

PROXY

KNOW ALL MEN BY THESE PRESENTS:

[Insert name of Stockholder] (the "**Stockholder**"), of legal age, [insert nationality], with address at [insert residence or office address], a stockholder of **PRU LIFE INSURANCE CORPORATION OF U.K.** (the "**Company**"), a corporation incorporated under the laws of the Philippines and having its registered address at 9/F Uptown Place Tower 1, 1 East 11th Drive, Uptown Bonifacio, 1634 Taguig City, Metro Manila, Philippines, does hereby nominate, constitute and appoint

[Insert name of proxy]

[or in his absence, the Chairman of the stockholders' meeting] as its proxy to represent the Stockholder and attend and vote all shares of stock registered in the name of the Stockholder in the books of the Company (the "**Shares**") at the annual meeting of the stockholders of the Company, to be held on 22 June 2017, and at all adjournments, resetting or postponements thereof and to vote the Shares on the agenda below:

1. Approval of the Minutes of the Annual Shareholders' Meeting held on 23 June 2016;
2. Approval of the publication on the Company's website of the following documents as required by the ASEAN Corporate Governance Scorecard:
 - a. Minutes of the Annual Shareholders' Meeting Held on 23 June 2016;
 - b. Notice (and annexes) of Annual Shareholders' Meeting Held on 22 June 2017;
 - c. Draft Minutes of the Annual Shareholders' Meeting Held on 22 June 2017;
3. Ratification of the acts of the Board of Directors and Officers;
4. Election of Directors for the Year 2017 to 2018;
5. Approval of the Annual Report on the Year 2016 Operations;
6. Approval of the 2016 Audited Financial Statements;
7. Appointment of R.G. Manabat & Co. as External Auditor; and
8. Approval of the proposed amendments to the Articles of Incorporation and By Laws of the Company.

This Proxy shall remain in full force and effect for a period of three (3) months from the date hereof.

This Proxy is governed by and will be construed in accordance with the laws of the Philippines, and the parties submit to the exclusive jurisdiction of the courts in Taguig City, Metro Manila, Philippines.

IN WITNESS WHEREOF, the Stockholder has executed this proxy as of this ____ day of _____ 2017.

Printed Name and Signature of Stockholder