

Reinsurance amounting to Thirty-Eight Million Five Hundred Sixteen Thousand Nine Hundred Seventy-Three Pesos and 37/100 (PHP38,516,973.37).

Direct accounts in the amount of Seven Million Two Hundred Sixty-Four Thousand Three Hundred Seventy-Three Pesos and 36/100 (PHP7,264,373.36); and

Cash Equivalent of Two Million Four Hundred Eighty-Nine Thousand One Hundred Seventy Pesos and 56/100 (PHP2,489,170.56).

For the total amount of Forty-Eight Million Two Hundred Seventy Thousand Five Hundred Seventeen Pesos and 29/100 (PHP48,270,517.29) which were already deemed uncollectible after all reasonable collection efforts have been exhausted.

The Board also designates the Accounting/Finance department to make the necessary accounting adjustment.

Resolution No. 10: That Mr. Leonardo R. Rincoraya Jr., Company Messenger be authorized to submit the Audited Financial Statement for the year 2024 before the Bureau of Internal Revenue

Resolution No. 11: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP18,900,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 12: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP22,500,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 13: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP14,300,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 14: That in compliance with the Advisory No. 8-2018 of the Insurance Commission, directing all non-life insurance companies doing business in the Philippines to submit the list of the names and designation of all authorized signatories for bond and contractor all risk policy, the company approves, seven (7) signatories for year 2024-2025.

Resolution No. 15: That the corporation hereby designates its Senior Comptroller, Mr. Eugenio R. Hermosa, as the duly authorized officer of the Corporation to accomplish and sign the Company's Philippine Financial Reporting Standard 17- Insurance Contracts (PFRS 17) status report as of March 31, 2025, and may exercise such other actions to give full effect to such authority.

Resolution No. 16: That Mr. Leonardo R. Rincoraya Jr., Company Messenger be authorized to submit the Creditable Wtax for the year 2024 before the Bureau of Internal Revenue

Resolution No. 17: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government

Securities in the amount of PHP11,400,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 18: That the corporation hereby designates its AVP Bond/RI, Mr. Ruben P. Añonuevo, to execute and sign the release of the assigned bank deposits of GM Stemiko Corp., with Metro Bank, Alabang Hills Branch in the amount of Five Hundred Seventy-Seven Thousand Seven Hundred Fourteen & 84/100 (Php577,714.84).

Resolution No. 19: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP10,200,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 20: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP1,570,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 21: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP16,670,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 22: That the following members of the Board were duly nominated to serve in the different committees of the Corporation:

- Mr. Samuel U. Lee-Chairman of Executive Committee
- Ms. Maybelle L. Lim-Chairman of Remuneration/Compensation Committee, and Member of Executive Committee
- Mr. Phillip Gabriel C. Lee-Member of Executive Committee, and Remuneration and Compensation Committee
- Ms. Florinda R. Callo-Member of Nomination Committee
- Ms. Sandra L. Ang-Chairman of Nomination Committee
- Mr. Edgardo P. David-Member of Nomination Committee
- Ms. Normita C. Tee-Member of Audit Committee
- Mr. Marciano F. Boongaling-Member of Audit Committee
- Ms. Adelina S.E. Molina-Chairman of Audit Committee

Resolution No. 23: That the corporation designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP7,300,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 24: That the corporation designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP500,000.00 as required by the Insurance Commission and

to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 25: That the corporation hereby designates the authorized signatories of the company's checking and savings bank account with Sterling Bank of Asia at Quintin Paredes Branch.

Resolution No. 26: That the corporation hereby designates three (3) official signatories in criminal bond and related documents and any one of them can sign in behalf of the corporation.

Resolution No. 27. That the corporation designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP12,520,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 28: That in compliance with the Advisory No. 8-2018 of the Insurance Commission, directing all non-life insurance companies doing business in the Philippines to submit the list of the names and designation of all authorized signatories for bond and contractor all risk policy, the company approve, as it hereby approves one (1) additional authorized signatory of the Corporation for both surety and property lines.

Resolution No. 29: That the corporation appoint and authorized **TRIPLE FFF PRINTMASTER**, and/or its representative, **FERDINAND B. PARAS**, to apply and perform any act necessary to render effective the power to register the company with the Bureau of Internal Revenue for the Authority to Print (ATP).

Resolution No. 30: That the corporation designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP26,580,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 31: That the corporation designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP52,180,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

Resolution No. 32: That in compliance with the Advisory No. 8-2018 of the Insurance Commission, directing all non-life insurance companies doing business in the Philippines to submit the list of the names and designation of all authorized signatories for bond and contractor all risk policy, the company approve, as it hereby approves the amendment and one (1) additional authorized signatory of the Corporation for both surety and property lines.

