



REPUBLIC OF THE PHILIPPINES)  
Makati City ) S.S.

## CORPORATE SECRETARY'S CERTIFICATE

I, **Dan David Vincent D. Antonio**, of legal age, Filipino, in my capacity as the duly elected and incumbent Assistant Corporate Secretary of **AXA Philippines**, an insurance company duly organized and existing under the laws of the Republic of the Philippines, with principal office at 34<sup>th</sup> Floor, GT Tower International, 6813 Ayala Avenue corner H. V. dela Costa Street, Makati City, do hereby certify that:

### I. 2021 Annual Meeting of Stockholders

1. This is to certify that the 2021 Annual Meeting of the Stockholders was held on 28 April 2021, Wednesday, at 10:00 a.m. at the GT Tower International, Makati City, and simultaneously via remote communication.
2. All stockholders were given the opportunity to ask questions or to raise issues during the meeting.
3. A copy of the approved Minutes of the 2021 Annual Meeting of Stockholders was duly uploaded to the AXA Philippines' website and thereby made available to the stockholders on 28 April 2021.

### II. 2021 Board Calendar

1. The following are true and correct excerpts from the minutes of the regular meeting of the Board of Directors of AXA Philippines held on 16 November 2020:

**"6. Other Matters**

xxx

**b. Board Calendar**

Atty. Jill Marie Lopez presented the Board of Directors Calendar for year 2021. Chairman Cua suggested to add Board and EXCOM dates for the months of March and September 2021. The Board approved the proposed calendar.

Upon motion duly made and seconded, the Board adopted and approved the following:

**RESOLUTION**

**"RESOLVED**, that the Board approves the 2021 Board Calendar of the Company, which includes the dates of the Shareholders, Board, Board Risk Management Audit and Compliance Committee (BRMACC), and Executive Committee (EXCOM) meetings."

### III. 2020 Annual Assessment of Board Performance

1. Based on the records of AXA Philippines, below are the criteria and the process followed by AXA Philippines in conducting the annual assessment of the Board of Directors and its Committees, the Chairman, and the President and CEO:

**a. Criteria**

The criteria used in the assessment of the Individual Members, the Board of Directors and its Committees, the Chairman, and the President and CEO is contained in the Board Assessment Form circulated to the Members of the Board of Directors and its Committees, the Chairman, and the President and CEO which is in accordance with IC Circular No. 31-2005.

**b. Annual Assessment Process**

*i. Distribution of the Assessment Form*

The Assistant Corporate Secretary distributed the 2020 Board Assessment Form on 15 March 2021 to the individual members of the Board of Directors, and its Committees, the Chairman, and the President and CEO. The Assistant Corporate Secretary requested the Board Members to accomplish, sign and submit the completed Board Assessment Form before the Organizational Meeting of the Board of Directors to be held on 28 April 2021.

For any questions on the Board Assessment Form or the Board Assessment process, the Board Members were instructed to send their queries to the office of the Assistant Corporate Secretary.

*ii. Tabulation of the Results*

The Assistant Corporate Secretary received the completed assessment forms, tabulated the results to be reported to the Organizational Meeting of the Board of Directors held on 28 April 2021.

*iii. Reporting and Discussion of the Results of the Annual Assessment*

The result of the 2020 Annual Assessment of the individual members of the Board of Directors, and its Committees, the Chairman, and the President and CEO was reported by the Assistant Corporate Secretary and discussed during the Organizational Meeting of the Board of Directors held on 28 April 2021.

IN WITNESS WHEREOF, I have hereunto set my hand this \_\_\_\_th day of \_\_\_\_\_ 2021 at Makati City.

  
**DAN DAVID VINCENT D. ANTONIO**  
Assistant Corporate Secretary

**SUBSCRIBE AND SWORN** to before me this \_\_\_\_th day of \_\_\_\_\_ at Makati City by Affiant, who personally appeared before me and who exhibited to me as proof of her identity her Philippine Passport No. \_\_\_\_\_ valid up to \_\_\_\_\_, issued at City of Manila, bearing her photograph and signature.

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Series of 2021.