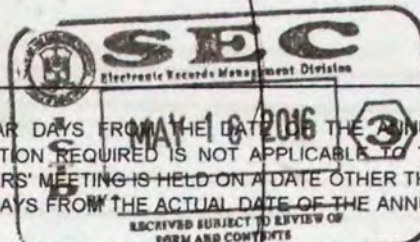


**GENERAL INFORMATION SHEET (GIS)**

FOR THE YEAR 2016

**STOCK CORPORATION**



**GENERAL INSTRUCTIONS:**

1. FOR USER CORPORATION: THIS GIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF THE ANNUAL STOCKHOLDERS' MEETING. **DO NOT LEAVE ANY ITEM BLANK.** WRITE "N.A." IF THE INFORMATION REQUIRED IS NOT APPLICABLE TO THE 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 ACTUAL DATE OF THE ANNUAL STOCKHOLDERS' MEETING.
2. IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GIS NOT LATER THAN JANUARY 30 OF THE FOLLOWING YEAR. HOWEVER, SHOULD AN ANNUAL STOCKHOLDERS' MEETING BE HELD THEREAFTER, A NEW GIS SHALL BE SUBMITTED/FILED.
3. THIS GIS SHALL BE ACCOMPLISHED IN ENGLISH AND CERTIFIED AND SWORN TO BY THE CORPORATE SECRETARY 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 EFFECTIVE.
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.
6. **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 LEGIBLY =====

<b>CORPORATE NAME:</b> <p align="center">EMPIRE INSURANCE COMPANY</p>	<b>DATE REGISTERED:</b> <p align="center">12/6/1949</p>
<b>BUSINESS/TRADE NAME:</b> <p align="center">EMPIRE INSURANCE COMPANY</p>	<b>FISCAL YEAR END:</b> <p align="center">December 31</p>
<b>SEC REGISTRATION NUMBER:</b> <p align="center">4786</p>	
<b>DATE OF ANNUAL MEETING PER BY-LAWS:</b> <p align="center">3rd Thursday of April</p>	<b>CORPORATE TAX IDENTIFICATION NUMBER (TIN):</b> <p align="center">000-452-719-000</p>
<b>ACTUAL DATE OF ANNUAL MEETING:</b> <p align="center">21-Apr-16</p>	<b>WEBSITE/URL ADDRESS:</b> <p align="center"><a href="http://empireinsurance.co">empireinsurance.co</a></p>
<b>COMPLETE PRINCIPAL OFFICE ADDRESS:</b> <p align="center">843 A. Arnaiz Avenue, Legaspi Village, Makati City</p>	<b>E-MAIL ADDRESS:</b> <p align="center"><a href="mailto:empire_insurance@yahoo.com">empire_insurance@yahoo.com</a></p>
<b>COMPLETE BUSINESS ADDRESS:</b> <p align="center">843 A. Arnaiz Avenue, Legaspi Village, Makati City</p>	<b>FAX NUMBER:</b> <p align="center">815-2599</p>
<b>NAME OF EXTERNAL AUDITOR &amp; ITS SIGNING PARTNER:</b> <p align="center">M.A. MERCADO &amp; CO. CPA'S    Signing Partner: Marcelino A. Mercado</p>	<b>SEC ACCREDITATION NUMBER (if applicable):</b> <p align="center">0320-F (Group C)</p>
	<b>TELEPHONE NUMBER(S):</b> <p align="center">815-9561 TO 65</p>
<b>PRIMARY PURPOSE/ACTIVITY/INDUSTRY PRESENTLY ENGAGED IN:</b> <p align="center">NON-LIFE INSURANCE</p>	<b>INDUSTRY CLASSIFICATION:</b> <p align="center">NON-LIFE INSURANCE</p>
	<b>GEOGRAPHICAL CODE:</b>

