



AIA Philippines Life and General Insurance Company, Inc.
(formerly The Philippine American Life and General Insurance Company)

16F – 18F AIA Philippines Head Office
Six/NEO (formerly Net Lima Building)
5th Avenue cor. 26th Street
Bonifacio Global City, Taguig 1634, Philippines
T: (632) 8521 6300 / (632) 8526 9200

NOTICE OF THE ANNUAL MEETING OF THE STOCKHOLDERS

Notice is hereby given that the **Annual meeting of the Stockholders of AIA PHILIPPINES LIFE AND GENERAL INSURANCE COMPANY INC.** (formerly THE PHILIPPINE AMERICAN LIFE AND GENERAL INSURANCE (PHILAM LIFE) COMPANY) will be held on **21 April 2026 at 5:00 in the afternoon via MS Teams/Face to Face at the 23rd Flr., Boardroom, AIA Tower, 8767 Paseo de Roxas, Makati City 1226**, to consider the following:

AGENDA	PRESENTER	TIME ALLOCATED
1. Call of the Meeting to Order. The Chairperson, Wing Shing (Jacky) Chan, will welcome the stockholders and guests, and formally begin the annual stockholders' meeting of AIA Philippines Life and General Insurance Company Inc.	Chairperson	5:00 – 5:01
2. Report of the Secretary on the Proof of Service of the Notice of Meeting and on the Number of Shares represented in the Meeting. The Corporate Secretary, Atty. Carla J. Domingo, will certify that the Notice of Meeting was sent to all stockholders of record at least 21 days before the meeting. She will also certify on the number of shares present by proxy or remote communication, and whether a quorum exists for the valid transaction of the annual stockholders' meeting.	Corporate Secretary	5:01 – 5:02
3. Approval of the Minutes of the last Stockholders' Meeting held on 10 April 2025. The Chairperson will present the Minutes of the Stockholders' Meeting on 10 April 2025 for review, comments and approval of the stockholders. Proposed Resolution: "RESOLVED , that the Meeting Minutes of the Stockholders dated 10 April 2025 be, as they are hereby approved."	Chairperson	5:02 – 5:03

AGENDA	PRESENTER	TIME ALLOCATED
4. Ratification of the Acts of the Board of Directors, the Board Committees and Management The Chairperson will present to the stockholders for their approval, ratification and confirmation all the acts of the Board of Directors, the Board Committees, and Management performed in the Fiscal Year 2025. Proposed Resolution: “RESOLVED, that all the acts of the Board of Directors and its standing Committees, and of Management, as recorded in their respective Minutes Book, as well as the acts of the Executive Officers of this Company in the performance of their respective duties, performed since the last annual meeting of the stockholders’ up to this date be, and hereby are approved, ratified and confirmed.”	Chairperson	5:03 – 5:04
5. Approval of the President’s Annual Report for the Fiscal Year 2025 The President will submit for approval of the stockholders the President’s Annual Report. Proposed Resolution: “RESOLVED, that the President’s Annual Report of AIA Philippines Life and General Insurance Company Inc. as at 31 December 2025 be, as it is hereby accepted and approved, and the Corporate Secretary is instructed to file the same as parts of these minutes.”	Ms. Melita Teo More May, CEO	5:04 – 5:05

AGENDA	PRESENTER	TIME ALLOCATED
6. Approval of the Audited Financial Statements for the Fiscal Year 2025 The President will submit for approval of the stockholders the Company's Audited Financial Statements as at 31 December 2025, as audited by Isla Lipana & Co. As approved, the Audited Financial Statements of the Company will be submitted to the Securities and Exchange Commission (SEC) and the Bureau of Internal Revenue (BIR). Proposed Resolution: "RESOLVED, that the Audited Financial Statements of AIA Philippines Life and General Insurance Company Inc. as at 31 December 2025 be, as it is hereby accepted and approved, and the Corporate Secretary is instructed to file the same as parts of these minutes."	Chairperson	5:05 – 5:06
7. Election of the Board of Directors As required by the Corporation Code of the Philippines, and the Company By-Laws, the stockholders are required to elect/re-elect the members of the Board of Directors of AIA Philippines Life and General Insurance Company Inc., who will hold office for a period of one (1) year or until their successors are duly elected and qualified. The following are the nominees as members of the Board of Directors, as approved by the Corporate Governance Committee: Wing Shing (Jacky) Chan -Non-Executive Director Melita Teo More May- Executive Director Mitchell David New- Non-Executive Director Biswa Misra-Non-Executive Director Gregorio T.Yu- Independent Director Aurelio R. Montinola, III- Independent Director Carlo L. Katigbak- Independent Director Attached are the Profiles of the nominated Directors.	Chairperson	5:06 – 5:07

