

**MINUTES OF THE MEETING  
OF THE BOARD OF DIRECTORS OF**

**PHILIPPINE LIFE FINANCIAL ASSURANCE CORPORATION**

14 December 2021

*Conducted via Remote Communication due to COVID-19 Pandemic*

**DIRECTORS PRESENT:**

MONICO V. JACOB  
JOSEPH AUGUSTIN L. TANCO  
EUSEBIO H. TANCO  
MARTIN K. TANCO  
PAOLO MARTIN O. BAUTISTA  
JESLI A. LAPUS  
JOSE ALFONSO A. POBLETE  
ARMANDO L. SURATOS

**ALSO PRESENT:**

YOLANDA M. BAUTISTA  
MICHELLE L. AMBAGAN  
ARSENIO C. CABRERA, JR.  
ANNA CARMINA S. HERRERA

---

**I. CALL TO ORDER**

The Chairman, Mr. Monico V. Jacob, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Arsenio C. Cabrera, Jr., recorded the minutes of the proceedings.

**II. CERTIFICATION OF NOTICE AND QUORUM**

The Corporate Secretary certified that the notices of the meeting were sent to all directors. Thereafter, the Corporate Secretary conducted a roll call of the directors present.

The meeting was conducted through remote communication pursuant to Section 52 of the Revised Corporation Code of the Philippines which authorizes directors who cannot physically attend or vote at board meetings to participate and vote through remote communication such as videoconferencing, teleconferencing, or other alternative modes of communication that allow them reasonable opportunities to participate.

All directors attended the meeting through remote communication via Zoom. The directors confirmed that they could completely and clearly hear each other. They likewise confirmed receipt of the agenda and all of the materials for the meeting.

After the roll call and foregoing confirmations, the Corporate Secretary, thereafter, certified as to the existence of quorum for the valid transaction of business.

**III. APPROVAL OF THE MINUTES OF THE MEETING**

Upon motion made and duly seconded, the Minutes of the Board Meeting held on 10 December 2021 were unanimously approved.

**IV. SUBMISSION OF COMMITTEE MINUTES FOR NOTATION AND APPROVAL**

The Chairman submitted the Minutes of the Related Party Transactions Committee meeting held on 14 December 2021 to the Board for notation and approval.

Upon motion made and duly seconded, the Minutes of the Related Party Transactions Committee Meeting held on 14 December 2021 were noted and unanimously approved.

**V. SALE OF RECEIVABLES TO CLASSIC FINANCE**

Mr. Armando L. Suratos, the Chairman of the Related Party Transactions Committee, informed the Board that the Related Party Transactions Committee had approved the sale of up to [REDACTED] worth of receivables to Classic Finance at a discount rate of [REDACTED]. He stated that the Related Party Transactions Committee was recommending the approval by the Board of Directors of the aforementioned sale.

Ms. Michelle L. Ambagan presented the following summary of the cost and spread for this sale:

Discount rate				%
Total Cost				
Interest Rate- UBP				
DST				
GRT				
Spread before income tax				
RCIT				
Spread after income tax				%

Ms. Ambagan noted that only Union Bank of the Philippines had granted the Corporation a purchase line of [REDACTED]. She presented the following comparison between Classic Finance and Union Bank:

	Rate	Amount	Remarks
Classic Finance	[REDACTED]	[REDACTED]	<ul style="list-style-type: none"> <li>▪ 3-year term</li> <li>▪ With surety</li> <li>▪ Reference: rate computation</li> </ul>
Union Bank	[REDACTED]	[REDACTED]	<ul style="list-style-type: none"> <li>▪ Rate inclusive of tax</li> <li>▪ With surety</li> </ul>

Upon motion made and duly seconded, the Board approved the following resolutions in connection with the sale of up to [REDACTED] worth of receivables to Classic Finance at a discount rate of [REDACTED].

**RESOLUTION NO. 2021-BD-26**

**"RESOLVED**, That the Board of Directors hereby approves the sale of receivables of up to [REDACTED] to Classic Finance, Inc. at a discount rate of [REDACTED].

**"RESOLVED FINALLY**, That the Board of Directors hereby ratifies all actions performed by the officers of the Corporation to implement the aforementioned sale of receivables."

**VI. ADJOURNMENT**

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



**ARSENIO C. CABRERA, JR.**  
*Corporate Secretary*

**ATTEST:**



**MONICO V. JACOBO**  
*Chairman*



**EUSEBIO H. TANCO**  
*Director*



**JOSEPH AUGUSTIN L. TANCO**  
*Director*



**MARTIN K. TANCO**  
*Director*



**PAOLO MARTIN O. BAUTISTA**  
*Director*

**JESLI A. LAPUS**  
*Independent Director*

**JOSE ALFONSO A. POBLETE**  
*Independent Director*

**ARMANDO L. SURATOS**  
*Independent Director*