===== INTERCOMPANY AFFILIATIONS =====

PARENT COMPANY	SEC REGISTRATION NO.	ADDRESS
-NONE-		
SUBSIDIARY/AFFILIATE	SEC REGISTRATION NO.	ADDRESS

NOTE: USE ADDITIONAL SHEET IF NECESSARY



**GENERAL INFORMATION SHEET (GIS)**

FOR THE YEAR 2016  
STOCK CORPORATION



**GENERAL INSTRUCTIONS:**

- FOR USER CORPORATION: THIS GIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF THE ANNUAL STOCKHOLDERS' MEETING. **DO NOT LEAVE ANY ITEM BLANK.** WRITE "N.A." IF THE INFORMATION REQUIRED IS NOT APPLICABLE TO THE 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 ACTUAL DATE OF THE ANNUAL STOCKHOLDERS' MEETING.
- IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GIS NOT LATER THAN JANUARY 30 OF THE FOLLOWING YEAR. HOWEVER, SHOULD AN ANNUAL STOCKHOLDERS' MEETING BE HELD THEREAFTER, A NEW GIS SHALL BE SUBMITTED/FILED.
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- ONLY THE GIS ACCOMPLISHED IN ACCORDANCE WITH THESE INSTRUCTIONS SHALL BE CONSIDERED AS HAVING BEEN FILED.**
- 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 LEGIBLY =====

<b>CORPORATE NAME:</b> EMPIRE INSURANCE COMPANY		<b>DATE REGISTERED:</b> 12/6/1949
<b>BUSINESS/TRADE NAME:</b> EMPIRE INSURANCE COMPANY		<b>FISCAL YEAR END:</b> December 31
<b>SEC REGISTRATION NUMBER:</b> 4786		
<b>DATE OF ANNUAL MEETING PER BY-LAWS:</b> 3rd Thursday of April		<b>CORPORATE TAX IDENTIFICATION NUMBER (TIN):</b> 000-452-719-000
<b>ACTUAL DATE OF ANNUAL MEETING:</b> 21-Apr-16		<b>WEBSITE/URL ADDRESS:</b> empireinsurance.co
<b>COMPLETE PRINCIPAL OFFICE ADDRESS:</b> 843 A. Arnaiz Avenue, Legaspi Village, Makati City		<b>E-MAIL ADDRESS:</b> empire_insurance@yahoo.com
<b>COMPLETE BUSINESS ADDRESS:</b> 843 A. Arnaiz Avenue, Legaspi Village, Makati City		<b>FAX NUMBER:</b> 815-2599
<b>NAME OF EXTERNAL AUDITOR &amp; ITS SIGNING PARTNER:</b> M.A. MERCADO & CO. CPA'S    Signing Partner: Marcelino A. Mercado		<b>TELEPHONE NUMBER(S):</b> 815-9561 TO 65
<b>PRIMARY PURPOSE/ACTIVITY/INDUSTRY PRESENTLY ENGAGED IN:</b> NON-LIFE INSURANCE		<b>INDUSTRY CLASSIFICATION:</b> NON-LIFE INSURANCE
		<b>GEOGRAPHICAL CODE:</b>

===== INTERCOMPANY AFFILIATIONS =====

PARENT COMPANY	SEC REGISTRATION NO.	ADDRESS
-NONE-		
SUBSIDIARY/AFFILIATE	SEC REGISTRATION NO.	ADDRESS

NOTE: USE ADDITIONAL SHEET IF NECESSARY



# GENERAL INFORMATION SHEET

STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

Corporate 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)**       Yes       No

Please check the appropriate box:

<p><b>1.</b></p> <p><input type="checkbox"/> a. Banks</p> <p><input type="checkbox"/> b. Offshore Banking Units</p> <p><input type="checkbox"/> c. Quasi-Banks</p> <p><input type="checkbox"/> d. Trust Entities</p> <p><input type="checkbox"/> e. Non-Stock Savings and Loan Associations</p> <p><input type="checkbox"/> f. Pawnshops</p> <p><input type="checkbox"/> g. Foreign Exchange Dealers</p> <p><input type="checkbox"/> h. Money Changers</p> <p><input type="checkbox"/> i. Remittance Agents</p> <p><input type="checkbox"/> j. Electronic Money Issuers</p> <p><input type="checkbox"/> k. Financial Institutions which Under Special Laws are subject to Bangko Sentral ng Pilipinas' (BSP) supervision and/or regulation, including their subsidiaries and affiliates.</p>	<p><b>4.</b> <input type="checkbox"/> Jewelry dealers in precious metals, who, as a business, trade in precious metals</p>
<p><b>2.</b></p> <p><input checked="" type="checkbox"/> a. Insurance Companies</p> <p><input type="checkbox"/> b. Insurance Agents</p> <p><input type="checkbox"/> c. Insurance Brokers</p> <p><input type="checkbox"/> d. Professional Reinsurers</p> <p><input type="checkbox"/> e. Reinsurance Brokers</p> <p><input type="checkbox"/> f. Holding Companies</p> <p><input type="checkbox"/> g. Holding Company Systems</p> <p><input type="checkbox"/> h. Pre-need Companies</p> <p><input type="checkbox"/> i. Mutual Benefit Association</p> <p><input type="checkbox"/> j. All Other Persons and entities supervised and/or regulated by the Insurance Commission (IC)</p>	<p><b>5.</b> <input type="checkbox"/> Jewelry dealers in precious stones, who, as a business, trade in precious stone</p>
<p><b>3.</b></p> <p><input type="checkbox"/> a. Securities Dealers</p> <p><input type="checkbox"/> b. Securities Brokers</p> <p><input type="checkbox"/> c. Securities Salesman</p> <p><input type="checkbox"/> d. Investment Houses</p> <p><input type="checkbox"/> e. Investment Agents and Consultants</p> <p><input type="checkbox"/> f. Trading Advisors</p> <p><input type="checkbox"/> g. Other entities managing Securities or rendering similar services</p> <p><input type="checkbox"/> h. Mutual Funds or Open-end Investment Companies</p> <p><input type="checkbox"/> i. Close-end Investment Companies</p> <p><input type="checkbox"/> j. Common Trust Funds or Issuers and other similar entities</p> <p><input type="checkbox"/> k. Transfer Companies and other similar entities</p> <p><input type="checkbox"/> l. Other entities administering or otherwise dealing in currency, commodities or financial derivatives based there on</p> <p><input type="checkbox"/> m. Entities administering of otherwise dealing in valuable objects</p> <p><input type="checkbox"/> 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)</p>	<p><b>6.</b> Company service providers which, as a business, provide any of the following services to third parties:</p> <p><input type="checkbox"/> a. acting as a formation agent of juridical persons</p> <p><input type="checkbox"/> 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</p> <p><input type="checkbox"/> c. providing a registered office, business address or accommodation, correspondence or administrative address for a company, a partnership or any other legal person or arrangement</p> <p><input type="checkbox"/> d. acting as (or arranging for another person to act as a nominee shareholder for another person</p>
<p><b>7.</b> Persons who provide any of the following services:</p> <p><input type="checkbox"/> a. managing of client money, securities or other assets</p> <p><input type="checkbox"/> b. management of bank, savings or securities accounts</p> <p><input type="checkbox"/> c. organization of contributions for the creation, operation or management of companies</p> <p><input type="checkbox"/> d. creation, operation or management of juridical persons or arrangements, and buying and selling business entities</p>	<p><b>8.</b> <input type="checkbox"/> None of the above</p>
<p><b>B. Has the Corporation complied with the requirements on Customer Due Diligence (CDD) or Know Your Customer (KYC), record-keeping, and submission of reports under the AMLA, as amended, since the last filing of its GIS?</b></p>	<p>Describe nature of business: <b>NON-LIFE INSURANCE</b></p>

Yes       No



# GENERAL INFORMATION SHEET

STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

**CORPORATE NAME:** EMPIRE INSURANCE COMPANY

## CAPITAL STRUCTURE

### AUTHORIZED CAPITAL STOCK

	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
<b>TOTAL</b>		<b>2,500,000</b>	<b>TOTAL P</b>	<b>250,000,000.00</b>

### SUBSCRIBED CAPITAL

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 OWNERSHIP
	139	COMMON	2,500,000		100.00	250,000,000.00	100.00
<b>TOTAL</b>			<b>2,500,000</b>	<b>TOTAL</b>	<b>TOTAL P</b>	<b>250,000,000.00</b>	<b>100.00</b>

