

**PHILIPPINE BRITISH LIFE AND GENERAL INSURANCE COMPANY,  
INC.**

11<sup>th</sup> Floor, Pacific Star Building  
Sen. Gil Puyat Avenue corner Makati Avenue, Makati City

**NOTICE OF ANNUAL MEETING OF  
STOCKHOLDERS**

**TO ALL STOCKHOLDER:**

NOTICE IS HEREBY GIVEN that the Annual Stockholders Meeting of PHILIPPINE BRITISH LIFE AND GENERAL INSURANCE COMPANY., INC., (the "Company") will be conducted virtually on Friday April 10, 2026 @ 10:00 am at which meeting the following matters shall be taken up:

- I. Call to order
- II. Proof of Notice of Meeting
- III. Certification of Quorum
- IV. Approval of the Minutes of the Annual Stockholders Meeting held on April 11, 2025.
- V. Presentation of Management Report
- VI. Ratification of the Audited Financial Statements for the year ended December 31, 2025.
- VII. Election of Board of Directors
- VIII. Other Matters

Only stockholders as of 5:00 pm of February 10, 2026 shall be entitled to attend and vote at this meeting.

Please be guided accordingly.

March 6, 2026; Makati City, Metro Manila

  
**ATTY. MANUEL RAMOS DEL ROSARIO**  
Assistant Corporate Secretary

**PHILIPPINE BRITISH LIFE AND GENERAL INSURANCE COMPANY,  
INC.**

11<sup>th</sup> Floor, Pacific Star Building  
Sen. Gil Puyat Avenue corner Makati Avenue, Makati City

**NOTICE OF SPECIAL MEETING OF  
THE BOARD OF DIRECTORS**

**TO ALL MEMBERS OF THE BOARD OF DIRECTORS:**

Notice is hereby given that a Special Meeting of the Board of Directors of **PHILIPPINE BRITISH LIFE AND GENERAL INSURANCE COMPANY, INC.**, (the "Company") will be held on **Friday, April 10, 2026 at 3:00 pm** at which meeting the following matters shall be taken up:

- I. Call to Order
- II. Proof of Notice of Meeting
- III. Certification of Quorum
- IV. Approval of the Minutes of the previous meeting of the Board..
- V. Other Matters

Please be guided accordingly.

March 6, 2026; Makai City, Metro Manila

  
**ATTY. MANUEL RAMOS DEL ROSARIO**  
Assistant Corporate Secretary

**PHILIPPINE BRITISH LIFE AND INSURANCE COMPANY, INC.**  
11<sup>th</sup> Floor Pacific Star Building  
Sen. Gil Puyat Avenue cor. Makati Avenue  
Makati City

**MINUTES OF THE ANNUAL MEETING OF STOCKHOLDERS OF THE PHILIPPINE BRITISH LIFE AND GENERAL INSURANCE COMPANY, INC. HELD AT THE 11<sup>TH</sup> FLOOR PACIFIC STAR BUILDING, SEN. GIL PUYAT AVENUE COR MAKATI AVENUE, MAKATI CITY ON APRIL 10, 2026, FRIDAY AT 10:00 AM.**

**PRESENT:**

	No. of shares
Rosario W. Cuyegkeng	56,917,369
Ernest Kenneth S. Cuyegkeng	2,000,100
Ian Philippe W. Cuyegkeng	3,000,100
Christopher Karl W. Cuyegkeng	3,000,000
Jose Z. Clemente	1

**ABSENT :**

Dianna Lynn B. Natividad	1
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**I. CALL TO ORDER**  
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The meeting was called to order by Mrs. Rosario W. Cuyegkeng, who started the meeting with a prayer and who presided over the meeting. Upon the request of the chairman of the meeting, Atty. Manuel R. del Rosario acted as secretary of the meeting and recorded the minutes of the proceedings.

**II. PROOF OF REQUIRED NOTICE OF THE MEETING**  
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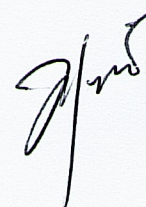
The meeting secretary confirmed that the notices of the meeting were sent out and received by all stockholders within the period prescribed by Law.

