



NOTICE OF ANNUAL MEETING OF THE SHAREHOLDERS

Notice is hereby given that the Annual Meeting of the Shareholders of Philam Equitable Life Assurance Company, will be held at the 12th Flr., Philam Life Board Room, Ayala Life-FGU Center, Ayala Avenue, Makati City, on Wednesday, 04 April 2012 at 11:00 in the morning, to consider the following:

1. Call of meeting to order.
2. Report of the Secretary on the proof of service of notice of meeting and on the number of shares represented in the meeting.
3. Approval of the minutes of the last stockholders' meeting.
4. Ratification of the acts of Management, Board of Directors and Committees.
5. Presentation of President's Annual Report and the Company's Audited Financial Statements for the Fiscal Year 2011.
6. Election of the Board of Directors
7. Selection of Independent Auditors.
8. Other matters.

Makati City, Philippines, 15 February 2012.

BY AUTHORITY OF THE CHAIRMAN OF THE BOARD:


CARLA J. DOMINGO
Corporate Secretary

If you cannot attend the said meeting, kindly accomplish and return the attached proxy form.

PROXY

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KNOW ALL MEN BY THESE PRESENTS, that I/We the undersigned, have made, constituted and appointed, and do hereby make, constitute and appoint _____ my/our true and lawful attorney and proxy, with full power and authority to represent me/us at the Annual Meeting of the Shareholders of Philam Equitable Life Assurance Company to be held at the 12th Flr., Philam Life Boardroom, Ayala-FGU Center, Ayala Avenue, Makati City, on Wednesday, 04 April 2012 at 11:00 in the morning, and at any and all adjournments of the said meeting, and to vote thereat all shares of stock then outstanding in my/our name in the books of the said Company.

HEREBY GIVING AND GRANTING unto my/our said attorney and proxy all power and authority which I/We would have if personally present, with full power of substitution and revocation.

IN WITNESS WHEREOF, I/We have hereunto set my hand this ____ day of _____ 2012 at _____.

SIGNATURE OF STOCKHOLDER

PRINTED NAME OF STOCKHOLDER

DATE

WITNESS:
