



## **NOTICE OF ANNUAL STOCKHOLDERS' MEETING OF PGA SOMPO INSURANCE CORPORATION**

### **TO ALL STOCKHOLDERS OF RECORD**

Dear Stockholder:

Please be advised that the Annual Stockholders' Meeting of PGA Sampo Insurance Corporation will be held on May 28, 2020, 03:00 P.M. via video conferencing, using Microsoft Teams. A User Guide has been included in this Notice for your perusal (Annex "A")

The Agenda will be as follows:

**1. Call to order**

This shall signal the commencement of the Annual Stockholders' Meeting. The voting procedures for to be implemented in the Meeting shall also be explained during this portion.

**2. Proof of Notice and Quorum**

The Corporate Secretary shall report on the actual attendance for the Meeting.

**3. Approval of the Minutes of Last Year's Annual Stockholders' Meeting**

The Minutes of the Annual Stockholders' Meeting, held on April 05, 2019, will be presented for approval.

**4. Ratification of the Actions of the Board of Directors, the Executive Committees, and Management**

The Chairman will present for ratification and confirmation of the stockholders all Minutes of Board Meetings and Reports, which reflect the corporate acts of the Board of Directors, the Executive Committees, and Management during the year 2019 in the performance of their functions and in the interest of the Corporation.

**5. Presentation of Management Year-End Report**

The President and Chief Executive Officer shall present the Management Year-End Report. The floor will be opened for queries on any and all items presented during this portion.

**6. Presentation of 2019 Audited Financial Statements and Treasurer's Report for 2019**

The Vice-President and Chief Finance Officer shall present the Financial Statements as at December 31, 2019 and December 31, 2018, as audited by Sycip Gorres Velayo and Co. All analytics based from the 2019 financial results will be included in the Treasurer's Report for 2019. The floor will be opened for queries on any and all items presented during this portion.

**7. Approval for Release of 2019 Audited Financial Statements**

The Chairman of the Audit Committee will present the 2019 Audited Financial Statements to the stockholders for approval to be released to the general public.



**8. Marketing Report for 2020**

The Vice-President for Business Operations shall present the Marketing Report for 2020. The floor will be opened for queries on any and all items presented during this portion.

**9. Election of the Members of the Board of Directors**

The Chairman of the Nomination Committee shall present all the nominees to sit as members of the Board of Directors of the Corporation.

Prior to election, the Corporate Secretary shall explain the procedures that will be followed in the actual election and the tabulation of votes.

**10. Appointment of External Auditor**

The Chairman shall present their recommended External Auditor to the stockholders for their approval.

**11. Other Matters**

The floor will be opened for any stockholder who wishes to raise any query relevant to items discussed during the Meeting.

**12. Adjournment**

This shall signal the end of the Annual Stockholders' Meeting.

Should you be unable to attend the meeting in person, a proxy may be appointed by executing the attached Proxy Form (Annex "B").

Makati City, April 30, 2020.

Very truly yours,

**CRISTINE CUISIA-REMOLLO**  
Corporate Secretary

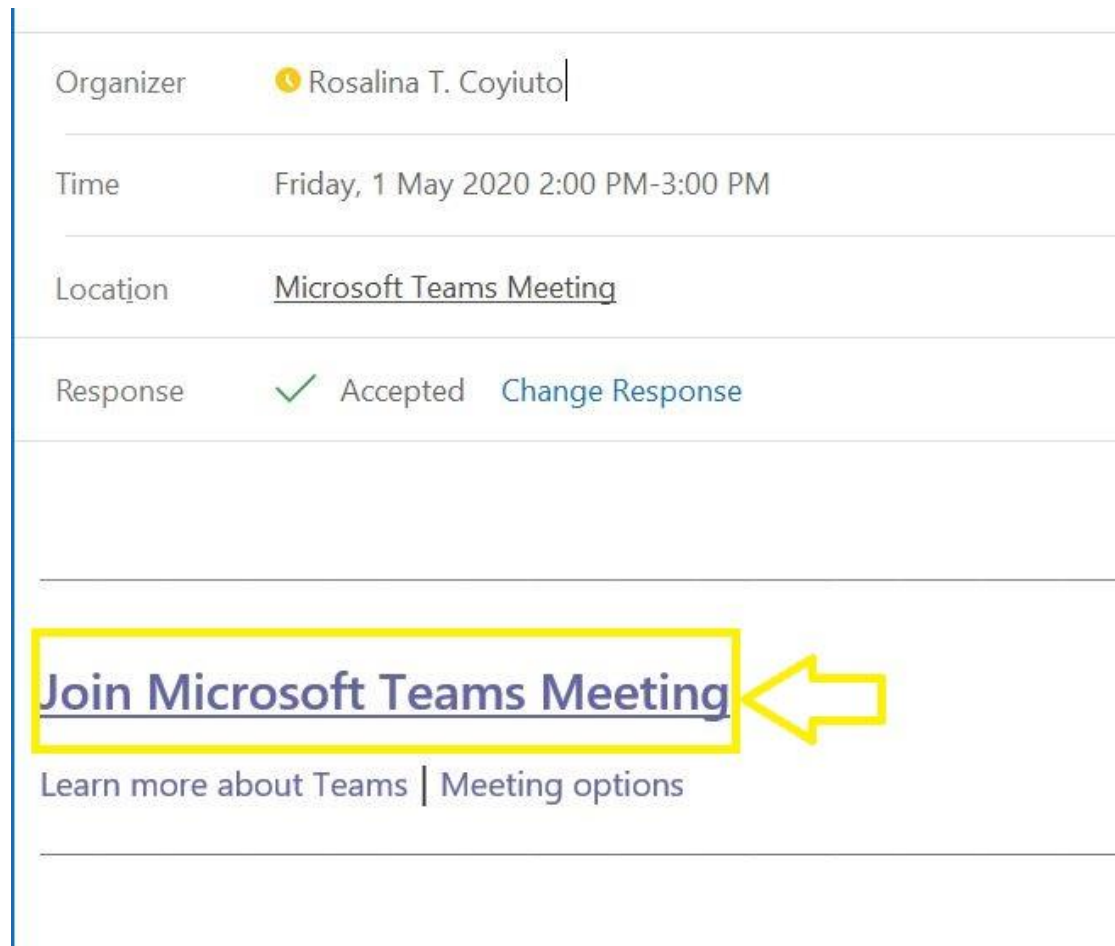
# Join MS Teams meeting thru Web browser

**PGA Sompo Insurance Corporation**  
Digital and Technological Services



# Join MS Teams meeting thru Web browser

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From your laptop's email application, click the "Join Microsoft Teams Meeting" link (shown below)



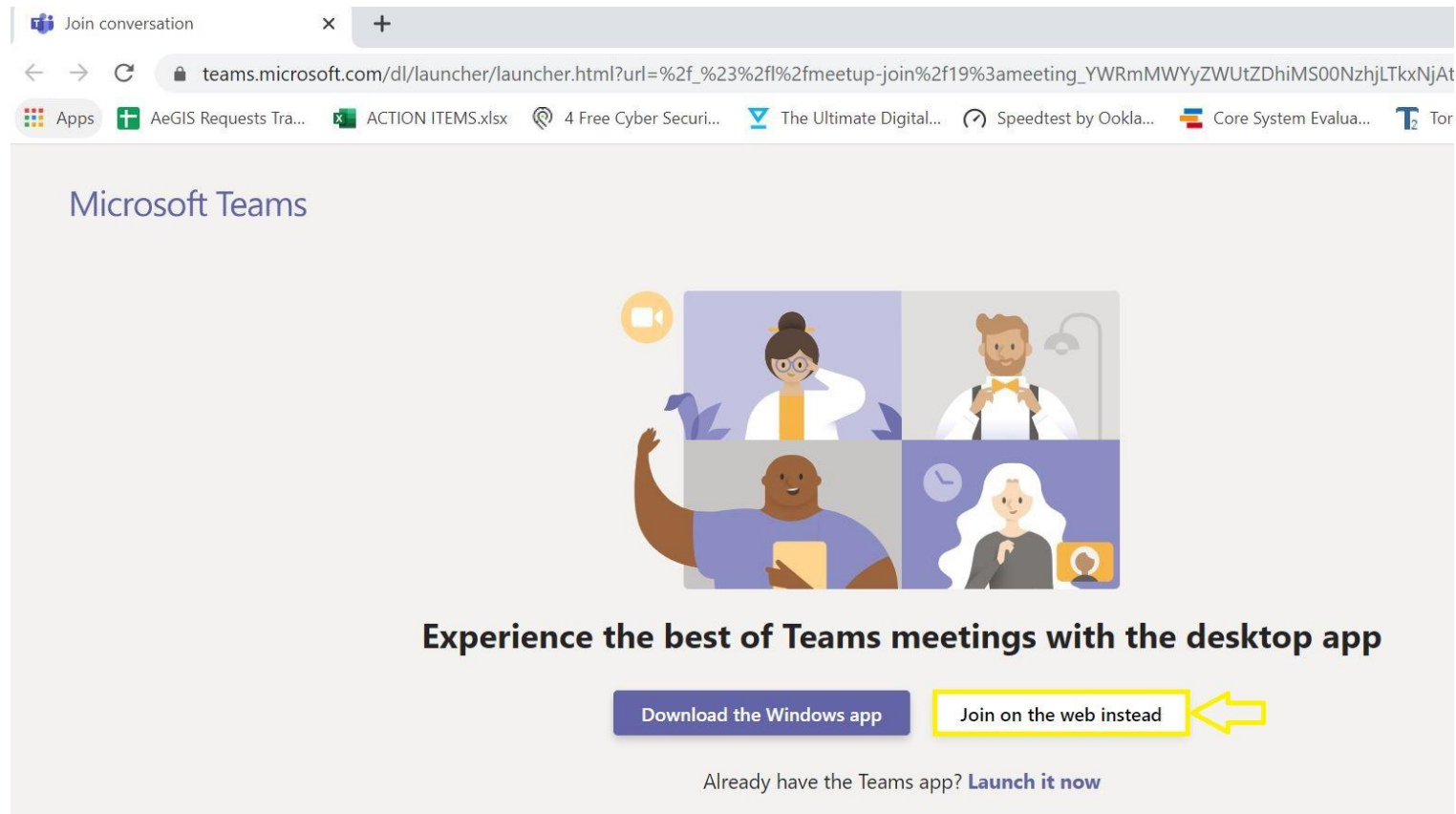
The screenshot shows an email interface with a meeting invitation. The invitation details are as follows:

Organizer	 Rosalina T. Coyiuto
Time	Friday, 1 May 2020 2:00 PM-3:00 PM
Location	<a href="#">Microsoft Teams Meeting</a>
Response	 Accepted <a href="#">Change Response</a>

Below the invitation details, there is a prominent blue link: [Join Microsoft Teams Meeting](#). This link is highlighted with a yellow rectangular box, and a yellow arrow points to it from the right. Below the link, there are two smaller links: [Learn more about Teams](#) and [Meeting options](#).

# Join MS Teams meeting thru Web browser

It will automatically open an internet browser, click “Join on the web instead” (shown below)

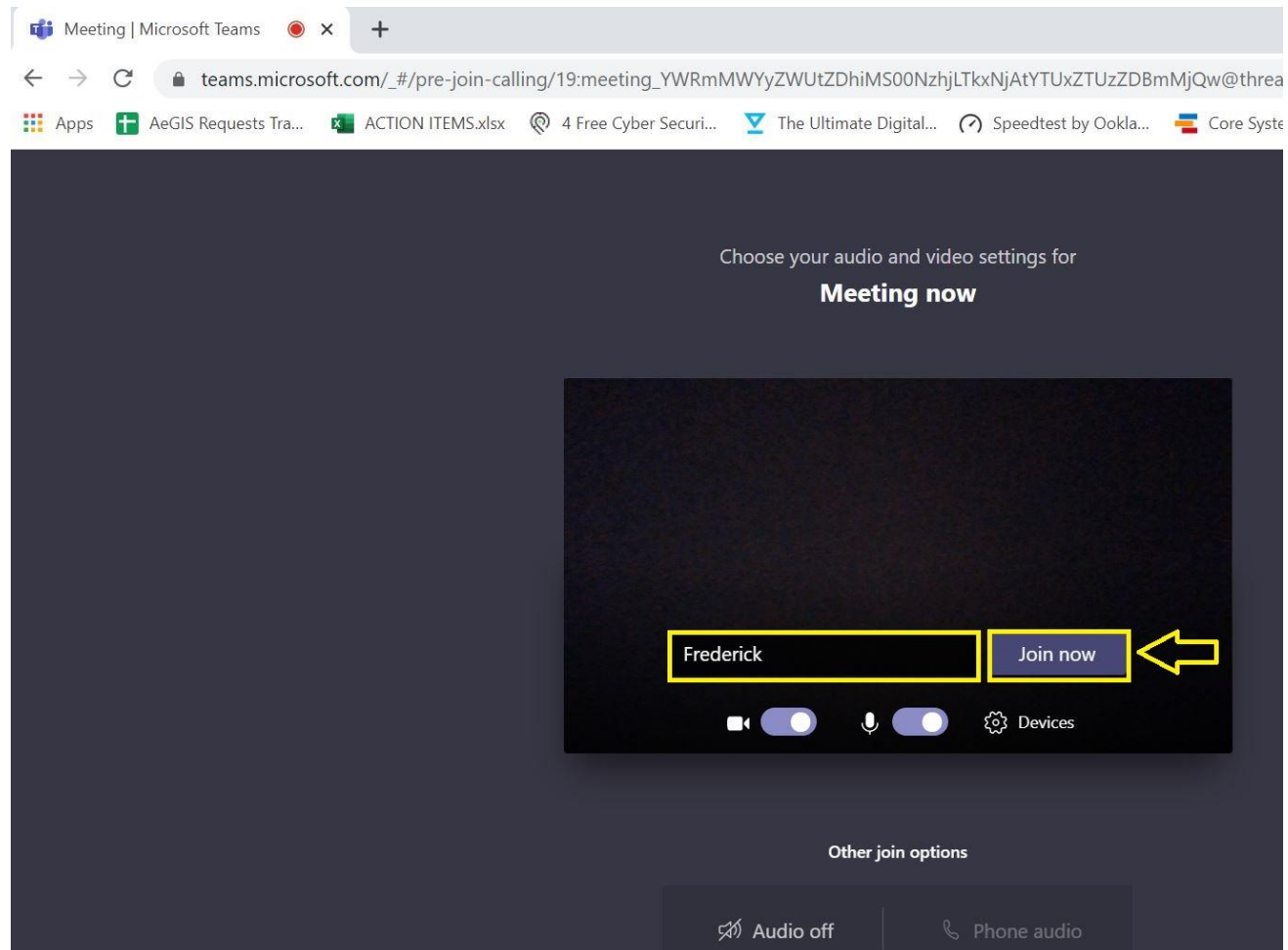