Resolution No. 33: That the corporation hereby designates its AVP Bond/RI, Mr. Ruben P. Añonuevo, to execute and sign the release the assigned bank deposits of Alert General Services Corporation with PSBank Connecticut Branch.

Resolution No. 34: That the corporation has designate one hundred twenty-five (125) duly authorized agents in all transaction for criminal bonds with the Courts, for the second semester of 2025.

- Resolution No. 35:** That the corporation has authorized three (3) official signatories in criminal bonds and related documents.
- Resolution No. 36:** That the corporation designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP3,180,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.
- Resolution No. 37:** That the corporation has authorized three (3) representatives to transact with the Supreme Court in connection with the company's accreditation for criminal, civil, and special proceedings bonds.
- Resolution No. 38:** That the company has nine (9) authorized agents for all transactions for criminal, civil, and special proceedings bonds before the Supreme Court of the Philippines.
- Resolution No. 39:** That the new Money Laundering and Terrorism Financing Prevention Program (MTPP) manual of Premier has been prepared, noted, and approved by the members of the Board of The Premier Life and General Assurance Corporation.
- Resolution No. 40:** That the Board accepted and recognized the resignation letter of Director Normita C. Tee based on her letter submitted on 12 September 2025, effective 30 September 2025.
- Resolution No. 41:** That the corporation has authorized four (4) official signatories in all civil and special proceedings bonds and related documents.
- Resolution No. 42:** That the corporation has designated the Branch Manager for General Santos City Branch as representative of the company for updating the certificate of registration with the Bureau of Internal Revenue.
- Resolution No. 43:** That the corporation has approved the publication of Notice to the Public that Mr. Raquel G. Padrones Jr. is no longer connected with the company as Branch Manager of Davao City Branch and Agent of Juantext Card.
- Resolution No. 44:** That in compliance with the Advisory No. 8-2018 of the Insurance Commission, directing all non-life insurance companies doing business in the Philippines to submit the list of the names and designation of all authorized signatories for bond and contractor all risk policy, the company approve, as it hereby approves the amendment and one (1) additional authorized signatory of the Corporation for both surety and property lines.
- Resolution No. 45:** That the corporation designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long term government securities, Government Securities in the amount of PHP2,080,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code.

- Resolution No. 46:** That the corporation hereby designates its VP Operations, Mr. Carlos N. Bautista Jr., to execute and sign the Memorandum of Agreement in the case entitled: Polarr Azanje Construction vs. Rochard Enterprises and Hauling Services, Inc. and The Premier Insurance and Surety Corporation, docketed as CIAC Case No. 63-2022.
- Resolution No. 47:** That the corporation hereby designates its Company's President and COO, Maybelle L. Lim, as the authorized representative of the company to execute and sign the Release of Real Estate Mortgage with Grand Union Supermarket, Inc. over a parcel of land covered by Transfer Certificate of Title No. 33371.
- Resolution No. 48:** That the corporation hereby designates its Company's President and COO, Maybelle L. Lim, as the authorized representative of the company to execute and sign the Application for Accreditation with Land Bank of the Philippines.
- Resolution No. 49:** That the corporation hereby appoint its Company's IT Manager as Data Protection Officer (DPO) and Personal Information Controller (PIC) in compliance with the Data Privacy Act of 2012.
- Resolution No. 50:** That the corporation hereby designates its Company's AVP for Finance & Accounting, and the Accounting Manager to be the authorized representative of the Corporation and to execute and sign the Compromise Agreement with the Bureau of Internal Revenue.
- Resolution No. 51:** That the corporation hereby designates its CEO Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long-term government securities, Government Securities in the amount of PHP5,190,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code;
- Resolution No. 52:** That the corporation hereby designates its CEO, PHILLIP GABRIEL C. LEE, as the duly authorized signatory of the corporation to invest in long-term government securities, Government Securities in the amount of PHP10,400,000.00 as required by the Insurance Commission and to re-invest the same upon maturity following Section 203/191/281 of the Insurance Code;
- Resolution No. 53:** That the corporation hereby designates its CEO, PHILLIP GABRIEL C. LEE, as the duly authorized signatory of the corporation to invest in long-term government securities, Government Securities in the amount of PHP33,140,000.00 as required by the Insurance Commission and to re-invest the same upon maturity following Section 203/191/281 of the Insurance Code;
- Resolution No. 54:** That the corporation hereby designates its CEO, PHILLIP GABRIEL C. LEE, as the duly authorized signatory of the corporation to invest in long-term government securities, Government Securities in the amount of PHP21,400,000.00 as required by the Insurance Commission and to re-invest the same upon maturity following Section 203/191/281 of the Insurance Code;
- Resolution No. 55:** That the Corporation authorized the Non-PO Accreditation with ABOITIZ RENEWABLES, INC., and that the Company hereby authorized its VP-Operations, CARLOS N. BAUTISTA JR., as the Corporation's authorized representative to sign, and execute application forms, agreements, and such other papers or documents as may be required to give full effect to such authority.

Resolution No. 56: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long-term government securities, Government Securities in the amount of PHP2,280,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code;

Resolution No. 57: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long-term government securities, Government Securities in the amount of PHP3,320,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code;

Resolution No. 58: That the corporation hereby designates its CEO, Phillip Gabriel C. Lee, as the duly authorized signatory of the corporation to invest in long-term government securities, Government Securities in the amount of PHP24,700,000.00 as required by the Insurance Commission and to re-invest the same upon maturity in accordance with Section 203/191/281 of the Insurance Code;

Ind. Dir. Adelina S.E. Molina: I move to approve and ratify the acts, resolutions and proceedings promulgated by the Board of Directors and its Corporate Officers for the year 2025.

Dir. Sandra L. Ang: I second the motion.

Chairman: Are there any objections

(There are no objections)

Chairman: There being no objections to the motion, all the acts, resolutions and proceedings by the Board of Directors and its Corporate Officers for the year 2025 are hereby confirmed and ratified.

5. INTRODUCING DCM & CO., CPAs

Chairman: It's time to formally introduce the firm that will be assisting us in all voting activities of the Board. Ms. Secretary, kindly introduce DCM & Co.

Corporate Secretary: I would like to formally introduce the DCM & Co., CPAs, an independent auditing/accounting firm with SEC Registration Number 2021110033465-02. We have here its President and Managing Partner, Atty. Davey John C. Medidas, CPA, MBA, CMP.

We will still follow the principle of one-share, one-vote for each stockholder. The results, instead, will be duly recorded and certified by the DCM & Co.

6. DELIBERATION ON THE APPOINTMENT OF A NEW PREMIER'S EXTERNAL AUDITOR:

Chairman: We shall now discuss the next item in the agenda, the appointment of a new Premier's External Auditor.

Dir. Maybelle L. Lim: Mr. Chairman, I move that to appoint I.T. SABADO & ASSOCIATES, CPAs as the external auditor of the Corporation for the ensuing calendar year.

Dir. Edgardo P. David: I second the motion

Chairman: It has been moved and seconded that I.T. SABADO & ASSOCIATES, CPAs be appointed as the new external auditor of the Corporation, with the approved remuneration, for the ensuing calendar year. Are there any objections?

(No objections)

7. ELECTION OF DIRECTORS:

Chairman: We will now proceed with the election of the new Board of Directors for year 2026-2027. According to the amended Articles of Incorporation, there are nine (9) maximum seats available for directorship.

(Nominations for members of the Board of Directors)

The table is now open for the nomination for members of the Board of Directors

Dir. Phillip Gabriel C. Lee: Mr. Chairman, I respectfully nominate **SAMUEL U. LEE, MAYBELLE L. LIM, SANDRA L. ANG, myself, and EDGARDO P. DAVID**, as members of Board of Directors, **Atty. MARCIANO F. BOONGALING, and Atty. ADELINA S.E. MOLINA** as Independent Directors.

Dir. Edgardo P. David: I second the motion.

Dir. Maybelle L. Lim: Mr. Chairman, I move to nominate, **EVANGELINE P. DE LEON AND ANDREW RAPHAEL C. LEE**, as members of the Board Directors for the year 2026-2027.

Ind. Dir. Marciano F. Boongaling: I second the motion.

Chairman : Are there any objections?

Dir. Sandra L. Ang: Mr. Chair, I now move to close the nomination.

(There are no objections)

Chairman: There being no objections, I hereby declare the nominations for the Board of Directors be closed.

Ind. Dir. Adelina S.E. Molina I respectfully move that the election of the Board of Directors be conducted through casting of votes.

Dir. Maybelle L. Lim: I second the motion.

Chairman: Are there any objections?

(There are no objections)

Chairman: There being no objections, the election of the Board of Directors shall now begin. The stockholders or the duly authorized proxies may now cast their votes. In that light, we are now calling the presence of our representative from the DCM & Cos., to help us with the voting process and tabulation.

