



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 **Charter Ping An Insurance Corporation**, an insurance company duly organized and existing under the laws of the Republic of the Philippines, with principal office at 29<sup>th</sup> Floor, GT Tower International, 6813 Ayala Avenue corner H. V. dela Costa Street, Makati City, do hereby certify that:

#### **I. 2022 Annual Meeting of Stockholders**

1. This is to certify that the 2022 Annual Meeting of the Stockholders was held on 29 April 2022, Friday, at 10:30 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 2022 Annual Meeting of Stockholders was duly uploaded to the AXA Philippines' website and thereby made available to the stockholders on 04 May 2022.

#### **II. 2022 Board Calendar**

1. The following are true and correct excerpts from the minutes of the regular meeting of the Board of Directors of Charter Ping An Insurance Corporation held on 26 October 2021:

**"6. Other Matters**

xxx

**c. Board Calendar**

Atty. Dan Antonio presented the 2022 Board Calendar for the approval of the Board of Directors.

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

#### **RESOLUTION**

**"RESOLVED**, that the 2022 Calendar for the Meetings of the Board of Directors of the Company is approved, as it is hereby approved."

#### **III. 2021 Annual Assessment of Board Performance**

1. Based on the records of Charter Ping An Insurance Corporation, below are the criteria and the process followed by Charter Ping An Insurance Corporation 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 2021 Board Assessment Form on 22 February 2022 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 29 April 2022.

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 29 April 2022.

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

The result of the 2021 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 29 April 2022.

The Board noted the report of Assistant Corporate Secretary on the 2021 Annual Assessment report.

MAY 25 2022

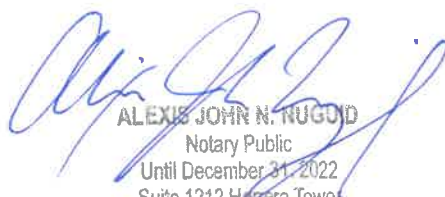
IN WITNESS WHEREOF, I have hereunto set my hand this \_\_\_\_th day of \_\_\_\_\_ 2022 at Makati City.

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

MAY 25 2022

**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 his Unified Multi-Purpose ID. No. CRN-0111-5991609-9

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Book No. 11:  
Series of 2022.

  
**ALEXIS JOHN N. NUGUID**  
Notary Public  
Until December 31, 2022  
Suite 1212 Herrera Tower

V.A Rufino cor. Valero Sts. Makati City  
Commission No. M-234; Roll No. 74190  
PTR No. 8853237/ 01.03.22 Makati City  
IBP No. 140108/ 01.21.21 Calmana  
MCLE Compliance newly admitted to the Bar( July 8, 2020)