



NOTICE OF ANNUAL REGULAR MEETING OF STOCKHOLDERS

To: All Shareholders
Paramount Life & General Insurance Corporation

NOTICE IS HEREBY GIVEN that the Annual Regular Meeting of the Stockholders of **PARAMOUNT LIFE & GENERAL INSURANCE CORPORATION** (the “Company”) will be held via Zoom Video Conference on **Tuesday, October 27, 2020, at 10:00 A.M.** to consider the following:

AGENDA

1. Call to Order

The Chairman of the Board of Directors will call the meeting to order.

2. Certification of Notice and Quorum

The Corporate Secretary will certify that copies of the Notice were sent to stockholders of record and will certify the number of attendees, whether in person or by proxy, for the purpose of determining the existence of quorum to validly transact business.

3. Reading and Approval of the Minutes of the Annual Regular Meeting of the Stockholders held on 19 June 2019

The Minutes of last year's annual meeting will be presented to the stockholders for approval.

4. Approval of the 2019 Audited Financial Statements

The Company's Audited Financial Statements will be presented to the stockholders for approval, as approved by the Board on October 5, 2020.

5. Confirmation and Ratification of the Acts of the Board of Directors, Executive Committee and Management

Ratification of the Acts of the Board, Executive Committee and Management will be sought from the stockholders.

6. Election of Members of the Board of Directors for the ensuing year

Copies of the Profiles of the nominees to the Board are attached.

7. Appointment of the External Auditors

The accounting firm of KPMG - R.G. Manabat & Co. was the Company's External Auditors for the completed calendar year 2019. The same accounting firm is recommended for appointment by the Audit Committee, with Vanessa P. Macamos as the audit Partner.

8. Dividend Policy

The Board of Directors may, at its discretion and depending on the business results for the year and the capital needs of the business, declare and approve the distribution of dividends to all shareholders. In due consideration of the capital needs of the Company, there are no dividends to be declared.

9. Other Matters

The stockholders may consider such other issues/matters as may be raised throughout the course of the meeting.

10. Adjournment

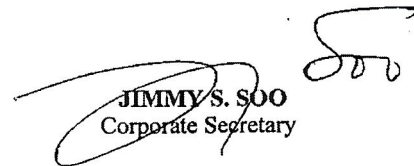
After all business has been considered and resolved, the Chairman shall declare the meeting adjourned.

The record date for shareholders entitled to notice of, and vote at, the said meeting is 7 October 2020. The stock and transfer book of the Company will not be closed.

In accordance with Section 7, Article II of the Company's By-Laws, a shareholder may vote in person or by proxy. Any instrument authorizing a proxy to act as such shall be submitted to and received at the principal office of the Company on or before October 20, 2020 addressed to the attention of the Corporate Secretary. Validation of proxies shall be held on October 21, 2020 at 9:00 am at the principal office of the Company. Proxy forms are attached as Annex herein.

The Organizational Meeting will be held immediately after the meeting.

Makati City, 5 October 2020.



JIMMY S. SOO
Corporate Secretary