FOREIGN (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)	% OF OWNERSHIP
<b>Percentage of Foreign Equity :</b>			<b>TOTAL</b>	<b>TOTAL</b>	<b>TOTAL P</b>		
<b>TOTAL SUBSCRIBED</b>					<b>P</b>	<b>250,000,000.00</b>	<b>100.00</b>

### PAID-UP CAPITAL

FILIPINO	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (PhP)	% OF OWNERSHIP
	139	COMMON	2,500,000	100.00	250,000,000.00	100.00
<b>TOTAL</b>			<b>2,500,000</b>	<b>TOTAL P</b>	<b>250,000,000.00</b>	<b>100.00</b>

FOREIGN (INDICATE BY NATIONALITY)	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (PhP)	% OF OWNERSHIP
<b>0.00 %</b>			<b>TOTAL</b>	<b>TOTAL P</b>		
<b>TOTAL PAID-UP</b>				<b>P</b>	<b>250,000,000.00</b>	<b>100.00</b>

NOTE: USE ADDITIONAL SHEET IF NECESSARY

\* 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: EMPIRE INSURANCE COMPANY							
DIRECTORS / OFFICERS							
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	INC'R	BOARD	SEX	STOCK HOLDER	OFFICER	EXEC. COMM.	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
1. AUGUSTO BENEDICTO L. SANTOS	N	C	M	Y	N/A		
2. JOSE L. SANTOS	N	M	M	Y	N/A		
3. CHRISTIAN S. MONSOD	N	I	M	Y	N/A	A/C	
4. BLANQUITA S. GONZALEZ	N	M	F	Y	N/A	A/M	
5. JOSE MA. S. LOPEZ	N	I	M	Y	N/A	A/M N/C C/M	
6. JOSE MA. G. SANTOS	N	M	M	Y	PRES. & CEO		
7. ROMAN L. SANTOS	N	M	M	Y	VP & TREAS.	N/M C/M	
8. VICENTE ROMAN S. SANTOS	N	M	M	Y	CORP. SEC.	C/C N/M	
9. MICHAEL DE LEON ESCALER	N	M	M	Y	N/A		
10. FLVIS E. DELA PEÑA	N		M	N	VP R & U		
11. ADORACION C. MANEBO	N		F	N	VP-I		
12. MERIAM M. FERNANDEZ	N		F	N	VP- Finance & Admin		
13. ANTONIO F. SABUGA	N		M	N	MKTG DIR Vis-Min		
14. MIRIAM W. REYNA	N		F	N	A TREAS A CORP SEC COMP OFCR		
15.							

**INSTRUCTION:**

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.

FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER, SECRETARY, 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

<b>CORPORATE NAME:</b> EMPIRE INSURANCE COMPANY	
<b>TOTAL NUMBER OF STOCKHOLDERS:</b> 136	<b>NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH:</b> 123
<b>TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATEMENTS:</b> PHP 638,486,461.00	

## STOCKHOLDER'S INFORMATION

NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (PhP)	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER-SHIP		
1. JOSE L. SANTOS Filipino	C	489,723	48,972,300.00	19.59%	48,972,300.00	1
	<b>TOTAL</b>	<b>489,723</b>	<b>48,972,300.00</b>			
2. AUGUSTO BENEDICTO L. SANTOS FILIPINO	C	128,176	12,817,600.00	5.13%	12,817,600.00	
	<b>TOTAL</b>	<b>128,176</b>	<b>12,817,600.00</b>			
3. BLANQUITA S. GONZALEZ FILIPINO	C	98,372	9,837,200.00	3.94%	9,837,200.00	59
	<b>TOTAL</b>	<b>98,372</b>	<b>9,837,200.00</b>			
4. ROMAN L. SANTOS FILIPINO	C	99,795	9,979,500.00	3.99%	9,979,500.00	
	<b>TOTAL</b>	<b>99,795</b>	<b>9,979,500.00</b>			
5. BELLA S. BARRERA FILIPINO	C	90,346	9,034,600.00	3.61%	9,034,600.00	
	<b>TOTAL</b>	<b>90,346</b>	<b>9,034,600.00</b>			
6. NELIA S. FANDINIO FILIPINO	C	90,346	9,034,600.00	3.61%	9,034,600.00	
	<b>TOTAL</b>	<b>90,346</b>	<b>9,034,600.00</b>			
7. JOSE MA. G. SANTOS FILIPINO	C	45,529	4,552,900.00	1.82%	4,552,900.00	
	<b>TOTAL</b>	<b>45,529</b>	<b>4,552,900.00</b>			
<b>TOTAL AMOUNT OF SUBSCRIBED CAPITAL</b>				<b>41.69%</b>	<b>104,228,700.00</b>	
<b>TOTAL AMOUNT OF PAID-UP CAPITAL</b>						