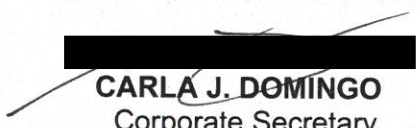
AGENDA	PRESENTER	TIME ALLOCATED
8. Election of the Officers As required by the Insurance Commission Circular No. 35-2006, the stockholders are required to elect/re-elect the officers of AIA Philippines Life and General Insurance Company Inc., who will hold office for a period of one (1) year or until their replacements are duly elected and qualified. Please see attached proposed list of the officers of the Company.	Chairperson	5:07 – 5:08
9. Appointment of KPMG Laya Mananghaya & Co as Independent Auditors of the Company As recommended by Management, the stockholders are requested to approve the appointment of KPMG Laya Mananghaya & Co as the Independent Auditors of the Company for the Fiscal Year 2026. Proposed Resolution: “RESOLVED, that KPMG Laya Mananghaya & Co be, as it is hereby selected and appointed as independent auditors of the Company for the year 2026, subject to the negotiation of the fees, the approval of which is hereby delegated to the Executive Committee.”	Chairperson	5:08 – 5:09
10. Audit Fee of External Auditor The stockholders will be requested to approve the delegation to the Executive Committee of the negotiation of the audit fee of the external auditor, KPMG Laya Mananghaya & Co. Proposed Resolution: “RESOLVED, that the delegation to the Executive Committee of the negotiation of the Audit fee of External Auditor, KPMG Laya Mananghaya & Co be, as it is hereby approved.”	Chairperson	5:09 – 5:10

AGENDA	PRESENTER	TIME ALLOCATED
11. Annual Fee of Directors Since the Compensation Committee has not proposed any increase in the remuneration/annual bonus of the non-executive directors of the Company, the stockholders will be requested to retain and approve the same annual fee of the non-executive directors of the Company.	Chairperson	5:10– 5:11
12. Confirmation of Mission and Vision of the Company Ms. Melita Teo More May, the Chief Executive Officer, will present the Mission and Vision of the Company to the stockholders, for their review and approval. Mission/Vision: Making a real difference with Puso in protecting the lives and health of our Filipino families.	Ms. Melita Teo More May, CEO	5:11 – 5:12
13. Confirmation of 2025 RPT Transactions In accordance with Insurance Commission Circular Letter No. 2017-29 dated May 2, 2017, the Corporate Secretary will inform the stockholders of all related party transactions of the Company for the previous year, if any Proposed Resolution: “RESOLVED, that the attached 2025 Related Party Transactions (RPT) be, and hereby is confirmed.”	Carla J. Domingo	5:12 – 5:13
14. Related Party Transactions of the Directors and Stockholders In accordance with Insurance Commission Circular Letter No. 2017-29 dated May 2, 2017, the Corporate Secretary will inform the stockholders of the list of related interest or close family members of stockholders and directors, if any.	Carla J. Domingo	5:13 – 5:14

AGENDA	PRESENTER	TIME ALLOCATED
15. Feedback from Shareholders The Chairperson will ask the stockholders if there are any questions or issues they would like to raise to management and/or to the Board.	Chairperson	5:14 – 5:15
16. Adjournment		5:15

Makati City, Philippines, 18 March 2026.