The screenshot shows a web browser window with the Microsoft Teams logo at the top left. Below the logo is a 2x2 grid of four stylized avatars representing meeting participants. At the bottom of the page, there are two buttons: a dark blue button labeled "Download the Windows app" and a yellow button labeled "Join on the web instead". A yellow arrow points to the "Join on the web instead" button. Below these buttons, the text "Already have the Teams app? Launch it now" is visible.

# Join MS Teams meeting thru Web browser

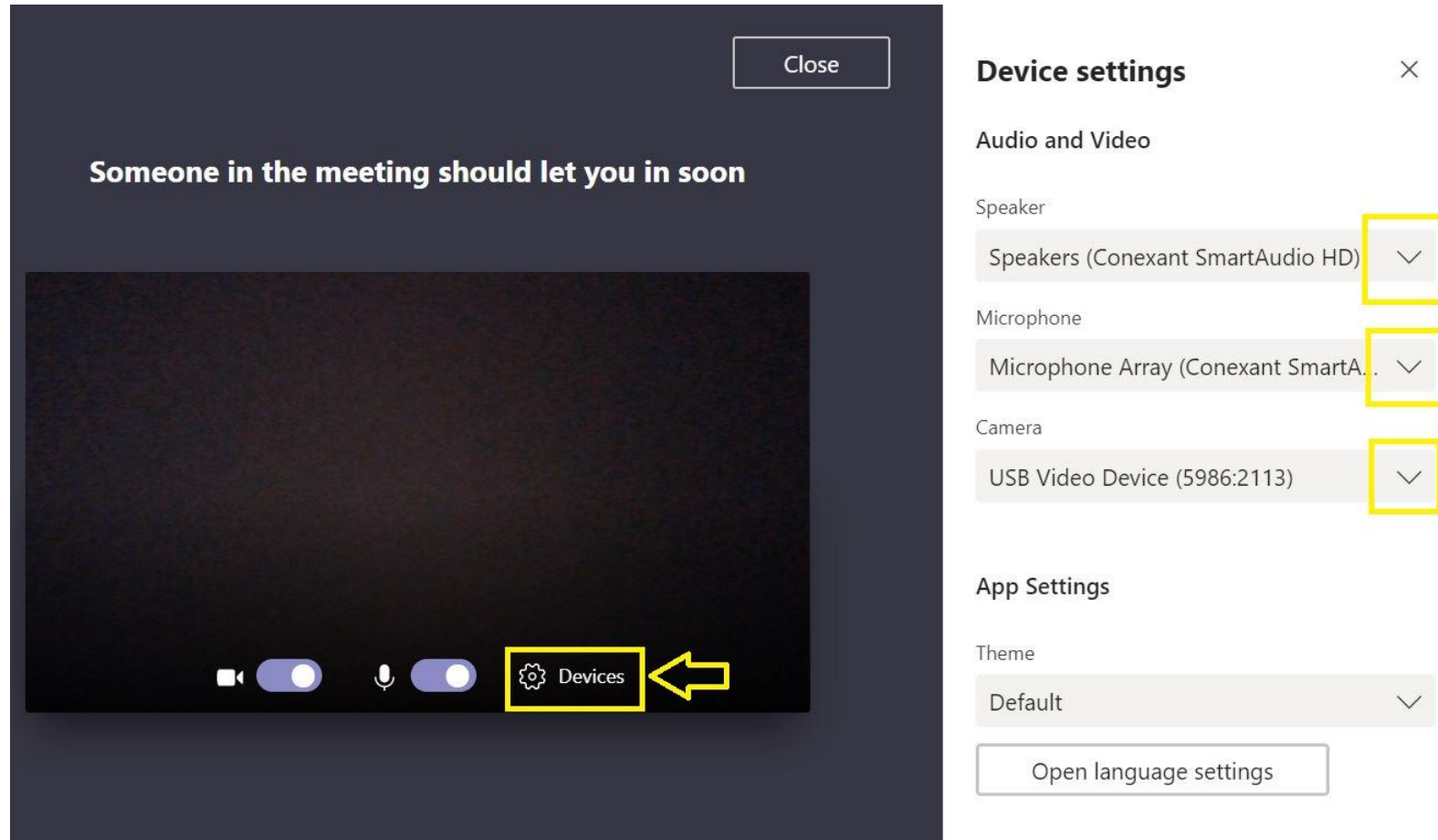
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Enter your name and click “Join now” (shown below)