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

*Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.*



## GENERAL INFORMATION SHEET

STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

<b>CORPORATE NAME:</b> EMPIRE INSURANCE COMPANY	
<b>TOTAL NUMBER OF STOCKHOLDERS:</b> 136	<b>NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH:</b> 123
<b>TOTAL ASSETS BASED ON LATEST AUDITED FS:</b> PhP 638,486,461.00	

### STOCKHOLDER'S INFORMATION

NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (PhP)	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNERSHIP		
8. VIRGINIA S. SYJUCO FILIPINO	C	90,346	9,034,600.00	3.61%	9,034,600.00	
	<b>TOTAL</b>	90,346	9,034,600.00			
9. ERLINDA GOZON FILIPINO	C	88,660	8,866,000.00	3.55%	8,866,000.00	
	<b>TOTAL</b>	88,660	8,866,000.00			
10. GLORIA S. VERGEL DE DIOS FILIPINO	C	88,136	8,813,600.00	3.53%	8,813,600.00	
	<b>TOTAL</b>	88,136	8,813,600.00			
11. JULIANA S. SISON FILIPINO	C	79,467	7,946,700.00	3.18%	7,946,700.00	
	<b>TOTAL</b>	79,467	7,946,700.00			
12. MARIO S. SANTOS, JR. FILIPINO	C	45,137	4,513,700.00	1.81%	4,513,700.00	
	<b>TOTAL</b>	45,137	4,513,700.00			
13. VICENTE ROMAN S. SANTOS FILIPINO	C	40,939	4,093,900.00	1.64%	4,093,900.00	
	<b>TOTAL</b>	40,939	4,093,900.00			
14. ARSENIO S. SANTOS III FILIPINO	C	40,792	4,079,200.00	1.63%	4,079,200.00	
	<b>TOTAL</b>	40,792	4,079,200.00			
<b>TOTAL AMOUNT OF SUBSCRIBED CAPITAL</b>				<b>18.95%</b>		
<b>TOTAL AMOUNT OF PAID-UP CAPITAL</b>					<b>47,347,700.00</b>	

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.



**GENERAL INFORMATION SHEET**  
STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME:		EMPIRE INSURANCE COMPANY				
TOTAL NUMBER OF STOCKHOLDERS:		136	NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH:		123	
TOTAL ASSETS BASED ON LATEST AUDITED FS:		PhP 638,485,461.00				
STOCKHOLDER'S INFORMATION						
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (PhP)	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER-SHIP		
15. ANGEL S. SANTOS FILIPINO	C	40,798	4,079,800.00	1.63%	4,079,800.00	
	TOTAL	40,798	4,079,800.00			
16. CARMEN A. SANTOS FILIPINO	C	54,259	5,425,900.00	2.17%	5,425,900.00	
	TOTAL	54,259	5,425,900.00			
17. MA. FELICIDAD S. SANTOS FILIPINO	C	40,798	4,079,800.00	1.63%	4,079,800.00	4
	TOTAL	40,798	4,079,800.00			
18. AUGUSTO S. DE JESUS FILIPINO	C	40,548	4,054,800.00	1.62%	4,054,800.00	
	TOTAL	40,548	4,054,800.00			
19. MA. ALICIA S. SANTOS FILIPINO	C	40,743	4,074,300.00	1.63%	4,074,300.00	
	TOTAL	40,743	4,074,300.00			
20. MA. JULIANA S. SANTOS FILIPINO		40,798	4,079,800.00	1.63%	4,079,800.00	1
	TOTAL	40,798	4,079,800.00			
21. OTHERS (Indicate the number of the remaining stockholders)  116		726,292	72,629,200.00	29.05%	72,629,200.00	3
	TOTAL	726,292	72,629,200.00			
TOTAL AMOUNT OF SUBSCRIBED CAPITAL				39.36%	98,423,600.00	
TOTAL AMOUNT OF PAID-UP CAPITAL						
INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS						
Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.						



