MEETING OF THE
BOARD OF DIRECTORS
OF

ALLIANZ PNB LIFE INSURANCE, INC.

AGENDA

13 DECEMBER 2024, FRIDAY, 2:00 P.M.
VIA REMOTE COMMUNICATION THROUGH WEBEX
OR
IN PERSON AT WASHINGTON SYCIP ROOM
9TH FLOOR, PNB ALLIED BANK CENTER
6754 AYALA AVENUE, MAKATI CITY

I. Call to Order

II. Certification of Notice and Quorum

III. Review and Approval of the Minutes of the Regular Board Meeting held on 25 October 2024

IV. Matters Arising from the Minutes of the Previous Board Meetings

V. Sales Performance Report as of 31 October 2024

VI. Financial Report as of 31 October 2024

VII. Matters Endorsed by the Committees

A. Audit, Compliance and Risk Management Committee
   1. For Approval: Review of Various Policies (Solvency II)
      a. Audit Policy;
      b. Accounting and Reporting Policy;
      c. Actuarial Policy;
      d. Capital Management Policy;
      e. Compliance Policy;
      f. Governance and Control Policy;
      g. Information Technology and Information Security Policy;
      h. Legal Policy;
      i. Outsourcing Policy; and
      j. Risk Policy
   2. Approval of the Internal Audit 2025 Plans
   3. Annual Review of Charter of Audit, Compliance and Risk Management Committee

4. Legal and Compliance
   a. [redacted]
   b.

B. Corporate Governance and Nomination and Compensation Committee
   1. Confirmation of Number of Directorships, Term Limits and Total Continuing Training Hours of Directors
   2. Review of Corporate Governance Manual
   3. Annual Review of Charter of Corporate Governance and Nomination and Compensation Committee
   4. For Approval: Review of Various Policies (Solvency II)
      a. Fit and Proper Policy and
      b. Remuneration Policy
   5. Resignation of Won Kyun Chang as Chief Operating Officer; Confirmation of Appointment of Sagar Kinhekar as Chief Operating Officer effective 1 January 2025
   6. Appointment of Chief Partnership Officer effective 8 January 2025

C. Related Party Transactions Committee
   1. Notation of Related Party Transactions ("RPT") Materiality Threshold and Annual Aggregate Limit for 2025
   2. For Approval: All RPTs above the Materiality Threshold
   3.
   4. [redacted]
   5. Annual Review of Charter of Related Party Transactions Committee

D. Executive Committee
   1. For Approval: 2025 Business Plans
   2. Annual Review of Charter of Executive Committee

VIII. [redacted]

IX. Other Matters
   A. Approval of the Corporation's Vision and Mission
   B.
   C. [redacted]

D. Proposed Schedule of Meetings for 2025
E. Proposed Annual Agenda for All 2025 Meetings

X. Adjournment