**III. CERTIFICATION OF QUORUM**  
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The meeting secretary announced that the stockholders representing at least a majority of the outstanding capital stock were represented in the meeting, confirming a quorum as prescribed in the By-Laws.

**IV. APPROVAL OF THE MINUTES OF THE ANNUAL STOCKHOLDERS MEETING HELD ON APRIL 11, 2025**  
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Upon motion duly made and seconded, the Stockholders approved the minutes of the Annual Stockholders meeting held last April 11, 2025.



V. **PRESENTATION OF MANAGEMENT REPORT**

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The chairman of the meeting presented her management report detailing the results of the operations of the company for calendar year 2025. She likewise touched on the challenges encountered by the company in the previous year.

VI. **RATIFICATION OF THE AUDITED FINANCIAL STATEMENTS FOR HE YEAR ENDED DECEMBER 31, 2025.**

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Upon Motion duly made and seconded, the Stockholders ratified the audited financial Statement of the company for the year ended December 31, 2025.

VII. **ELECTION OF THE BOARD OF DIRECTORS TO SERVE FOR THE PERIOD 2026- 2027:**

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To confirm the members of the Board of Directors of the Company, elected during Annual Stockholders Meeting as follows:

Rosario W. Cuyegkeng	-	Chairman
Ernest Kenneth S. Cuyegkeng	-	Director
Ian Philippe W. Cuyegkeng	-	Director
Christopher Karl W. Cuyegkeng	-	Director
Jose Z. Clemente	-	Independent Director
Dianna Lynn B. Natividad	-	Independent Director
Atty. Peter-Joey B. Usita	-	Corporate Secretary
Atty. Manuel R. Del Rosario	-	Assistant Corporate Secretary

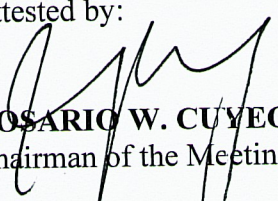
VI. **OTHER MATTERS**

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There being no other matters to discuss, on motion duly moved and seconded, the meeting was adjourned.

  
**ATTY. MANUEL RAMOS DEL ROSARIO**  
Assistant Corporate Secretary

Attested by:

  
**ROSARIO W. CUYEGKENG**  
Chairman of the Meeting

**SUBSCRIBED AND SWORN** to before me this 13 day of April 2026 affiant exhibiting to me his Universal Multi-Purpose Identification (UMID) with CRN 0003-8758077-7 as competent evidence of identity.

Doc. No. 292  
Page No. 40  
Book No. 23  
Series of 2026.

  
**ATTY. RODRIGO S. DE REAL, JR.**  
Notary Public Makati until 12/31/2026  
Apt. No. M-045 IBP No. 575473 12/29/2025  
Roll No. 49763 MCLE No. VIII-0025104  
PTR No. 0342814 01/05/2026 Manila  
6<sup>th</sup> Flr. 101 S&L Bldg. 101, Esteban cor. Dela Rosa St. Makati City  
Email - dereal605lawoffice@gmail.com Tel.85218544

**PHILIPPINE BRITISH LIFE AND INSURANCE COMPANY, INC.**

11<sup>th</sup> Floor Pacific Star Building  
Sen. Gil Puyat Avenue cor Makati Avenue  
Makati City

**MINUTES OF THE ANNUAL MEETING OF THE BOARD OF DIRECTORS OF THE PHILIPPINE BRITISH LIFE AND GENERAL INSURANCE COMPANY, INC. HELD AT THE 11<sup>TH</sup> FLOOR PACIFIC STAR BUILDING, SEN. GIL PUYAT AVENUE COR MAKATI AVENUE, MAKATI CITY ON APRIL 10, 2026, FRIDAY AT 3:00 PM.**

**PRESENT:**

	No. of shares
Rosario W. Cuyegkeng	56,917,369
Ernest Kenneth S. Cuyegkeng	2,000,100
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Christopher Karl W. Cuyegkeng	3,000,000
Jose Z. Clemente	1

**ABSENT :**

Dianna Lynn B. Natividad	1
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**I. CALL TO ORDER**

The meeting was called to order by Mrs. Rosario W. Cuyegkeng, who started the meeting with a prayer and who presided over the meeting. Upon the request of the chairman of the meeting, Atty. Manuel R. del Rosario acted as secretary of the meeting and recorded the minutes of the proceedings.

