GENERAL INFORMATION SHEET (GIS)

FOR THE YEAR 2015

STOCK CORPORATION

|--|

- FOR USER CORPORATION: THIS GIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF STOCKHOLDERS' MEETING. DO NOT LEAVE ANY ITEM BLANK. WRITE "N.A." IF THE INFORMATION REQUIRED IS NOT APPLICA 1. FOR USER CORPORATION: THIS GIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM TH CORPORATION OR "NONE" IF THE INFORMATION IS NON-EXISTENT. IF THE ANNUAL STOCKHOLDERS' MEETING IS HELD ON A DATE OTHER THAN THAT STATED IN THE BY-LAWS, THE GIS SHALL BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE ATTUAL DATE OF THE ANNUAL STOCKHOLDERS' MEETING
- 2. IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GIS NOT LATER THAN JANUARY 3 OF THE POLLOWING YEAR. HOWEVER, SHOULD AN ANNUAL STOCKHOLDERS' MEETING BE HELD THEREAFTER, A NEW GIS SHALL BE SUBMITED/FILED CALVER OF THE CORPORATION.
- 4. THE SEC SHOULD BE TIMELY APPRISED OF RELEVANT CHANGES IN THE SUBMITTED INFORMATION AS THEY ARISE, FOR CHANGES RESULTING FROM ACTIONS THAT AROSE BETWEEN THE ANNUAL MEETINGS. THE CORPORATION SHALL SUBMIT ONLY THE AFFECTED PAGE OF THE GIS THAT RELATES TO THE NEW INFORMATION TOGETHER WITH A COVER LETTER SIGNED BY THE CORPORATE SECRETARY OF THE CORPORATION. THE PAGE OF THE GIS AND COVER LETTER SHALL BE SUBMITTED WITHIN SEVEN (7) DAYS AFTER SUCH CHANGE OCCURRED OR BECAME FFFFCTIVE
- 5. SUBMIT FOUR (4) COPIES OF THE GIS TO THE CENTRAL RECEIVING SECTION, GROUND FLOOR, SEC BLDG., EDSA, MANDALUYONG CITY. ALL COPIES SHALL UNIFORMLY BE ON A4 OR LETTER-SIZED PAPER WITH A STANDARD COVER PAGE. THE PAGES OF ALL COPIES SHALL USE ONLY ONE SIDE. CORPORATIONS SUBMITTING A COPY OF THEIR GIS ONLINE OR VIA INTERNET SHALL SUBMIT ONE (1) HARD COPY OF THE GIS, TOGETHER WITH A CERTIFICATION UNDER OATH BY ITS CORPORATE SECRETARY THAT THE COPY SUBMITTED ONLINE CONTAINS THE EXACT DATA IN THE HARD COPY.
- ONLY THE GIS ACCOMPLISHED IN ACCORDANCE WITH THESE INSTRUCTIONS SHALL BE CONSIDERED AS HAVING BEEN FILED.
- 7. THIS GIS MAY BE USED AS EVIDENCE AGAINST THE CORPORATION AND ITS RESPONSIBLE DIRECTORS/OFFICERS FOR ANY VIOLATION OF EXISTING LAWS RULES AND REGULATIONS

*********************************	PLEASE PRINT LEGIBL				
CORPORATE NAME:	DATE REGISTERED:				
EMPIRE INSURANCE COMPANY BUSINESS/TRADE NAME:				12/6/1949	
EMPIRE INS	FISCAL YEAR END: December 31				
SEC REGISTRATION NUMBER:	December of				
	4786				
DATE OF ANNUAL MEETING PER BY-LAWS:	CORPORATE TAX IDENTIFICATION NUMBER (TIN) 000-452-719-000				
ACTUAL DATE OF ANNUAL MEETING:	ursday of April			WEBSITE/URL ADDRESS:	
	16-Apr-15			empireinsurance.co	
COMPLETE PRINCIPAL OFFICE ADDRESS:				E-MAIL ADDRESS:	
843 A. Arnaiz Avenue, Legaspi Village, Makati City				empire insurance@yahoo.com	
COMPLETE BUSINESS ADDRESS:				FAX NUMBER:	
843 A. Arnaiz Avenue	e, Legaspi Village, Makati Cit	y		815-2599	
NAME OF EXTERNAL AUDITOR & ITS SIGNING PARTNER: TEODORO SANTAMARIA CANLAS & CO. Signing Partner: RACHEL LYDIA T. SANTAMARIA		SEC ACCREDITATION NUMBER (# applicable): 0308-F (Firm) 1116-AR-1 (Individual		TELEPHONE NUMBER(S): 815-9561 TO 65	
PRIMARY PURPOSE/ACTIVITY/INDUSTRY PRESENTLY ENGAGED IN:			Y CLASSIFICATION:	GEOGRAPHICAL CODE:	
NON-LIFE INSURANCE			ON-LIFE INSURANCE		
	INTERCOMPANY AFFILIATI	ONS ====			
PARENT COMPANY SEC REGISTRA				DDRESS	
-NONE-			the second state of the second second		
SUBSIDIARY/AFFILIATE	SEC REGISTRATIO	ON NO.	A	DRESS	
		-			
NO	TE: USE ADDITIONAL SHEET I	NECESSA	RY		

