



# THE PREMIER LIFE AND GENERAL ASSURANCE CORPORATION

(Formerly: The Premier Insurance & Surety Corporation)

3<sup>rd</sup> Floor, Rm. 301 Travellers Life Bldg.,  
490 T.M. Kalaw St., Ermita, Manila  
Tel. Nos. : 242-2163, 523-7250 & Fax No. 243-0170

## NOTICE TO ALL STOCKHOLDERS

Please take notice that the annual meeting of the stockholders of The Premier Life and General Assurance Corporation will be held on 29 May 2023, Monday, 10:00 A.M., at 3<sup>rd</sup> floor Room 301 Travellers Life Building 490 T.M. Kalaw St., Ermita, Manila. The organizational Board of Directors Meeting will be held immediately after the ASM.

### AGENDA:

1. Call to Order
2. Proof of Notice and Certification of Quorum
3. Message of the President and approval of the Financial Statements
4. Presentation of Annual Report
5. Ratification and Confirmation of All Acts of the Board of Directors and Officers for the year 2022
6. Election of Directors: (Brief Profile attached as Annex "A")

SAMUEL U. LEE  
MAYBELLE L. LIM  
SANDRA L. ANG  
PHILLIP GABRIEL C. LEE  
EDGARDO P. DAVID  
MARIANITO G. FARAL  
FLORINDA R. CALLO  
NORMITA C. TEE  
EVANGELINE P. DE LEON

\*VIDA T. CHIONG\* (Independent)

\*ATTY. MARCIANO F. BOONGALING\* (Independent)

7. Amendment of the By Laws

#### **ARTICE II THE BOARD OF DIRECTORS**

- a. Deletion of Sec 4 e, for the establishment of Board Risk Oversight Committee
- b. Establishment of Section 4 f- Corporate Governance Committee
- c. Establishment of 4 g- Finance Committee

#### **ARTICLE III OFFICERS**

- a. Sec. 3 Inclusion of Senior Vice President
- b. Sections 3,4,5,6,7,8,9, & 10 will be 4,5,6,7,8,9,10, &11
- c. Sec 8 Establishment of COO
- d. Sec 9 Establishment of CFO
- e. Sec 10 Establishment of CEO

8. Deliberation on the re-appointment of Mr. Isagani T. Sabado as external auditor

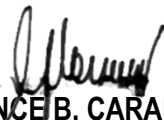
9. Other matters
10. Adjournment

In case you cannot personally attend the meeting, you may appoint a proxy to represent you by accomplishing the **attached proxy form (Annex "B")** and returning the same to the Office of the Corporate Secretary, at least twenty-four (24) hours before the time set for the scheduled annual stockholders meeting.

For corporate stockholders, the proxies should be accompanied by a Secretary's Certification on the appointment of the corporation's authorized signatory and representative.

By Order of the Board of Directors

Manila, 08 May 2023.

  
**Atty. FLORENCE B. CARANDANG**  
Corporate Secretary

## Annex "A"

### **BRIEF PROFILE OF THE BOARD OF DIRECTORS:**

[https://premierlifeandgen.com/assets/uploads/2023/premier\\_bod.pdf#toolbar=0](https://premierlifeandgen.com/assets/uploads/2023/premier_bod.pdf#toolbar=0)

**Samuel U. Lee**, 60, Filipino, is the present Chairman of The Premier Insurance and Surety Corporation, he serves as the Chairman, CEO, CFO and/or Director of various sister companies and affiliates of TPISC. A licensed Mechanical Engineer and a graduate of De La Salle University Manila, he brings to the board his varied expertise in insurance, finance and logistics.

**Maybelle L. Lim**, 65, Filipino, currently she is the President and CEO of TPISC. She holds a degree in Elementary Education from University of the East Manila.

**Phillip Gabriel C. Lee**, 28, Filipino, was elected as Director of TPISC in 2022. He is a successful CFE Writer and a CPA Candidate. A graduate of Bachelor of Arts with Honours Degree in Economics and Accounting in 2016 at Wilfrid Laurier University in Waterloo, Ontario, Canada. On the year 2016, after graduation, he worked as a Financial Analyst in Ink Entertainment, in Toronto, Ontario. He also worked as Property Accountant at Timbercreek Property Services Inc. (TPSI) in year 2018, and later on promoted as Senior Corporate Accountant in September 2020. His achievement includes the Timbercreek High Potential Pilot Program.

**Edgardo P. David**, 74, Filipino, was elected as Director of TPISC last 2019. He is a member of the following organizations: Rotary Club of Makati Poblacion; Philippine Institute of Certified Accountant; Philippine Insurers Club; Insurance Institute of Asia and the Pacific; Philippine Insurance & Reinsurance Association; Collection Assistance of Surety & Insurance Companies; PCA Gold Association; U.P. Tee Jots; Amateur Golfers & Associates; and Philippine Association of Surety Underwriters, Inc. Mr. David has over 46 years of experience in the insurance industry, of which the past 30 years held senior management positions and in those positions he was exposed to corporate business across all sectors. A CPA and Non-Life Company Underwriter (All Lines), Mr. David holds a Bachelor's Degree in Accounting from Philippine College of Commerce (now Polytechnic University of the Philippines) and MBA from Ateneo De Manila University, and a Special Course from Asian Institute of Management.

