

## NOTICE AND AGENDA OF ANNUAL STOCKHOLDERS' MEETING

NOTICE IS HEREBY GIVEN that the Annual Stockholders' Meeting ("ASM") of BENEFICIAL LIFE INSURANCE COMPANY, INC. (the "Company") will be held at the Ground Floor, Beneficial Life Building, 166 Salcedo Street, Legaspi Village, Makati City on October 15, 2020, Friday, at 3:00 o'clock in the afternoon.

The Agenda of the ASM is as follows:

### AGENDA

1. Call to Order
2. Certification of Notice of Meeting, Determination of Quorum, and Rules of Conduct and Procedures
3. Approval of the Minutes of the ASM held on 20 June 2019
4. Approval of the 2019 Annual Report and Audited Financial Statements ("AFS")
5. Amendment of Articles I (Meeting of Stockholders) and II (Meetings of the Stockholders) of the Company's Amended By-Laws to Adopt Provisions Allowing the Conduct of the Stockholders and Board Meetings Including the Casting of Votes through Remote Communication Consistent with the Relevant Laws and SEC Guidelines
6. Approval of the Management's Proposal to Increase the Director's Per Diem
7. Ratification and Confirmation of all Acts and Resolutions of the Board of Directors and its Committees, Officers and Management Since the 2019 ASM
8. Election of Members of the Board (Including Independent Directors)
9. Election of External Auditor
10. Consideration of Such Other Matters as May Properly Come During the Meeting
11. Adjournment

Only stockholders of record at the close of business hours on September 18, 2020 are entitled to notice and to vote at the ASM.

In view of the current conditions and to protect the health and safety of everyone, stockholders may only attend the meeting via remote communication. Stockholders intending to participate in the meeting must register at <https://form.jotform.com/benlifemis.com.ph/2020-ASM-registration> on or before 05 October 2020. Stockholders may vote electronically *in absentia*, subject to validation procedures. The procedures for participation in the meeting through remote communication and for casting of votes *in absentia* are explained in the Information Statement.

Stockholders who intend to vote by proxy shall submit the duly accomplished proxies to the Office of the Corporate Secretary, 7th/F Beneficial Life Building, 166 Salcedo Street, Legaspi Village, Makati City or via e-mail to [corpsec@benlife.com.ph](mailto:corpsec@benlife.com.ph) not later than 5:00 P.M. of October 05, 2020. Validation of proxies shall be held on October 09, 2020 at 2:00 P.M. WE ARE NOT SOLICITING PROXIES.

Given this 21st day of September 2020.

FOR THE BOARD OF DIRECTORS:  
(Sgd.) MA. SIGRID R. PINLAC  
Corporate Secretary

Beneficial Life Insurance Co., Inc.

166 Salcedo St., Legaspi Village, Makati City 1229 P.O. Box 1903  
T (+632) 818-8671 • F (+632) 554-7529 to 30, (+632) 554-7527



(PDI – September 23, 2020)



September 23, 2020

## CERTIFICATE OF PUBLICATION

This is to certify that the BENEFICIAL LIFE INSURANCE COMPANY, INC. has been published in the Philippine Daily Inquirer RE: Notice and Agenda of Annual Stockholders Meeting at the Business Section, Page B4 on September 23, 2020 issue, 1<sup>st</sup> Edition, Vol. 35, No. 288.

This certification is being issued upon the request of the above-mentioned company name for whatever legal purpose it may serve.

Adela G. Mendoza  
Manager – Classified Department

## NOTICE OF POSTPONEMENT OF THE 2020 ANNUAL STOCKHOLDERS' MEETING

To the Stockholders of Beneficial Life Insurance Company, Inc.:

Please be advised that the 2020 Annual Stockholders' Meeting ("ASM") of Beneficial Insurance Company, Inc. (the "Company") which is scheduled to be held on any day in June pursuant to the Company's By-Laws is postponed, to a later date.

The postponement of the ASM is brought about by the restrictions imposed by the government in response to the COVID-19 pandemic and desire of the Company to protect the health and safety of its stockholders.

We shall inform you of the new ASM date, time, and place as soon as the Board has made a decision on the matter.

Dated this 8<sup>th</sup> of June 2020.

BY ORDER OF THE BOARD OF DIRECTORS  
OF BENEFICIAL LIFE INSURANCE COMPANY, INC.

(Sgd.) MA. SIGRID R. PINLAC  
Corporate Secretary

(PDI – June 11, 2020)

Beneficial Life Insurance Co., Inc.

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June 11, 2020

## CERTIFICATE OF PUBLICATION

This is to certify that the BENEFICIAL LIFE INSURANCE COMPANY, INC. has been published in the Philippine Daily Inquirer RE: Notice of Postponement of the 2020 Annual Stockholders Meeting at the Main Section, Page A11 on June 11, 2020 issue, 1<sup>st</sup> Edition, Vol. 35, No. 174.

This certification is being issued upon the request of the above-mentioned company name for whatever legal purpose it may serve.

Adela G. Mendoza  
Manager – Classified Department