

CERTIFICATION

I, **SUZANNE PATRICIA S. VILLAR-ARELLANO**, of legal age, married, Filipino, with office address at 9/F Uptown Place Tower 1, 1 East 11th Drive, Uptown Bonifacio, 1634 Taguig City, Metro Manila, Philippines, after being duly sworn in accordance with law, hereby certify that:

1. I am the duly elected and qualified Corporate Secretary of **Pru Life Insurance Corporation of U.K.** (the "**Corporation**"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office address at 9/F Uptown Place Tower 1, 1 East 11th Drive, Uptown Bonifacio, 1634 Taguig City, Metro Manila, Philippines.
2. As Corporate Secretary of the Corporation, I have access to the books, records, and minutes of the regular and special meetings of the Stockholders, Board of Directors, and Nomination Committee and other relevant documents of the Corporation.
3. Based on the records of the Corporation:
 - a. The Nomination Committee is tasked to assess on a yearly basis the size and composition of the Board and the required qualifications of the directors in light of the operating requirements and strategic direction/plan of the Corporation and applicable laws and regulations; and
 - b. On 30 March 2017, the Nomination Committee was requested to assess the qualifications of the directors and Board Committees' members of the Corporation taking into account: (1) the strategic plan of the Corporation for the next three (3) years which was presented by Mr. Antonio Manuel G. De Rosas, the President and Chief Executive Officer of the Corporation; and (2) the list of qualifications provided by applicable laws and regulations which was discussed by the Corporate Secretary. The Nomination Committee was tasked to provide during its next meeting its assessment on the necessary qualifications of the directors and Board Committees' members which will be the basis for the selection of candidates for directorship.
 - c. New directors and Board Committee members shall be elected in accordance with the provisions of the Philippine Corporation Code and the Corporation's Amended By-Laws.
4. The above information is true and correct based on my knowledge and the records of the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand on this 29th day of May 2017 in Taguig City, Metro Manila.


SUZANNE PATRICIA S. VILLAR-ARELLANO
Corporate Secretary