**II. PROOF OF REQUIRED NOTICE OF THE MEETING**

The meeting secretary confirmed that the notices of the meeting were sent out and received by all directors within the period prescribed in the By-Laws.

**III. CERTIFICATION OF QUORUM**

The meeting secretary announced that the stockholders representing more than two thirds (2/3) of the outstanding shares were represented in the meeting confirming a quorum as prescribed in the By-Laws.

**IV. APPROVAL OF THE MINUTES OF THE PREVIOUS MEETING OF THE BOARD OF DIRECTORS**

Upon motion duly made and seconded, the Board approved the minutes of the Board of Director's meeting held last April 11, 2025.



V. **PURPOSE OF THE MEETING**

The chairman of the meeting announced that the meeting was called to order to discuss and approve the following:

1. The presentation of the Company's New Name as part of amendment of the primary purpose of the Articles of Incorporation of the company.

Upon motion duly made and seconded, the Board approved and confirmed that the New name of the Company is PHILIPPINE BRITISH LIFE AND GENERAL INSURANCE COMPANY, INC.

2. To approve and confirm the transfer of the various branch/satellite offices.

Upon motion duly made and seconded, the Board approved and confirmed the transfer of the various branches/satellite office.

3. To continue looking for buyers for the following real estate properties owned by the Corporation at such price acceptable to the corporate officers that is fair, just, equitable and beneficial to the interests of the Corporation:

Location	Area in square meters	TCT Number
Barangay Margot, Angeles City, Parnpanga	498	TCT No. 86204
Barangay Macatbong, Cabanatuan City, Nueva Ecija	1,296	TCT No. 71832
Barangay Macatbong, Cabanatuan City, Nueva Ecija	2,157	TCT No. 71833
Barangay Macatbong, Cabanatuan City, Nueva Ecija	2,157	TCT No. 71834
Barangay Macatbong, Cabanatuan City, Nueva Ecija	2,157	TCT No. 71835
Barangay Macatbong, Cabanatuan City, Nueva Ecija	2,155	TCT No. 71836
Barangay Macatbong, Cabanatuan City, Nueva Ecija	2,153	TCT No. 71837
Barangay San Felipe, Naga City, Camarines Sur	180	TCT No. 086-2022000224
Barangay San Felipe, Naga City, Camarines Sur	180	TCT No. 086-2022000225
Barangay San Felipe, Naga City, Camarines Sur	180	TCT No. 086-2022000234
Barangay San Felipe, Naga City, Camarines Sur	180	TCT No. 086-2022000235



Upon motion duly made and seconded, the Board approved the proposal to continue looking for buyers for the real estate properties listed above.

4. Resignation of two (2) AVP's namely:

- a. Maria Criseda P. Roxas, M>D>, MBAH – AVP Accident & Health
- b. Ronel C. Serapio – AVP Underwriting

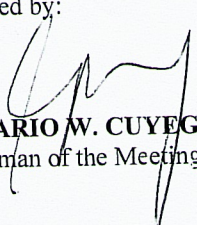
Upon motion duly made and seconded, the Board approved the resignation of two AVP's.

VI. **OTHER MATTERS**  
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There being no other matters to discuss, on motion duly moved and seconded, the meeting was adjourned.

  
**ATTY. MANUEL RAMOS DEL ROSARIO**  
Assistant Corporate Secretary

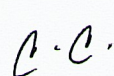
Attested by:

  
**ROSARIO W. CUYEGKENG**  
Chairman of the Meeting

13 APR 2026

**SUBSCRIBED AND SWORN** to before me this \_\_\_\_\_ day of April 2026 affiant exhibiting to me his Universal Multi-Purpose Identification (UMID) with CRN 0003-8758077-7 as competent evidence of identity.

