

**National Reinsurance Corporation of the Philippines
2020 Annual Stockholders' Meeting**

Frequently Asked Questions (FAQs)

ASM Quick Facts

1. *When and where will the 2020 Annual Stockholders' Meeting of Nat Re be held?*

Date: August 7, 2020 (Friday)

Time: 3:00 p.m.

Place: No physical venue as the meeting will be streamed live via Zoom Webinar.

2. *Why will the Annual Stockholders' Meeting be held virtually?*

Due to health and safety concerns brought about by the COVID-19 pandemic, and in compliance with quarantine guidelines, the Company has decided to hold the meeting virtually to allow stockholders to participate and vote remotely in the safety of their homes. This virtual meeting is authorized by and will be held in accordance with existing laws and regulations of the Securities & Exchange Commission.

3. *When is the record date for stockholders entitled to vote and to participate?*

Record date is as of close of business on June 23, 2020.

Registration

4. *Who can register?*

Stockholders of record of National Reinsurance Corporation of the Philippines as of close of business on **June 23, 2020** may register. Once verified to be qualified, they will receive an email confirming their registration for the virtual Annual Stockholders' Meeting and instructions on how to vote.

5. *When can I register?*

The registration portal is open from **July 10, 2020** to **July 24, 2020**.

6. *Where do I register?*

Registration link can be found in <https://www.nat-re.com/investor-relations/annual-stockholders-meeting/asm-register/>

7. *What information do I have to provide to complete the registration? Do I have to submit documents?*

For verification and validation purposes, we will require your full name and other information / requirements below:

A. For Individual Stockholders

1. Copy of valid government-issued ID of stockholder/proxy
2. If appointing a proxy, copy of proxy form duly signed by stockholder
3. Active email-address and contact number of stockholder or proxy

B. For Corporate Stockholders

1. Secretary's Certification of Board Resolution appointing and authorizing proxy to participate in the ASM
2. Copy of proxy form duly signed by authorized representative(s)
3. Valid government-issued ID of the authorized representative
4. Active email-address and contact number of authorized representative

C. For Stockholders with Shares under PCD participant/broker's account or those "Scripless shares"

1. Certification from broker as to the stockholder's shareholding
2. Valid government-issued ID of stockholder
3. If appointing a proxy, copy of proxy form duly signed by stockholder
4. Valid email-address and contact number of stockholder or proxy

8. *I do not have an e-mail address. Can I still register for the meeting?*

No. You will need to create an e-mail address since the link for the registration, voting and joining the livestreaming will be sent to your registered email address.

9. *How do I know if my registration is successful?*

You will receive an email confirmation that you can join Nat Re's virtual Annual Stockholders' Meeting and the related link to the Zoom Webinar will be provided.

10. *How long will it take before I receive the email of successful registration?*

You will be notified of successful registration within 3 working days from completing the registration. Stockholders are encouraged to submit complete and accurate information to avoid delay in the validation of your registration.

11. *I do not have all the information required. How do I proceed?*

Certain information is mandatory so we can proceed with verification and validation. This is to ensure that only stockholders entitled to participate and to vote for the meeting are given access to the voting portal and the livestream.

Required fields are marked with red asterisk (*). You must fill this up with the required information in order to complete your registration.

As a reminder, please make sure that you have selected the correct type/category of stockholder at the beginning of your registration to ensure that requirements enumerated are applicable to you.

If you have further concerns, *please contact the Company's Compliance Office at (632) 89887498 or via email at asm@nat-re.com.*

12. *Will I be informed if I am missing certain requirements?*

Yes. You will be notified of any lacking requirement by the Compliance Office via email within 3 days from registering online. You will then have to submit remaining requirements by responding to that email.

After verification, you will be notified of successful registration within 3 days from sending the remaining documents via email.

13. *For Joint Shareholders, or those owning shares with other individual(s), do we all have to register?*

No. Joint owners need only to appoint an authorized representative among themselves who will be the one to register and participate at the virtual meeting. We will require though the contact details of all stockholders, plus the following documents:

- a. Proof of authority of stockholder voting the shares signed by the other registered stockholders (need *not* be notarized)
- b. Copy of valid Government IDs of all registered stockholders
- c. E-mail address and contact number of the authorized representative

14. *What are the requirements for corporate stockholders?*

For online registration, the corporation must provide the name of its authorized representative or proxy for the meeting plus the following documents:

- a. Secretary's Certification of Board Resolution appointing and authorizing proxy to participate in the ASM
- b. Copy of proxy form duly signed by authorized representative(s)
- c. Valid government-issued ID of the authorized representative
- d. Active email-address and contact number of authorized representative

15. *I own shares through a broker, can I participate in the Annual Stockholders' Meeting?*

Yes, your broker can vote your shares or you may also personally register, vote and watch the livestream.

To complete your registration, you must submit the following:

- a. Certification from broker as to the number of shares owned by stockholder
- b. Valid government ID of the stockholder under a broker's account
- c. If appointing a proxy, copy of proxy form duly signed by the stockholder under Broker's Account

16. *Can I appoint the Chairman of the Meeting or other members of the Board of Directors as my proxy?*

Yes, you may appoint the Chairman of the Meeting or other directors as your proxy.

For you to appoint the Chairman of the Meeting or a Director of Nat Re, you must submit a fully accomplished proxy form appointing the Chairman of the Meeting or the director as your proxy for the meeting.

17. *Can I register through means other than <https://www.nat-re.com/investor-relations/annual-stockholders-meeting/>?*

You can only register for the meeting through <https://www.nat-re.com/investor-relations/annual-stockholders-meeting/asm-register/> as you will be required to upload documents for identity verification.

18. *What if I cannot personally register and/or participate in the virtual meeting? Can I appoint a proxy?*

If you are unable to register and/or participate in the virtual meeting, you may still participate and vote through a proxy. Your proxy will also be sent the link to the livestream of the Annual Stockholders' Meeting.

If you wish to appoint a proxy, please email the **accomplished proxy form** to asm@nat-re.com no later than **5pm on July 28, 2020 (Tuesday)**.

19. *What if I want to appoint a proxy but I do not know anyone who can participate on my behalf?*

You may appoint the Chairman of the Meeting as your proxy. For you to appoint the Chairman of the Meeting, you must submit through email to asm@nat-re.com a fully accomplished proxy form appointing the Chairman of the Meeting as your proxy for the meeting.

20. *I submitted my proxy form online. Do I still need to submit the original to the Corporate Secretary?*

We may require submission of the original proxy form if the emailed copy is not clear and signature cannot be verified.

21. *Where do I vote?*

Voting can be done in absentia via the **Nat Re's Online Voting Facility** which link will be emailed to successfully registered stockholders or you can also **vote by proxy** by sending through email your completed proxy form to asm@nat-re.com.

22. *When can I vote?*

A successfully registered shareholder can cast his vote starting **8:00 a.m. on July 15** until **5:00 p.m. on July 28, 2020 (Tuesday)**.

23. *How can I vote online?*

Once successfully registered, you will get an e-mail on the voting instructions and related link to the Online Voting Facility. Once you have accessed the voting portal, you will be able to cast your vote on each agenda item. Please review your entries and once final, proceed to submit the same by clicking the "Submit" button.

24. *Can I still change my votes on the voting portal after submitting them?*

No. Once submitted, you can no longer modify your votes. **Voting by Proxy will prevail** if the stockholder casted his/her vote in the Online Voting Facility as well.

25. *I do not want to personally cast my votes through the voting portal but wish to participate in the livestream. Can I appoint the Chairman of the Meeting or other members of the Board of Directors as my proxy?*

Yes, you may appoint the Chairman of the Meeting or other directors. For you to appoint the Chairman or a Director of Nat Re, you must submit a fully accomplished proxy form appointing the Chairman of the Meeting or the director as your proxy for the meeting.

26. *What happens to my votes if I appoint the Chairman of the Meeting or any Director as my proxy?*

All your votes will be automatically counted in favor of all the agenda items you have specifically approved, but if you did not indicate any specific vote, all will be counted in favor of the agenda items for approval.

27. *Can I pre-cast my votes and not use the voting portal?*

Yes, but only if you are appointing a proxy for the meeting. During registration, you may submit a duly accomplished proxy form containing your votes to specific items in the agenda.

28. *I do not want to vote but I still want to join the livestream meeting. What should I do?*

You may click on the registration link we provided in the confirmation email to join the livestream meeting.