**Marianito G. Faral**, 71, Filipino, was elected Director of TPISC last 2019. He is a member of Philippine Institute of Certified Accountant and Association of Insurance Accountants of the Philippines. Having been with the insurance industry for over 41 years, Mr. Faral's accounting expertise and financial auditing played a big role in the company. Mr. Faral, a CPA, earned his Bachelor's degree in Accounting from Golden Gate Colleges.

**Sandra L. Ang**, 57, Filipino, was elected Director of TPISC last 2019. A licensed Doctor of Dentistry, she obtained her Bachelor of Science in Dentistry at University of the East Manila.

**Florinda R. Callo**, 56, Filipino, was elected Director of TPISC last 2019. She is currently the VP- Finance/Treasury of The Premier Insurance and Surety Corporation. Ms. Callo holds the degree of Bachelor in Accountancy from Polytechnic University of the Philippines.

**Normita C. Tee**, 63, Filipino, was elected Director of TPISC in 2020. She presently heads the Audit of the group of companies owned by Mr. Samuel U. Lee. Ms. Tee is a Certified Public Accountant and a cum laude graduate of Bachelor of Science in Commerce Major in Accounting from University of Sto. Tomas and Masteral Units in Business Administration from Ateneo de Manila University.

**Evangeline P. De Leon**, 68, Filipino, was elected Director of TPISC last 2019. Ms. De Leon holds the degree of Bachelor of Arts Major in Psychology from Far Eastern University. Her Masters in Psychology at Pamantasan ng Lungsod ng Maynila and Masters in Business Administration at Dela Salle University.

## **\*Independent Directors**

**Vida T. Chiong**, 71, Filipino, was elected Independent Director of TPISC in 2022. She held various positions in the Insurance Commission in Actuarial, Investments, and Statistics Division and then at the Commissioner's Office before becoming Chief Insurance Specialist Rating Division. She held the position of Deputy Insurance Commissioner from 27 January 1999 until she retired on 15 September 2016. Before entering the Commission, Ms. Chiong became a Research Assistant in the National Research Council, Part-time Assistant Lecturer in Pamantasan ng Lungsod ng Maynila, and Statistician III in the National Pollution Commission. Ms. Chiong has various civil service eligibilities such as; Career Executive Service Officer (CESO II), Career Service Executive Eligibility (CSEE), Mathematics Specials P.D. 997, First Grade Manpower, and Youth Development Officer. Ms. Chiong holds a Bachelor of Science in Mathematics (Cum Laude) degree from FEATI University, Diploma in Statistics from the University of the Philippines, Master of Science in Management from FEATI University, and Doctor of Management Science from Technological University of the Philippines.

**Atty. Marciano F. Boogaling**, 69, Filipino, joined BA Insight International, Inc. last 4 January 2016 as Executive Vice President (EVP) bringing along his more than thirty (30) years experience of non-life insurance executive which started with AIG Group from 1976 to 1993 as Assistant Vice President (the highest position held) under Bond and Casualty Division. He joined Philippine British Assurance Company in 1993 to 1996 as Vice President – Underwriting Division (All lines). In November, 1996, he joined the Philippine Charter Insurance Corp. (now known as Charter Ping Insurance Corp.) as Senior Assistant Vice President & Legal Counsel until May 31, 1997. Thereafter, he joined the Philippine Fire and Marine Insurance Corporation as Vice President – Underwriting & Claim Division effective on June 1, 1997 until his retirement last July, 2009. Shortly after retirement from Phil. Fire and Marine Insurance Corporation, he became Legal Counsel for various company (Phil. Accident Management Insurance, Inc. PAMIOFW Management Service & Intermediaries, Inc. to name a few. Atty. Boogaling is a regular lecturer at Insurance Institute for Asia and the Pacific (IIAP) from 1997 to date handling the subject of Casualty, Bonds & Claims. Also, he used to teach at The University Perpetual Help – Rizal Handling the subject of Taxation, Negotiable Instruments Law, Partnership & Corporation as well as Obligation & Contracts from 1985 to 2000.

Annex "B"

## PROXY FORM

I/We, \_\_\_\_\_, a qualified and voting member of The Premier Insurance & Surety Corporation by these presents, do hereby name, constitute and appoint

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or in his absence, The Chairman or the Presiding Officer of the meeting as our Proxy to represent me and vote in my name, stead and place on any matter that may come up during the Annual Stock holders' meeting of the company to be held on \_\_\_\_\_ and at any adjournment thereof.

I hereby ratify all that said Proxy shall lawfully do or cause to be done by virtue of this appointment.

IN WITNESS WHEREOF, this Proxy executed this \_\_\_\_\_ day of \_\_\_\_\_, 2023.

\_\_\_\_\_  
Signature of Member

**WITNESS:**

\_\_\_\_\_  
Name & Signature