(Please see the attached Voting Tabulation) Annex A

Proclamation of Directors

Chairman: The Chair has been informed by the Corporate Secretary that after the votes has been casted and completed, the following persons have been elected to be the Directors of The Premier Life and General Assurance Corporation for the year 2026-2027 until their successors have been duly elected and qualified: **SAMUEL U. LEE, MAYBELLE L. LIM, SANDRA L. ANG, PHILLIP GABRIEL C. LEE, ANDREW RAPHAEL C. LEE, EDGARDO P. DAVID, EVANGELINE P. DE LEON, Atty. MARCIANO F. BOONGALING, AND Atty. ADELINA S.E. MOLINA.**

12. ADJOURNMENT:

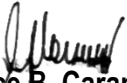
Independent Dir Marciano
F. Boongaling:

Mr. Chairman, considering that there are no other matters to be discussed, I move that this meeting be adjourned.

Chairman:

The motion for adjournment is a privileged motion so it does not need a second. The Chair hereby declares the meeting adjourned.

Noted by:


Atty. Florence B. Carandang
VP Legal/Corporate Secretary

ANNEX "A"

CERTIFICATE OF VOTING TABULATION AND CERTIFICATION

TOTAL NUMBER OF OUTSTANDING SHARES: 20,000,000

TOTAL NUMBER OF SHARES PARTICIPATED: 20,000,000 (100%)

	AGENDA	Total No. of Shares	No. of Personally Participated			No. of Shares presented by Proxy		
			FOR	% (of the total outstanding shares)	Against	FOR	% (of the quorum)	Against
1	Determination of a Quorum	20,000,000	40,950,090	18%	-	372,224,895	21%	-
2	Approval of the 2025 Audited Financial Statements and Annual Report	20,000,000	40,950,090	18%	-	372,224,895	21%	-
3	Ratification of Acts and Proceedings of the Board of Directors and its Corporate Officers for 2025	20,000,000	40,950,090	18%		372,224,895	21%	-
4	Appointment of External Auditor	20,000,000	40,950,090	18%		372,224,895	21%	-
5	Nomination of the nine (9) members of the Board	20,000,000	40,950,090	18%		372,224,895	21%	-

The following are hereby resolved based on the voting tabulation and certification for each agenda item of the meeting:

1. The 2025 Audited Financial Statements and Annual Report are unanimously approved by the stockholders;
2. All Acts, Resolutions and Proceedings of the Board for 2025 are hereby approved and ratified;

The following names were nominated for elections as directors and independent directors of the corporation:

SAMUEL U. LEE
MAYBELLE L. LIM
PHILLIP GABRIEL C. LEE
ANDREW RAPHAEL C. LEE
SANDRA L. ANG

EVANGELINE P. DE LEON
EDGARDO P. DAVID
Atty. MARCIANO F. BOONGALING
Atty. ADELINA S.E. MOLINA

Election of Directors Voting Results

The voting method complied with the principle of one-share, one-vote for each stockholder; results were duly recorded and certified by the Corporate Board Secretary.

	Agenda	Total percentage of votes	Total No. of Shares	No. of Shares Personally Participated			No. of Shares Represented by Proxy		
				FOR	% (OF THE TOTAL OUTSTANDING SHARES)	AGAINST	FOR	% (OF THE QUORUM)	AGAINST
1	ELECTION OF DIRECTORS AND INDEPENDENT DIRECTORS Samuel U. Lee	100%	20M	40,950,090	18%	-	372,224,895	21%	-
2	Maybelle L. Lim	100%	20M	18,200,040	8%	-	487,437,363	27.5%	-
3	Sandra L. Ang	100%	20M	18,200,040	8%	-	275,516,149	15.22%	-
4	Phillip Gabriel C. Lee	100%	20M	36,400,080	16%	-	426,000,000	24.05%	-
5	Andrew Raphael C. Lee	100%	20M	18,200,040	8%	-	266,000,000	15%	-
6	Edgardo P. David	100%	20M	18,200,040	8%	-	381,425,630	21.52%	-
7	Evangeline P. De Leon	100%	20M	18,200,040	8%	-	250,000,000	14.10%	-
8	Atty. Marciano F. Boongaling (ID)	100%	20M	18,200,040	8%	-	200,000,000	11.29%	-
9	Atty. Adelina S.E. Molina (ID)	100%	20M	18,200,040	8%	-	114,895,463	6.48%	-

Independent Director (ID)

The Chairman of the Board proclaimed the above-elected Directors and Independent Directors for year 2026-2027, who received a majority vote of the total shares of stock present in the meeting.

Certified by:

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-NOTHING FOLLOWS-