BY AUTHORITY OF THE PRESIDENT:


CARLA J. DOMINGO
Corporate Secretary

If you cannot attend the said meeting, kindly accomplish and return the attached proxy form to the Office of the Corporate Secretary at the 23rd Flr., AIA Tower, 8767 Paseo de Roxas, 1226 Makati City within 48 hours prior to the date of the actual meeting. Also attached is the Voting Method for your reference.

PROXY FORM

The undersigned stockholder of AIA PHILIPPINES LIFE AND GENERAL INSURANCE COMPANY INC. (the "Company") hereby nominates, constitutes, and appoints _____ or in his absence, the Chairman of the Annual Meeting of the Stockholders, as lawful attorney and proxy, with power of substitution, to represent the undersigned stockholder, and vote all shares registered in his/her/its name as proxy of the undersigned stockholder, at the Annual Meeting of the Stockholders of the Company on **21 April 2026 at 5:00 in the afternoon Via MS Teams/Face to Face at the 23rd Flr., Boardroom, AIA Tower, 8767 Paseo de Roxas, Makati City 1226**, and at any of the adjournments thereof, for the purpose of acting on the following matters:

Agenda Items	Action		
	FOR	AGAINST	ABSTAIN
1. Approval of the Minutes of the last Stockholders' Meeting held on 10 April 2025			
2. Ratification of the Acts of the Board of Directors, the Board Committees and Management			
3. Approval of the President's Annual Report for the Fiscal Year 2025			
4. Approval of the Company's Audited Financial Statements for the Fiscal Year 2025			
5. Election of the Board of Directors	FOR	WITHHOLD	ABSTAIN
Wing Shing (Jacky) Chan Melita Teo More May Mitchell David New Biswa Misra Gregorio T. Yu Aurelio R. Montinola, III Carlo L. Katigbak			
6. Election of the Officers			
7. Appointment of KPMG Laya Mananghaya & Co as Independent Auditors of the Company			
8. Audit Fees of External Auditor			
9. Annual Fee of Directors			
10. Confirmation of Mission and Vision of the Company			
11. Confirmation of 2025 RPT Transactions			
12. Related Party Transactions of the Directors and Stockholders			
13. Consideration of other business as may properly come before the meeting			

This Proxy shall be received by the Corporate Secretary at least forty eight (48) hours before the date set for the Annual Meeting.

This Proxy is not required to be notarized, and when properly executed, will be voted in the manner as directed herein by the stockholder. If no direction is made, this Proxy will be voted "for" the election of all nominees and for the approval of the matters stated above and for such other business as may be properly come before the meeting as recommended by Management or the Board of Directors.

A stockholder giving a Proxy has the power to revoke it at any time before the right granted is exercised. A Proxy is also considered revoked if the stockholder attends the meeting in person and expressed his intention to vote in person.

IN WITNESS WHEREOF, We have hereunto set my hand this _____ day of _____ 2026 at _____.

PRINTED NAME OF STOCKHOLDER

SIGNATURE OF STOCKHOLDER

DATE

WITNESS

VOTING METHOD

(Article II [Stockholders] of the By-Laws)

Section 5. Voting. – At every meeting of stockholders, such stockholders with voting privilege shall be entitled to one vote for each share of stock standing in his name on the books of the corporation; provided, however, that in the election of Directors, each stockholder with voting privilege shall be entitled to cumulate his vote in the manner provided by law. Each stockholder entitled to vote at a meeting of stockholders may vote by proxy, provided the proxy has been appointed in writing by the stockholder himself or by his duly authorized attorney. The instrument appointing a proxy shall be exhibited to and lodged with the Secretary at the time of the meeting.

BOARD OF DIRECTORS PROFILE



JACKY CHAN (62)
Regional Chief Executive,
Non-Executive Director,
Chairman of the Board
(since 10 February 2025)

Mr. Jacky Chan is the Regional Chief Executive and Group Chief Distribution Officer responsible for the Group's businesses operating in Hong Kong SAR, Macau SAR, Philippines and Taiwan (China) as well as the Group's agency distribution, partnership distribution, corporate solutions and digital platform partnerships. He is a director of various companies within the Group, including AIA Company Limited and AIA International Limited. Mr. Chan has extensive life insurance industry experience having worked at AIA for the past 37 years. Prior to becoming a Regional Chief Executive, Mr. Chan was Chief Executive Officer of AIA Hong Kong and Macau since

2009. Previously, he held several senior positions including the Country Head of AIA China, responsible for overall business performance and results in China; Executive Vice President - Distribution & Marketing of Nan Shan Life Insurance - Taiwan; Senior Vice President & Head of Life Profit Centre of AIA - Asia (ex-Japan & Korea).