## **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**

### **& INDEPENDENT DIRECTORS**

**JOSE MA. S. LOPEZ**

**CHRISTIAN S. MONSOD**

/April 2016-17



10 March 2016

**TO : ALL STOCKHOLDERS**

**RE : ANNUAL STOCKHOLDERS' MEETING**

**Please be informed that the Annual Stockholders Meeting of EMPIRE INSURANCE COMPANY will be held on Thursday 21 April 2016, 10:00 A.M. at the Board Room, 2<sup>nd</sup> 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 2016.**

**EMPIRE INSURANCE COMPANY**

Original signed

**MIRIAM W. REYNA**  
Asst. Corporate Secretary

**A G E N D A**

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**



PROXY : ANNUAL STOCKHOLDERS MEETING ON 21 APRIL 2016

KNOW ALL MEN BY THESE PRESENTS that the undersigned stockholder of the EMPIRE INSURANCE COMPANY, has made, constituted and appointed and by these presents, does make, constitute and appoint:

\_\_\_\_\_

to be the true and lawful attorney and proxy for and in the name, place and stead of the undersigned to vote all stock standing in the name of the undersigned at the Annual Meeting of the Stockholders of the EMPIRE INSURANCE COMPANY, to be held at the 2nd Floor, B & P Building, # 843 A. Arnaiz Avenue, Legaspi Village, City of Makati, on 21 April 2016 at 10:00 A.M. and at any and all adjournments thereof, for the purpose stated in the Notice of the Annual Meeting of Stockholders, with full power and authority to do and perform all and any act and thing whatsoever requisite and necessary to be done in and about the premises with full power of substitution and revocation, thereby ratifying and confirming all that said attorney and proxy or his substitute shall lawfully do or cause to be done by virtue thereof.

IN WITNESS WHEREOF, this proxy is executed this \_\_\_\_\_ day of \_\_\_\_\_ 2016.

\_\_\_\_\_  
( Signature of Stockholder )

\_\_\_\_\_  
( Printed Name of Stockholder )

MWR/agf

/proxy.2016



**MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING OF EMPIRE INSURANCE COMPANY HELD ON 21 APRIL 2016 AT 10:00 A.M. AT THE BOARD ROOM 2<sup>ND</sup> FLOOR B & P BUILDING, # 843 A. ARNAIZ AVENUE, LEGASPI VILLAGE, MAKATI CITY**

Mr. Augusto Benedicto L. Santos acted as the Chairman and Mrs. Miriam W. Reyna acted as Secretary.

**Directors Present:**

<b>Augusto Benedicto L. Santos</b>	<b>Chairman</b>
<b>Jose Ma. G. Santos</b>	<b>President &amp; CEO, Director</b>
<b>Vicente Roman S. Santos</b>	<b>Director</b>

**Also Present :**

<b>M.A. Mercado &amp; Co., CPA'S</b>	<b>Independent Witnesses: Company External Auditor</b>
<b>Represented by:</b>	
<b>Timi Q. Saberon</b>	
<b>Ivy Charisse G. Consencino</b>	
<b>Jean Karen G. Gariando</b>	

**1. ROLL CALL**

The Chairman instructed the Secretary to determine the existence of a quorum. The Secretary, with the concurrence of the external auditors, informed the Chairman that out of a total of 2,500,000 shares of stock issued and outstanding, 2,084,785 shares were represented in person or by proxy as follows:

	<b>Own Stocks</b>	<b>Proxy</b>	<b>Total</b>	<b>Percentage</b>
<b>Augusto Benedicto L. Santos</b>	128,176	1,538,372	1,666,548	66%
<b>Jose Ma. G. Santos</b>	45,529	120,354	165,883	7%
<b>Vicente Roman S. Santos</b>	40,939	211,415	252,354	10%
	<b>214,644</b>	<b>1,870,141</b>	<b>2,084,785</b>	<b>83%</b>
<b>Absent</b>		415,215	415,215	17%
<b>Total</b>	<b>214,644</b>	<b>2,285,356</b>	<b>2,500,000</b>	<b>100%</b>

There being a quorum, the Chairman called the meeting to order at 10:00 a.m.