Doc. No. 291  
Page No. 60  
Book No. 23  
Series of 2026.

  
**ATTY. ROLANDO S. DEREAL, JR.**  
Notary Public, Commission: 12/31/2026  
Apd. No. 15-145 (BP) No. 57-473 12/23/2025  
Roll No. 03763 (CJE) No. VII-0025104  
PIT No. 0342614 01/06/2026 Manila  
6<sup>th</sup> Flr. 101 S&L Bldg. 101, Hutchins cor. Dale Rosa St. Makati City  
Email - dereal06lawoffice@gmail.com Tel. 85216844

REPUBLIC OF THE PHILIPPINES)

MAKATI CITY

) S.S.

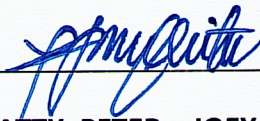
**CERTIFICATION**

I, **ATTY. PETER-JOEY B. USITA**, of legal age and with office address at 12-B Marco Polo, Sapphire Road, Ortigas Centre, Pasig City, being the duly elected and appointed Corporate Secretary of Philippine British Assurance Company, Inc., Domestic Corporation duly organized and existing under and by virtue of the laws of the Philippines, hereby certify the completeness of the Minutes of the Meeting of the Board and the Stockholders as of December 31, 2025. Hereunder, lists and dates of Minutes of Meeting held from January 1, 2025 to December 31, 2025

<b>Date of Meeting</b>	<b>Meeting of</b>	<b>Regular or Special</b>
<b>12/22/2025</b>	<b>Board Resolution No. 2025-12-002</b> , Excerpt from the minutes of the special meeting regarding the <b>investment of Php 30,000,000.00 in Lhoopa, Inc.</b>	<b>SPECIAL</b>
<b>12.22.2025</b>	Authority of <b>Ms. Mary Therese Helen Y. Yu – Vice President for Finance and Accounting</b> to represent the company to <b>secure Tax Clearance Certificate for final settlement of Government Contracts.</b>	<b>SPECIAL</b>
<b>12.11.2025</b>	That the Development Bank of the Philippines (Bank) DBP Financial Center as designated depository of funds/monies of the Corporation.	<b>SPECIAL</b>
<b>12.01.2025</b>	Authority of <b>Ms. Christine Joy Calzita- Romualdez as authorized representatives</b> with the Municipality of Abuyog, Leyte bidding for the <b>LGU-AL-G-32-2025 per Resolution no. 2025-11-009.</b>	<b>SPECIAL</b>
<b>11.26.2025</b>	<b>Resolution No. 2025-11-007</b> – authority of Forms International Enterprises Corp. to Print with the Bureau of Internal Revenue (BIR) of company's Office Receipt.	<b>SPECIAL</b>
<b>11.24.2025</b>	Authority of the following Philippine British Personnel to file, transact, received, deliver documents and buy documentary stamps at BIR transactions for the corporation <b>under Resolution no. 2025-11-008 to with:</b> <ol style="list-style-type: none"><li>1. Nikki Delos Santos – Head Office Messenger</li><li>2. Francis E. De Jesus - Accounting Staff</li><li>3. Torenio G. Manaois – Bonds supervisor</li><li>4. Danny C. Ducyogen - Asst. Manager for Taxation And IC compliance</li></ol>	<b>SPECIAL</b>
<b>11.18.2025</b>	That the following comprise the Board of Directors under Resolution No. 2025-011-005 of Philippine British Assurance Company, Inc.	<b>SPECIAL</b>
<b>11.17.2025</b>	Resolution no. 2025-11-006 , authority of <b>Ms. Anna Margarita Alvarez Bravo</b> to act as the duly authorized	<b>SPECIAL</b>