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GENERAL INFORMATION SHEET STOCK CORPORATION

CORPORATE	NAME:	EMPIRE INSURANCE	COMPANY					
			CAPITA	STRUCTURE				
AUTHORIZED C	APITAL STOO	к				A		
		TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE		AMOUNT (PhP) (No. of shares X Par/Stated Value		
		COMMON	2,500,000	100.00		250,000,000.00		
		TOTAL	2,500,000		TOTAL P	250,000,000.00		
FILIPINO	NO. OF STOCK- HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (PhP)	% OF OWNERSHI	
annan de ritmen de propertieur	136	COMMON	2,500,000		100.00	250,000,000.00	100.0	
<u></u>		TOTAL	2,500,000	TOTAL	TOTAL P	250,000,000.00	100.0	
F O R E I G N (INDICATE BY NATIONALITY)	NO. OF STOCK- HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (PhP)		
					······································			
Percentage of Fo	preign Equity	: TOTAL		TOTAL	TOTAL P			
				And the Residence of th	JBSCRIBED P	250,000,000.00	100.0	
PAID-UP CAPIT	AL	and the second se						
FILIPINO	NO. OF STOCK- HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE		AMOUNT (PhP)	% OF OWNERSHI	
	136		2,500,000	100.00		250,000,000.00	100.0	
		TOTAL	2,500,000	TOTAL P		250,000,000.00	100.0	
F O R E I G N (INDICATE BY NATIONALITY)	NO. OF STOCK- HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STAT			% OF OWNERSHIP	
0.00 %		TOTAL		TOTAL PAID-	TOTAL P	250,000,000.00	100.00	

* Common, Preferred or other classification

Other than Directors, Officers, Shareholders owning 10% of outstanding shares. **

GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME:

100

EMPIRE INSURANCE COMPANY

DIRECTORS / OFFICERS						
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	INC'R	BOARD	SEX	STOCK	OFFICER	EXEC.
1. AUGUSTO BENEDICTO L. SANTOS	N	с	м	Y	N/A	
2. JOSE L. SANTOS	N	M	м	Y	N/A	
3. CHRISTIAN S. MONSOD	N	I	м	Y	N/A	N/C C/C A/M
4. BLANQUITA S. GONZALEZ	N	м	F	Y	N/A	A/M
5. DELFIN L. LAZARO	N	I	м	Y	N/A	A/C
6. JOSE MA. G. SANTOS	N	м	м	Y	PRES.&C EO	
7. ROMAN L. SANTOS	N	м	м	Y	VP & TREAS.	N/M C/M
8. VICENTE ROMAN S. SANTOS	N	м	м	Y	CORP. SEC.	
9. JOSE MA. S. LOPEZ	N	I	м	Y	N/A	A/M N/M C/M
10. MICHAEL DE LEON ESCALER	N .		M	Y	N/A	Crim
11. ELVIS E. DELA PEÑA	N		M	N	VP R&U	
12. ADORACION C. MAÑEBO illage,	N		F	N	VP-I	
13. MERIAM M. FERNANDEZ B	N		F	N	VP- Finance & Admin	
14. ANTONIO F. SABUGA	N		M	N	MIKTG DIR	
IS. MIRIAM W. REYNA	N		F	N	A TREAS A CORP SEC COMP OFCR	

FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE.

FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR. FOR INC'R COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT.

FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT.

CPS OF COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON. FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE; "A" FOR AUDIT COMMITTEE; "N" FOR NOMINATION

AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.

