

# COVER SHEET

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SEC Registration Number

NATIONAL REINSURANCE  
CORPORATION OF THE PHILIPPINES

(Company's Full Name)

31ST FLOOR, AYALA LIFE FGU  
CENTRE 6811 AYALA AVE. MAKATI

(Business Address: No., Street City / Town / Province)

Ms. Regina Ramos  
Contact Person

988-7400  
Company Telephone Number

1 2  
Month

3 1  
Day

Fiscal Year

SEC Form 17-C

FORM TYPE

Month

Day

Annual Meeting

Secondary License Type, If Applicable

Dept Requiring this Doc

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes



We are submitting the attached notice of annual stockholders' meeting of National Reinsurance Corporation of the Philippines, scheduled on July 7, 2014, 3:00 P.M., at the at the Carlos P. Romulo Auditorium, Podium 4, Tower II, RCBC Plaza, 6819 Ayala Avenue, Makati City.

### **SIGNATURES**

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized, in the City of Makati on **May 9, 2014**.

**National Reinsurance Corporation of the Philippines,  
doing business under the names and styles of Philippine  
National Reinsurance Company; PhilNaRe  
Issuer**

  
**REGINA S. RAMOS**  
Compliance Officer /  
VP Risk & Compliance



# NATIONAL REINSURANCE CORPORATION OF THE PHILIPPINES

31<sup>st</sup> Floor, Ayala Life-FGU Center, 6811 Ayala Avenue, Makati City 1227, Philippines  
Trunk line: +632 988-7400 \* Website: [www.nrcp.com.ph](http://www.nrcp.com.ph) \* e-mail: [nrcp@nrcp.com.ph](mailto:nrcp@nrcp.com.ph)

## NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

Dear Stockholders:

Please be notified that the annual meeting of stockholders of National Reinsurance Corporation of the Philippines (the "Corporation") will be held on July 7, 2014, Monday, at 3:00 p.m., at the Carlos P. Romulo Auditorium, Podium 4, Tower II, RCBC Plaza, 6819 Ayala Avenue, Makati City, with the following agenda:

1. Call to Order
2. Report on Attendance and Quorum
3. Approval of Minutes of Previous Stockholders' Meeting
4. Management Report for the Year Ended December 31, 2013
5. Ratification of All Acts of the Board of Directors and Officers During the Preceding Year
6. Appointment of Independent Auditors
7. Amendment of the Articles of Incorporation to Indicate the Specific Principal Office Address to comply with SEC Memorandum Circular No. 6, series of 2014
8. Election of Directors, including the Independent Directors
9. Other Matters
10. Adjournment

Copies of the Minutes of the Annual Stockholders' Meeting held on June 25, 2013 will be available upon registration on the day of the meeting.

The deadline for submission of proxies is on June 27, 2014 at 3:00 p.m. A proxy executed by a corporation shall be in the form of a board resolution duly certified by the Corporate Secretary or in a proxy form executed by a duly authorized corporate officer accompanied by a Corporate Secretary's Certificate quoting the board resolution authorizing the said corporate officer to execute the proxy. Attached is a sample board resolution to designate a proxy for the annual stockholders' meeting. Validation of proxies shall be held on July 2, 2014 at 3:00 p.m. at the principal office of the Corporation.

On the day of the meeting, you or your duly designated proxy, are required to bring this Notice, and any form of identification (i.e. driver's license, passport, company I.D., TIN card, etc.) to facilitate registration. Registration starts at exactly 2:00 p.m. and closes at 3:00 p.m.

Makati City, Metro Manila, May 9, 2014.

For the Board of Directors:

NOEL A. LAMAN  
Corporate Secretary

REPUBLIC OF THE PHILIPPINES )  
CITY OF \_\_\_\_\_ ) S.S.

**SECRETARY'S CERTIFICATE**

I, [Name of Corporate Secretary], of legal age, Filipino, with office address at [Address of Corporate Secretary], after having been sworn in accordance with law hereby depose and state that:

1. I am the Corporate Secretary of [name of corporate stockholder of NRCP] (the "Corporation"), with offices at \_\_\_\_\_;
2. In a meeting of the Board of Directors of the Corporation held at its office on \_\_\_\_\_, the following resolution was approved:

*"RESOLVED, That the Board of Directors of the Corporation authorize, as it hereby authorizes the following officers of the Corporation, to designate the proxy or otherwise act as proxy of the Corporation, authorized to vote the shares of the Corporation during the 2014 annual stockholders' meeting of National Reinsurance Corporation of the Philippines, and any of the following is likewise authorized to sign, execute and deliver, any proxy form and such other documents, forms, instruments, or papers as may be required in order to represent the shares of the Corporation at the said annual stockholders' meeting:*

Name

Specimen Signature

\_\_\_\_\_  
\_\_\_\_\_

IN WITNESS WHEREOF, I hereunto affixed my signature this \_\_\_\_\_,  
at Makati City, Metro Manila.

\_\_\_\_\_  
Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in the City of \_\_\_\_\_, Philippines, this \_\_\_\_\_, by the affiant, whose identity I have confirmed through his/her Passport No. \_\_\_\_\_, bearing the affiant's photograph and signature, and who showed to me his/her Community Tax Certificate No. \_\_\_\_\_ issued at \_\_\_\_\_ City, on \_\_\_\_\_, 2014.

Doc. No. \_\_\_\_\_;  
Page No. \_\_\_\_\_;  
Book No. \_\_\_\_\_;  
Series of 2014.