**2. PROOF OF NOTICE**

The Secretary informed the Chairman that the required notice was duly sent to all Stockholders on or before March 28, 2016, or 24 days prior to the Annual Stockholders Meeting, supported by corresponding receipts, duly audited by the independent witnesses. Signed proxy forms had been validated against signature cards on record and were not required to be notarized.

The Chairman informed the Body that votation on each resolution for approval and for the election of members of the Board was to be by poll with cumulation allowed, that is, each Stockholder of record as of February 28, 2016 was to be entitled to one vote for each share of stock in his/her name. Each Stockholders may vote either in person or by proxy authorized in writing by the Stockholder himself/herself and submitted on or before March 30, 2016.



## 7. ELECTION OF DIRECTORS

Before the start of the Election of Directors, the Assistant Corporate Secretary, on behalf of the Board, informed the Stockholders that there was a need to elect Non-Executive Directors who hold no other position than Director to ensure impartial and fair judgement in the Board's decision making process.

The Chairman opened the floor to nomination and informed the Body that there were up to 11 Directors to be elected. All Stockholders, including the non-controlling Stockholders, were given the opportunity to nominate candidates for the Board.

The following were nominated:

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

On motion made and duly seconded, nominations were closed and voting commenced. After all Shareholders had finished casting their votes, voting was officially closed. Thereafter, the counting of votes immediately proceeded. Nine (9) were elected.

Upon motion duly made and seconded it was

**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;  
Jose L. Santos;  
Blanquita S. Gonzalez;  
Jose Ma. G. Santos;  
Roman L. Santos;  
Vicente Roman S. Santos;  
Jose Ma. S. Lopez (Independent Director); and  
Christian S. Monsod (Independent Director)  
Michael L. Escaler

With each one garnering 83 % votes in favor, represented in person or by proxy, and 17% votes absent.



**8. APPROVAL OF FINANCIAL STATEMENTS FOR THE YEAR 2015**

The President & CEO, MR. JOSE MA. G . SANTOS presented the Audited Financial Statements of EMPIRE INSURANCE COMPANY on the operation FOR THE PERIOD ENDING December 31, 2015 prepared by the Company’s External Auditors, M. A. MERCADO & CO. CPA’S, a copy of which was furnished each of the Stockholders.

Upon motion duly made and seconded it was

**RESOLVED :** That the Audited Financial Statement of EMPIRE INSURANCE COMPANY for the period ending December 31, 2015 as prepared by the Corporation’s External Auditors, M.A. MERCADO & CO CPA’S, a copy of which was furnished be, as it is hereby, noted, approved and ratified.

With 83 % votes in favor, represented in person or by proxy, and 17% votes absent.

**9. APPOINTMENT OF AUDITORS**

Upon motion duly made and seconded it was

**RESOLVED :** That the External Auditors, M.A. MERCADO & CO CPA’S be as they are hereby appointed as the Company’s Auditors for the current year, subject to the negotiation of fees.

With 83 % votes in favor, represented in person or by proxy, and 17% votes absent.

**10. ISSUES/ QUESTIONS**

All Stockholders were given the opportunity to ask questions or raise issues during the meeting, however none was raised.



**11. ADJOURNMENT**

**There being no other business to transact, upon motion duly made and seconded, the meeting was adjourned.**

**CERTIFIED BY:**

Original Signed

**MIRIAM W. REYNA**  
**Asst. Corporate Secretary**

**ATTESTED BY :**

Original Signed

**AUGUSTO BENEDICTO L. SANTOS**  
**Acted as Chairman**



**EXECUTIVE OFFICERS**

**AUGUSTO BENEDICTO S. SANTOS**  
Chairman of the Board

**JOSE MA. G. SANTOS**  
President & CEO

**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



07 January 2016

TO : ALL MEMBERS OF THE BOARD

RE : BOARD OF DIRECTORS SELF- ASSESSMENT QUESTIONNAIRE -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