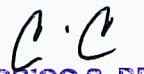
	Business Permit for the Year 2025 per Resolution No. 2025-01-007.	
<b>01.09.2025</b>	Authority of Mr. Roberto T. Sumilang, of the Company's Bacolod Branch, as authorized representative to process the Renewal of Business Permit for the Year 2025 per Resolution No. 2025-01-006.	<b>SPECIAL</b>
<b>01.09.2025</b>	Authority of Mr. Gregorio B. Moral, Jr., of the Company's Daet Branch, as authorized representative to process the Renewal of Business Permit for the Year 2025 per Resolution No. 2025-01-005.	<b>SPECIAL</b>
<b>01.09.2025</b>	Authority of Mr. James Patrick Emmanuel P. Hila., of the Company's San Pablo, Laguna Branch, as authorized representative to process the Renewal of Business Permit for the Year 2025 per Resolution No. 2025-01-004.	<b>SPECIAL</b>
<b>01.09.2025</b>	Authority of Ms. Cirila Paragas, of the Company's Dagupan Branch, as authorized representative to process the Renewal of Business Permit for the Year 2025 per Resolution No. 2025-01-003.	<b>SPECIAL</b>
<b>01.09.2025</b>	Authority of Ms. Cecille F. Paguio, of the Company's Olongapo Branch, as authorized representative to process the Renewal of Business Permit for the Year 2025 per Resolution No. 2025-01-002.	<b>SPECIAL</b>
<b>01.09.2025</b>	Authority of Ms. Mary Granc Aquino and/or Ms. Rica G. Ortega, of the Company's Bulacan Branch, as authorized representative to process the Renewal of Business Permit for the Year 2025 per Resolution No. 2025-01-001.	<b>SPECIAL</b>
<b>12.26.2024</b>	Resolution No. 2024-12-007 – the company approved the release of the 2023 appropriation of its retained earnings in the amount of Php 435,000,000.00. a. Sixty Million Pesos (P60,000,000.00) for the purchase, repair, rehabilitation and refurbishment of possible office condominium for selected branches such as Cebu, Davao and Binondo. b. Twenty Million Pesos (P20,000,000.00) for the renovation of selected branch offices such as Malate, Bulacan and Quezon City. c. Four Hundred Million Pesos (P400,000,000.00) – for the purchase/investment of various financial assets including but not limited to Philippine Treasury Bonds, Corporate Bonds, Government Securities and Common Shares of Stock in the Philippine Blue Chips Companies. d. Fifty Million Pesos (P50,000,000.00) for the purchase of various information Technology (IT) equipment hardware and software.	<b>SPECIAL</b>
<b>12.20.2024</b>	Resolution No. 2024-12-006- approval of Board of Directions on the write-off of various RI Account in the total amount of Php 128,820.52 will effect on the year ended which is December 31, 2024.	<b>EXCERPT FROM SPECIAL MEETING</b>
<b>12.13.2024</b>	Resolution No. 2024-12-005 – The approval of new Branch/Satellite Office at 1317-A.M. Adriatico Street, Ermita, Manila. Mr. Ronnel E. Villarico as AVP, Metro Manila Branch Operation as authorized representative.	<b>SPECIAL</b>

IN WITNESS WHEREOF, I have hereunto set my hand this 09 MAR 2026 day of March, 2026 at 11<sup>th</sup> Floor Pacific Star Building Sen. Gil Puyat Avenue corner Makati Avenue, Makati City.



ATTY. PETER – JOEY B. USITA  
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 09 MAR 2026 day of March, 2026, affiant exhibit his Government ID no. 34-0176828-1 as competent evidence of identity.



ATTY. RODRIGO S. DE REAL, JR.  
Notary Public Makati until 12/31/2026  
Apt. No. M-045 IBP No. 875476 12/29/2025  
Roll No. 49783 MCLE No. VII-0025104  
PTR No. 0342814 01/05/2026 Manila  
6<sup>th</sup> Flr. 101 S&L Bldg. 101, Esteban cor. Dala Rosa St. Makati City  
il - dereal605lawoffice@gmail.com Tel.85216544

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Series of 2026.