# Join MS Teams meeting thru Web browser

If there is a problem with the Speaker, Microphone or Video, you may need to change the device settings by clicking “Devices” and by choosing properly installed Speaker, Microphone and Camera (shown below)



The image shows a screenshot of the MS Teams meeting interface and its settings panel. On the left, a dark grey meeting window displays the text "Someone in the meeting should let you in soon" and a "Close" button. At the bottom of the meeting window, there are icons for video, microphone, and a "Devices" button with a gear icon, which is highlighted with a yellow box and a yellow arrow pointing to it. On the right, the "Device settings" panel is open, showing a list of devices under "Audio and Video" and "App Settings". The "Speaker" dropdown is set to "Speakers (Conexant SmartAudio HD)", the "Microphone" dropdown is set to "Microphone Array (Conexant SmartA...", and the "Camera" dropdown is set to "USB Video Device (5986:2113)". Each dropdown menu is highlighted with a yellow box. The "App Settings" section shows the "Theme" set to "Default".

# Join MS Teams meeting thru Web browser

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- To Turn On/Off your video, use button below- highlighted in green.
- To Turn On/Off your microphone, use button below- highlighted in yellow.







PGA Sompo Insurance Corporation





**PROXY FORM**  
**FOR ANNUAL STOCKHOLDERS' MEETING**  
**OF PGA SOMPO INSURANCE CORPORATION**

**KNOW ALL PERSONS BY THESE PRESENTS:**

I, \_\_\_\_\_, a stockholder of record of **PGA SOMPO INSURANCE CORPORATION**, a corporation duly corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with address at 5<sup>th</sup> Floor, Corinthian Plaza, Paseo de Roxas, Legaspi Village, Makati City ("the CORPORATION"), do hereby appoint:

\_\_\_\_\_

or in his absence, the Chairman of the Board of Directors, as my proxy to represent and to vote for and in behalf of all the shares registered under my name in the books of the CORPORATION at the Annual Stockholder's Meeting (the "MEETING"), scheduled on May 28, 2020, 03:00 P.M., via videoconferencing, and any adjournments or further postponements thereof, and more particularly, to vote upon matters set out in the Notice for the MEETING and any and all matters that may come upon during the MEETING.

IN WITNESS WHEREOF, this Proxy Form has been signed this \_\_\_\_\_.

\_\_\_\_\_  
Stockholder

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ in \_\_\_\_\_, affiant exhibiting to me his \_\_\_\_\_, with no. \_\_\_\_\_.

Doc. No. \_\_\_\_;  
Page No. \_\_\_\_;  
Book No. \_\_\_\_;  
Series of 2020.