GENERAL INFORMATION SHEET STOCK CORPORATION					
PLEASE PRINT LEGIBLY					
Apporate Name: EMPIRE INSURANCE COMPANY					
A. Is the Corporation a covered person under the Anti Money Laundering Act (AMLA), as amended? (Rep. Acts. 9160/9164/10167/10365)					
ease check the appropriate box:					
1.					
 a. Banks b. Offshore Banking Units c. Quasi-Banks d. Trust Entities 	4. Jewelry dealers in precious metals, who, as a business, trade in precious metals				
 e. Non-Stock Savings and Loan Associations f. Pawnshops g. Foreign Exchage Dealers h. Money Changers i. Remittance Agents j. Electronic Money Issuers 	5. Jewelry dealers in precious stones, who, as a business, trade in precious stone				
 k. Financial Institutions which Under Special Laws are subject to Bangko Sentral ng Pilipinas' (BSP) supervision and/or regulation, including their subsidiaries and affiliates. 2. 2. 2. 	 Company service providers which, as a business, provide any of the following services to third parties: 				
b. Insurance Agents	a, acting as a formation agent of juridical persons				
 c. Insurance Brokers d. Professional Reinsurers e. Reinsurance Brokers f. Holding Companies g. Holding Company Systems h. Pre-need Companies i. Mutual Benefit Association j. All Other Persons and entities supervised and/or regulated by the 	 b. acting as (or arranging for another person to act as) a director or corporate secretary of a company, a partner of a partnership, or a similar position in relation to other juridical persons c. providing a registered office, business address or accommodation, correspondence or administrative address for a company, a partnership or any other 				
Insurance Commission (IC) 3. a. Securities Dealers b. Securities Brokers	legal person or arrangement d. acting as (or arranging for another person to act as) a nominee shareholder for another person				
C. Securities Salesman	 Persons who provide any of the following services: 				
d. Investment Houses					
 d. Investment Houses e. Investment Agents and Consultants f. Trading Advisors g. Other entities managing Securities or rendering similar services h. Mutual Funds or Open-end Investment Companies i. Close-end Investment Companies j. Common Trust Funds or Issuers and other similar entities k. Transfer Companies and other similar entities 	 a. managing of client money, securities or other assets b. management of bank, savings or securities accounts c. organization of contributions for the creation, operation or management of companies d. creation, operation or management of juridical 				
 I. Other entities administering or otherwise dealing in currency, commodities or financial derivatives based there on 	persons or arrangements, and buying and selling business entities				
 m. Entities administering of otherwise dealing in valuable objects n. Entities administering or otherwise dealing in cash Substitutes and other similar monetary instruments or property supervised and/or regulated by the Securities and Exchange Commission (SEC) 	8. None of the above Describe NON-LIFE INSURANCE nature of business:				
B. Has the Corporation complied with the requirements on Custo (CDD) or Know Your Customer (KYC), record-keeping, and sub under the AMLA, as amended, since the last filing of its GIS?	mer Due Diligence omission of reports I Yes I No				

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02 March 2015

TO : ALL STOCKHOLDERS

RE : ANNUAL STOCKHOLDERS' MEETING

Please be informed that the Annual Stockholders Meeting of EMPIRE INSURANCE COMPANY will be held on Thursday 16 April 2015, 10:00 A.M. at the Board Room, 2nd Floor, B & P Building, # 843 A. Arnaiz Avenue, Legaspi Village, Makati City.

Your presence is requested in this meeting but in the event of your inability to attend, please accomplish the enclosed Proxy Form and return to us not later than 30 March 2015.

EMPIRE INSURANCE COMPANY

Original signed

MIRIAM W. REYNA Asst. Corporate Secretary

AGENDA

- 1. Calling the Roll.
- 2. Proof of the required notice of the meeting.
- 3. Reading and approval of previous meeting and action thereon.
- 4. Report of Board of Directors and Officers.
- 5. Unfinished Business.
- 6. Ratification of all acts and resolutions of the Board of Directors.
- 7. Election of Directors for ensuing year.
- 8. Approval of Financial Statements for the year 2015.
- 9. Appointment of Auditors.
- 10. Other Matters
- 11. Adjournment

MWR/agf

/annualstocknot



BOARD OF DIRECTORS

AUGUSTO BENEDICTO S. SANTOS Chairman of the Board

MEMBERS

MICHAEL DE LEON ESCALER

BLANQUITA S. GONZALEZ

JOSE MA. G. SANTOS

JOSE L. SANTOS

ROMAN L. SANTOS

VICENTE ROMAN S. SANTOS

8 INDEPENDENT DIRECTORS DELFIN L. LAZARO JOSE MA. S. LOPEZ CHRISTIAN S. MONSOD

April 2015-2016



02 March 2015

TO : ALL STOCKHOLDERS

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EMPIRE INSURANCE COMPANY

Original signed

MIRIAM W. REYNA Asst. Corporate Secretary

AGENDA

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- 10. Other Matters
- 11. Adjournment

MWR/agf

/annualstocknot

07 January 2016

TO : ALL MEMBERS OF THE BOARD

RE : BOARD OF DIRECTORS SELF- ASSESSMENT QUESTIONAIRE -2015

In compliance with the ASEAN CORPORATE GOVERNANCE SCORECARD, attached hereto is the Summary - Board of Directors Self- Assessment Questionnaire to be accomplished and returned to Empire Insurance Company on or before next Board Meeting 31 January 2016.

Thank you.