Mr. Chan holds a Bachelor of Science Degree from the University of Hong Kong. He is a Fellow of Society of Actuaries (FSA), a member of American Academy of Actuaries (MAAA) and a Fellow of Canadian Institute of Actuaries (CIA).



MELITA TEO (51)
Executive Director,
Chief Executive Officer
(since 01 January 2024)

Ms. Melita Teo is the President and Chief Executive Officer of AIA Philippines. As President and CEO of AIA Philippines, Melita drives the company's business growth strategy and transformation. She leads and oversees AIA Philippines, BPI AIA, MediCard, and AIA Investment Management, forging a unified, collective, and future-ready ONE AIA organization. Under her leadership, AIA Philippines has continued to sharpen its integrated health strategy, expand its distribution force, accelerate digital innovation and enterprise thinking, and deepen its customer focus — all while building a high-performance, collaborative culture. She is vital in driving the company's ESG and corporate social responsibility initiatives, seamlessly

integrating sustainability, wellness, insurance and healthcare access, and community engagement into the company's core strategy. In 2025, Melita was recognized as Executive Champion of the Year at the 10th Asia Trusted Life Agents and Advisers Awards, recognizing her visionary and transformative leadership at AIA Philippines. Prior to her appointment in the Philippines, Melita held several senior leadership roles at AIA Singapore, including Chief Customer and Digital Officer, Chief Operations Officer, Chief Corporate Solutions Officer, and Head of Planning and Strategy. Melita Teo holds a Bachelor of Commerce degree in Economics and Finance from Curtin University of Technology in Western Australia.

BOARD OF DIRECTORS PROFILE



MITCHELL DAVID NEW (62)
Non-Executive Director
(since 01 May 2020)

Mitchell New is the Group General Counsel responsible for the provision of legal services for AIA Group and providing leadership to legal and corporate governance functions within country operations. Previously, he acted also acted as AIA's Group Chief Risk Officer. In addition to his position on the Board of AIA Philippines, he is a director of various companies within the Group including AIA International Limited, AIA Reinsurance Limited and the Group's operating subsidiaries in New Zealand, Indonesia, and Vietnam. He is also Chairman of the Group ESG Committee with executive responsibility for the Group's ESG program.

He joined the Group in April 2011. Prior to joining the Group, Mr. New occupied various senior roles with Manulife Financial, including Senior Vice President and Chief Legal Officer for Asia and Japan, based in Hong Kong, and Senior Vice President and General Counsel to Manulife's Canadian division. Previously, he was a member of the law firm Fasken Martineau and is qualified barrister and solicitor and member of the Law Society of Ontario. He holds a Bachelor of Commerce Degree and Master's Degree in Business Administration from McMaster University and a Bachelor of Laws Degree from the University of Western Ontario.



BISWA MISRA (47)
Non-Executive Director
(since October 2025)

Mr. Biswa Misra, aged 47, is the Group Chief Technology and Life Operations Officer responsible for providing leadership to the Group's technology, digital and analytics areas as well as Group Operations and Operations Shared Services. He is also responsible for the Group's businesses operating in New Zealand and Sri Lanka. He is a director of various companies within the Group.

He joined the Group in June 2013. Prior to joining the Group, Mr. Misra served as the Regional Chief Technology Officer for ING Insurance Asia Pacific. Previously, he spent six years with information technology consulting firm Capgemini, leading the company's insurance practice for Asia. Mr. Misra holds a degree in electrical engineering from the National Institute of Technology, Surat, India.

