

### 1. Reading and Approval of the Minutes of the 2019 Annual Members' Meeting held on 22 May 2019

*"RESOLVED, that the reading of the Minutes of the 33<sup>rd</sup> Annual Members' Meeting of this corporation, The Insular Life Assurance Co., Ltd., held on 22 May 2019 be dispensed with and that the said minutes be as they hereby are approved."*

Votes in Favor	Votes Not in Favor	Abstentions
116,078	4	27

### 2. 2019 Annual Report to Members

*"RESOLVED, that the 2019 Annual Report to Members inclusive of the Audited 2019 Consolidated Financial Statements of this corporation, The Insular Life Assurance Co., Ltd., be as they hereby are approved."*

Votes in Favor	Votes Not in Favor	Abstentions
116,084	4	21

### 3. Amendment of the By-Laws to align them with the Revised Corporation Code, the Insurance Code and Corporate Governance Principles

*"RESOLVED, finally, that the foregoing amendments to the provisions of the By-Laws of this corporation, The Insular Life Assurance Co. Ltd., as summarized below, to align them with the provisions and requirements of the Revised Corporation Code, the Insurance Code as amended, and corporate governance principles:*

- Sections 3.4, 3.5, 3.6, and 3.8 on Voting in absentia and the composition of Proxy Committee*
- Section 3.7 on Quorum based on Insurance Code*
- Sections 3.11 and 7.2 on Transparency and Disclosure*
- Sections 4.3 and 4.21 on Compliance Officer as a By-Laws Officer*
- Section 6.1 on Corporate Governance*

*be as they hereby are approved."*

Votes in Favor	Votes Not in Favor	Abstentions
116,070	5	34

### 7. Ratification of all the Acts and Resolutions of the Executive Committee and the Board of Trustees

*“RESOLVED, that the reading of all the acts and resolutions of the Executive Committee and the Board of Trustees of this corporation, The Insular Life Assurance Co., Ltd., from the date of the last Annual Member’s Meeting held on 22 May 2019 up to and inclusive of the date prior to this Annual Members’ Meeting be as they hereby are approved.”*

Votes in Favor	Votes Not in Favor	Abstentions
116,066	7	36

### 8. Election of Three (3) Trustees

*“RESOLVED, as it hereby is resolved, to elect Ms. Mona Lisa B. Dela Cruz as Executive Trustee of this corporation, The Insular Life Assurance Co., Ltd., to serve for three (3) years or until her successor has been elected and qualified.”*

Votes in Favor	Votes Not in Favor	Abstentions
116,057	20	32

*“RESOLVED, as it hereby is resolved, to elect Atty. Emmanuel F. Dooc as Independent, Non-Executive Trustee of this corporation, The Insular Life Assurance Co., Ltd., to serve for three (3) years or until his successor has been elected and qualified.”*

Votes in Favor	Votes Not in Favor	Abstentions
116,039	22	48

*“RESOLVED, as it hereby is resolved, to elect Atty. Francisco Ed. Lim as Independent, Non-Executive Trustee of this Corporation, The Insular Life Assurance Co., Ltd., to serve for three (3) years or until his successor has been elected and qualified.”*

Votes in Favor	Votes Not in Favor	Abstentions
116,053	16	40

**9. Appointment of External Auditor and Determination of its Remuneration**

*“RESOLVED, that SGV & Co., Inc., be as it hereby is re-appointed as external auditor of this corporation, The Insular Life Assurance Co., Ltd. for the year 2020 for a fee to be approved by Management.”*

<b>Votes in Favor</b>	<b>Votes Not in Favor</b>	<b>Abstentions</b>
116,068	13	28