COVER SHEET 8 0 1 1 8 **SEC Registration Number** NATIONAL REINSURANCE CORPORATION O F THE (Company's Full Name) BPI - P H I L A M L I F E MAKA 6 8 1 AYALA AVENUE M A K A T I (Business Address: No., Street City / Town / Province) Regina S. Ramos (02) 988-7400 **Contact Person** Company Telephone Number SEC Form 17-C 2 3 1 4th Wednesday of June Certificate of Compliance of the Corporate Governance Manual for the Year 2018 Month Day Month Day FORM TYPE Fiscal Year **Annual Meeting** Secondary License Type, If Applicable Dept Requiring this Doc Total Amount of Borrowings Total No. of Stockholders Domestic Foreign To be accomplished by SEC Personnel concerned File Number LCU **Document ID** Cashier STAMPS Remarks: Please use BLACK ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION Securities and Exchange SEC FORM 17-C Riectronic Records Management Division JAN 2 2019 **CURRENT REPORT UNDER SECTION 17** OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER RECEIVED SUB 1. 28 January 2019 Date of Report (Date of earliest event reported) 2. SEC Identification Number: 80118 3. BIR Tax Identification No. 000-480-869-000 4. NATIONAL REINSURANCE CORPORATION OF THE PHILIPPINES, doing business under the names and styles of Nat Re; Philippine National Reinsurance Company; PhilNaRe Exact name of issuer as specified in its charter 5. Metro Manila, Philippines (SEC Use Only) Province, country or other jurisdiction of Industry Classification Code: 7. 31st Floor, BPI-Philam Life Makati Building. 6811 Ayala Avenue, Makati City 1227 Address of principal office Postal Code Issuer's telephone number, including area code Former name or former address, if changed since last report 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA Title of Each Class Number of Shares of Common Stock Outstanding **Common Shares** 2,123,605,600

2,123,605,600

incorporation

8. (632) 988-7400

TOTAL

9. N/A

BEAD

GPFICE

Please find attached certification on the compliance of the Company with its Manual on Corporate Governance for the year 2018.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized, in the City of Makati on 28 January 2019.

National Reinsurance Corporation of the Philippines, doing business under the names and styles of Nat Re; Philippine National Reinsurance Company; PhilNaRe Issuer

REGINA S. RAMOS

Vice President, Head of Risk & Compliance

REPUBLIC OF THE PHILIPPINES) MAKATI CITY) S.S.

SECURITIES AND EXCHANGE COMMISSION CERTIFICATE

I, REGINA S. RAMOS, of legal age, Filipino, and with business address at the 31st Floor, BPI-Philam Life Makati, 6811 Ayala Avenue, Makati City, after having been duly sworn in accordance with law, depose and say that:

- I am the incumbent Head of Risk and Compliance of the NATIONAL REINSURANCE CORPORATION OF THE PHILIPPINES (the "Company"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines;
- 2. The Company's Revised Manual of Corporate Governance, conforms with the provisions of the Securities and Exchange Commission (SEC) Memorandum Circular No.19, series of 2016 (the "Code of Corporate Governance for Publicly Listed Companies"), as well as contains other leading practices and principles on good corporate governance;
- 3. In 2018, the Company did not deviate from the provisions of its Manual as well as the provisions of the Code of Corporate Governance as adopted in the Company's Manual.

IN WITNESS WHEREOF, I have signed this Certificate this 25^{th} day of January 2019 at Makati City, Metro Manila.

REGINA S. RAMOS Head of Risk & Compliance

COUNTERSIGNED BY:

ALLAN R. SANTOS President & CEO

SUBSCRIBED AND SWORN to before me in Makati City this 25th day of January, 2019 by Regina S. Ramos who has satisfactorily proven to me his identity through her Passport No. P4648380A issued on October 7, 2017 at DFA NCR South.

Doc. No.

Page No. _____; Book No. _____;

Series of 2019

ATTY. HENRY D. ADASA

COMMISSION 17-23
PASADENIA ST., PASAY CITY

IBP NO. 047427 - 01/03/19 PASIG PTR NO. 5826667 - 01/03/19 P.C.

MCLE COMPLIANCE NO. VI-0002850 - 4/14/2014

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