BOARD OF DIRECTORS PROFILE



AURELIO R. MONTINOLA, III (74)
Independent Director
(effective 01 July 2023)

Aurelio Montinola III has been the Chairman of the Board of Trustees of Far Eastern University, Inc. since August 2013, after serving as its Vice Chairman from June 1989 to August 2013.

Mr. Montinola's other Corporate Affiliations include Amon Trading Inc., East Asia Computer Center, Inc. and Roosevelt College, Inc. as the Chairman, the Philippine Business for Education Foundation (PBEF) as the Vice Chairman, and AIA Philippines Life and General Insurance Company, Inc. as an Independent Director.

He was President of BPI from 2006-2013 and was a former President of the Bankers

Association of the Philippines and the Management Association of the Philippines (MAP).

He is currently a Director of Roxas and Company Incorporated, a listed corporations.

He graduated with a BS Management Engineering degree at the Ateneo de Manila University in 1973, and received his MBA from Harvard Business School in 1977. He was awarded the 2006 and 2010 Asian Banker Leadership Award for the Philippines and the MAP Management Man of the Year Award in 2012.



CARLO L. KATIGBAK (56)
Independent Director
(since 15 April 2024)

Carlo L. Katigbak is currently the President and Chief Executive Officer of ABS-CBN Corporation. Mr. Katigbak is a member of the Board of Directors of ABS-CBN Corporation, SkyCable Corporation, and is an Adviser to the ABS-CBN Lingkod Kapamilya Foundation. He is also an Independent Director of Stores Specialists, Inc.

Mr. Katigbak graduated with a B.S. Management Engineering degree from the Ateneo de Manila University in 1991

He also completed the Advanced Management Program of the Harvard Business School in 2009. He is a member of Young Presidents Organization (YPO) and the Management Association of the Philippines.

BOARD OF DIRECTORS PROFILE



GREGORIO T. YU (67)
Independent Director
(effective 20 Apr 2023)

Gregorio T. Yu is a Philippine businessperson who has been head of various companies. Currently, Mr. Yu is the Chairman of Nexus Technologies and is a director of Philippine Airlines Inc, House of Investments and the Philippine Bank of Communications. He was the Chairman of the Restructuring Committee of Philippines Airlines which successfully formulated and guided the airline out of bankruptcy. He is also on the board of a number of other public and private companies.

In his past career, he occupied the position of President and Chief Executive Officer of Balie Corporation, the developer of the Tagaytay Highlands leisure complex in Tagaytay City, Philippines. He was also President of Tagaytay Highlands International Golf Club, The Country Club at Tagaytay Highlands, and the

Tagaytay Midlands Golf Club. Mr. Yu was also a Trustee of the Government Service Insurance System during the administration of President Benigno Aquino III. He was President and CEO of Pacific Online Systems Inc., Treasurer and Executive Director at National Reinsurance Corporation of the Philippines, Chairman and President of Philicity Fund, Philicity PSE Index Fund, Philicity Peso Bond Fund, Director of Corporate Finance at Chase Manhattan Asia Limited Hong Kong, Vice President- Area Credit at the Chase Manhattan Bank N.A. (Hong Kong), Chairman of the Xavier School Educational & Trust Fund Inc., and Trustee of Xavier School.

Gregorio T Yu received an undergraduate honors degree from De La Salle University and an MBA from the Wharton School of the University of Pennsylvania

List of Officers

CORPORATE OFFICERS

Wing Shing (Jacky) Chan
Melita Teo More May
Gary James Ogilvie
Carla J. Domingo
Rikka C. Peralta
Regine D. Azul
Donna C. Duque-Pastoral

- Chairman of the Board
- Chief Executive Officer
- Treasurer
- Corporate Secretary
- Head of Internal Audit
- Assistant Corporate Secretary
- Assistant Corporate Secretary

SENIOR OFFICERS

Gary James Ogilvie
Vincent Jiet Shiet Chong
Carla J. Domingo
Maria Cristina Helena G. Samaniego
Ellen M. Imasa
Melissa Angela L. Henson
Chong Yong Goh
Judy O. San Jose
Sander van den Berg