Very truly yours,

EMPIRE INSURANCE COMPANY

Original signed

MIRIAM W. REYNA Asst Corporate Secretary

/boardselfassessmentltr

MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING OF EMPIRE INSURANCE COMPANY HELD ON 16 APRIL 2015 AT 10:00 A.M. AT THE BOARD ROOM 2ND FLOOR B & P BUILDING, # 843 A. ARNAIZ AVENUE, LEGASPI VILLAGE, MAKATI CITY

Mr. Jose Ma. G. Santos acted as the Chairman and Mrs. Miriam W. Reyna acted as Secretary.

DIRECTORS PRESENT:

MR. JOSE MA. G. SANTOS MR. VICENTE ROMAN S. SANTOS

- 1. The Stockholders roll was called and out of a total of 2,500,000 shares, 1,997,992 shares or 80% were represented in person or by proxy, and therefore, a quorum being present, the Chairman called the meeting to order at 10:00 a.m.
- 2. The Secretary reported that the required notice was duly sent to all the Stockholders and with receipt thereof.
- 3. The minutes of the Annual Meeting of the Stockholders held on 23 April 2014, copies of which have been furnished to each stockholder or proxy present, were read and upon motion duly made and seconded, the same were approved.
- 4. The President and CEO, MR. JOSE MA. G. SANTOS presented and summarized the results of operations and its Financial Highlights for the year 2014 as compared to the year 2013, a copy of which was furnished to each of the stockholders.
- 5. No unfinished Business were reported.
- 6. Upon motion duly made and seconded, it was unanimously

RESOLVED : That all acts and resolutions, of the Board of Directors during the year 2014 be as they are hereby ratified. President & CEO, Director Director

ROLL CALL

PROOF ON NOTICE

READING AND APPROVAL OF THE MINUTES OF THE ANNUAL MEETING ON 23 APRIL 2014

REPORT OF BOARD OF DIRECTORS AND OFFICER

UNFINISHED BUSINESS

RATIFICATION OF ALL ACTS AND RESOLUTIONS OF THE BOARD OF DIRECTORS FOR THE YEAR 2014

Empire Insurance Company Minutes – Annual Stockholders' Meeting 16 April 2015 Page 02.../

7. The Chairman informed the Body, the voting method and vote counting system pursuant to the By-Laws of the Company.

ELECTION OF DIRECTORS

Upon motion duly made and seconded it was unanimously

RESOLVED : That the following Directors of this Corporation be as they are hereby elected to hold office until their successors are duly elected and have qualified:

> Augusto Benedicto L. Santos; Blanquita S. Gonzalez; Jose Ma. G. Santos; Jose L. Santos; Roman L. Santos; Vicente Roman S. Santos; Michael De Leon Escaler; Delfin L. Lazaro (Independent Director); Jose Ma. S. Lopez (Independent Director); and Christian S. Monsod (Independedent Director)

8. The President & CEO, MR. JOSE MA. G. SANTOS presented the Financial Statements on the operation of the 2014 prepared by the Company's external auditors, MESSRS. TEODORO, SANTAMARIA CANLAS & CO. a copy of which was furnished to each of the stockholders.

Upon motion duly made and seconded, it was unanimously

RESOLVED : That the Financial Statements for 2014 as prepared by the Corporation's External Auditors: MESSRS. TEODORO SANTAMARIA CANLAS & CO. be as they are hereby approved.

APPROVAL OF FINANCIAL STATEMENTS FOR THE YEAR 2014

Empire Insurance Company Minutes – Annual Stockholders' Meeting 16 April 2015 Page 03.../

9. Upon motion duly made and seconded it was unanimously

RESOLVED : That the External Auditors, MESSRS. TEODORO SANTAMARIA CANLAS & CO. be as they are hereby appointed as the auditors for the current year subject to management negotiation of fees.

- 10. All Stockholders were given the opportunity to ask questions, raise issues during the meeting, however no questions nor issues were raised during the meeting.
- 11. There being no other business to transact, upon motion duly made and seconded, the meeting was adjourned.

APPOINTMENT OF AUDITORS

ISSUES / QUESTIONS

CERTIFIED by:

ADJOURNMEN

Original Signed

MIRIAM W. REYNA Asst. Corporate Secretary

ATTESTED BY :

Original Signed

JOSE MA. G. SANTOS Acted as Chairman



EXECUTIVE OFFICERS

AUGUSTO BENEDICTO S. SANTOS Chairman of the Board

> JOSE MA. G. SANTOS President & CED

ROMAN L. SANTOS Vice President & Treasurer

ADORACION C. MAÑEBO Vice President - Insurance

ELVIS E. DELA PEÑA Vice President - Reinsurance / Underwriting

MERIAM M. FERNANDEZ Vice President - Finance & Administration

> ANTONIO F. SABUGA Vis-Min Marketing Director

VICENTE ROMAN S. SANTOS Corporate Secretary

MIRIAM W. REYNA Assistant Treasurer and Assistant Corporate Secretary

April 2016-17