29. *I have several stock certificates of Nat Re. Do I have to register multiple times based on the count of stock certificates on hand?*

No. You will only be allowed to register once, only one email address per Stockholder, regardless of the number of stock certificates issued. In the voting system, total outstanding shares issued will be reflected and voted as you have directed.

30. *I cannot find my Registration Confirmation Mail. How can I retrieve them?*

You may email us at asm@nat-re.com and we will resend the Registration Confirmation Mail.

31. *How do we make sure that my votes are properly counted?*

The Office of the Corporate Secretary and our Stock Transfer Agent - RCBC will count and tabulate votes cast through the Online Voting Facility and through Proxy votes and announce the results during the meeting. The Company also engaged R.G. Manabat & Co. (KPMG Phils.) as an independent third-party to further validate the voting results.

Quorum

32. *Will I be counted as part of the quorum?*

Yes, stockholders who will participate through remote communication or *in absentia* shall be deemed present for purposes of quorum for the meeting.

33. *Will I be counted for quorum even if I don't vote?*

Yes, once you have successfully registered for the meeting, you will be counted as part of the quorum.

34. *Will I be counted for quorum purposes even if I don't join the livestream meeting?*

No, registration is required in order to join the meeting by remote communication. Only those joining by remote communication is deemed present.

Joining the Livestream Meeting

35. *Who can watch and join the livestreaming?*

Stockholders of record as of June 23, 2020 who successfully registered for the Annual Stockholders' Meeting at <https://www.nat-re.com/investor-relations/annual-stockholders-meeting/> upon proper verification by the Company will be provided a link to join the livestreaming of the 2020 Annual Stockholders' Meeting.

36. *Can I share my livestream link?*

No, your livestream link is unique to you and only one person at a time may access the livestream through the link provided.

37. *Can I ask questions during the livestreaming?*

We encourage our stockholders to send their questions or comments in advance, during and after the stockholders' meeting through email marked with the subject "ASM 2020 Feedback" to asm@nat-re.com.

Questions/comments received but not read and provided with an answer during the

meeting due to time constraints, will be answered separately by the Company through email.

38. *Can I record the meeting?*

No. The Company will however maintain a video recording of the proceedings, available to stockholders upon request, in accordance with existing regulations.

39. *I can't find the email containing my link to the livestream. How can I retrieve them?*

You may email us at asm@nat-re.com and we will send the respective link.

How to Register through Zoom Webinar:

40. Click on the registration link from the email invitation sent to the registered stockholder.

Register in advance for this webinar:

https://us02web.zoom.us/webinar/register/WN_JakMI2vrQQG1biIBX1ZGeQ

41. Fill in the required information and click 'Register'.



Webinar Registration

Topic Nat Re Annual Stockholders Meeting 2020

Description Nat Re Annual Stockholders Meeting 2020

Time Aug 7, 2020 03:00 PM in Singapore

* Required information

First Name *

Last Name *

Email Address *

Confirm Email Address *

Register

42. Link to Join the Annual Stockholders' Meeting will be sent through your registered email

address:

Thank you for registering for "Nat Re Annual Stockholders Meeting 2020".

Date Time: Aug 7, 2020 03:00 PM Manila

Join from a PC, Mac, iPad, iPhone or Android device:

[Click Here to Join](#)

Note: This link should not be shared with others; it is unique to you.

Password: 346030

[Add to Calendar](#) [Add to Google Calendar](#) [Add to Yahoo Calendar](#)

Description: Nat Re Annual Stockholders Meeting 2020

Please submit any questions to: asm@nat-re.com

You can [cancel](#) your registration at any time.

43. You can add the scheduled meeting in your calendar by clicking the calendar option above, or, you may directly click on 'Click Here to Join' on the event date.

How to Download and Install Zoom Application:

44. Go to <https://zoom.us/download> and from the Download Center, *click* on the **Download** button under "Zoom Client For Meetings". This application will automatically download when you start your first Zoom Meeting.

45. Once the download is complete, *proceed* with **installing** the Zoom application onto your computer.

For any queries or concerns regarding this Guidelines, please contact the Company's Compliance Office at (632) 89887498 or via email at asm@nat-re.com.

For complete information on the annual meeting, please visit <https://www.nat-re.com/investor-relations/annual-stockholders-meeting/>.