- Chief Financial Officer
- Chief Agency Officer
- Chief Legal Officer and Corporate Secretary
- Chief Risk and Compliance Officer
- Chief Human Resources Officer
- Chief Marketing Officer
- Chief Investment Officer
- Chief Technology and Operations Officer
- Chief Information and Data Officer (CIDO)



List of Officers

VICE PRESIDENTS

<u>Rhoneil B. Aguirre</u>	- Associate Director, Special Projects
Mary Grace R. Yap-Aguinaldo	- Associate Director, Head of Agency Digitalization
Maria Cristina R. Altamirano	- Associate Director, Leadership Development and Culture
Jennifer Bacilig	- Associate Director, Agency Business Development
Benedicto P. Bautista	- Associate Director, Corporate Solutions
Jericho Bautista	- Director, Product Tribe
Katherine W. Baylon	- Director, Brand Marketing & Partnerships
Blesila V. Garcia	- Associate Director, Head of Agency Operations
Monica F. Bondoc	- HR Business Partner Principal
Angelita H. Boral	- Associate Director, Talent Acquisition
Hari Krishna Bhupathi	- Associate Director, Integration Architect and Delivery QA
<u>Jovilyn F. Caluag</u>	- Associate Director, Claims and Policy Benefit
Grete B. Cercado	- Associate Director, Branch Operations Support
Lord Jason A. Cruz	- Associate Director, Enterprise Architecture
Alyna Victoria M. Delgado	- Associate Director, Customer Service
<u>Jerthy L. Del Rosario</u>	- Associate Director, Agency Business Development
Jextaire J. Fabian	- Human Resources Business Partner
Carla Christina C Fiorcruz	- HR Business Partner Principal
Charline D. Chan-Fong	- Director, Actuary



List of Officers

Sachin Garg	- Associate Director, Risk
Pio A. Garrido, III	- Associate Director, Digital Solutions
Artemio Guila Jr.	- Director, Business Strategy and Transformation
Maria Trinidad M. Henson	- Director, Customer Engagement and Growth
Jose Roy R. Hipolito	- Head of Risk and Compliance Healthcare
Ronaldo D. Ico	- Associate Director, Investment Governance and Performance Reporting Head
Lea Royale B. Kabanilit	- Head of Legal (Healthcare)
Catherine D. Lacson	- HR Business Partner Principal
Jacqueline T. Lim	- Campaign Management Head
Celeste Joy C. Linsangan	- Associate Director, Policy Owner Administration
Gilbert San Jose Madrid	- Associate Director, IT Planning & Expense Management
Gloria Czarina D. Mariano	- Associate Director, Life Valuation Actuary
Arvin C. Matuloy	- Associate Director, Treasury
Deiny Joyce A. Mondoy	- Associate Director, Operational Excellence and Governance
Dinah P. Ogatis	- Associate Director, Business Strategy and Transformation
<u>Myraria C. Padilla</u>	- Associate Director, Customer Onboarding
<u>Lynnel D. Pamintuan</u>	- Associate Director, Strategy Governance & Analytics
Donna C. Duque-Pastoral	- Legal Services Principal
Patricia Anne San Pascual-Rodriguez	- Associate Director, Business Quality
Fung (Jonathan) Quach VI	- Director, Agency Strategic Initiatives
Ma. Cristina C. Quinto	- Associate Director, Customer Solutions Delivery



List of Officers

Samson Kenneth A. Radovan	- Associate Director, <u>MediCard</u> Integration Management Office
Ma. Cristina L. Regalado	- Associate Director, IT Strategy and Planning
Floerfido Jr. B. Rellora	- Human Resources Services
Karla Mae M. Revollar	- Associate Director, Technology Transformation
Angela Paola V. Reyes	- Associate Director, Compliance
John Albert S. Reyes	- Associate Director, Technology Operations
Rodolfo D. Rubio	- Associate Director, Corporate Solutions Sales
Denise Ann R. Saclag	- Director, Finance Reporting & Controllership
Sansan Kimberly T. Tan	- Associate Director, Total Rewards
Ma. Arlene B. Validad	- Associate Director, Operational Risk Management
Jan Eric N. Venus	- Associate Director, Customer Experience

