

CERTIFICATION

I, **MA. EMEREN V. VALLENTE**, of legal age, 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, minutes of the regular and special meetings of the Shareholders, Board of Directors, and other relevant documents of the Corporation.
3. Based on the records of the Corporation, during the election of directors at the Annual Meeting of the Shareholders held on 20 June 2019, the shareholders were allowed to cast their votes individually and elect directors as shown by the tally of votes below.

Total Outstanding Shares: 5,000,000

	Name of Nominated Director	Breakdown of Votes Cast for the Election of the Nominated Director	Total Votes Cast for the Election of the Nominated Director	Votes in Favor	Votes Against	Abstentions
1.	Henry Joseph M. Herrera	4,999,993 votes cast by Prudential Corporation Holdings Limited 1 vote cast by Henry Joseph M. Herrera 1 vote cast by Stephen Paul Bickell 1 vote cast by Teoh Kwui Ying 1 vote cast by Antonio Manuel G. De Rosas	4,999,999	4,999,999	None	None

		1 vote cast by Angelica H. Lavares				
		1 vote cast by Cesar P. Manalaysay				
2.	Stephen Paul Bickell	Same as above	4,999,999	4,999,999	None	None
3.	Teoh Kwui Ying	Same as above	4,999,999	4,999,999	None	None
4.	Antonio Manuel G. De Rosas	Same as above	4,999,999	4,999,999	None	None
5.	Cesar P. Manalaysay	Same as above	4,999,999	4,999,999	None	None
6.	Romerico S. Serrano	Same as above	4,999,999	4,999,999	None	None
7.	Angelica H. Lavares	Same as above	4,999,999	4,999,999	None	None

Attached as *Annex "A"* is the draft minutes of the Annual Meeting of the Shareholders held on 20 June 2019 which is subject to the approval of the Shareholders in the next Annual Meeting of the Shareholders to be held on 18 June 2020.

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 29 April 2020 in Taguig City, Metro Manila.


MA. EMEREN V. VALLENTE
Corporate Secretary