

CERTIFICATION

I, **MA. EMEREN V. VALLENTE**, of legal age, Filipino, with office address at 9/F Uptown Place Tower 1, 1 East 11th Drive, Uptown Bonifacio, 1634 Taguig City, Metro Manila, Philippines, after being duly sworn in accordance with law, hereby certify that:

1. I am the duly elected and qualified Corporate Secretary of **Pru Life Insurance Corporation of U.K.** (the "**Corporation**"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office address at 9/F Uptown Place Tower 1, 1 East 11th Drive, Uptown Bonifacio, 1634 Taguig City, Metro Manila, Philippines.
2. As Corporate Secretary of the Corporation, I have access to the books, records, and minutes of the regular and special meetings of the Shareholders, Board of Directors, and Audit Committee and other relevant documents of the Corporation.
3. Based on the records of the Corporation:
 - a. the Audit Committee in its regular meeting held on 23 November 2017 approved the inclusion in its forward agenda for the regular Audit Committee Meeting to be held on 21 June 2018 the "Endorsement to the Shareholders of the Appointment of the External Auditor";
 - b. the Audit Committee in its regular meeting held on 21 June 2018 endorsed to the shareholders of the Corporation the appointment of R.G. Manabat & Co. as external auditor of the Corporation for the audit year 2018;
 - c. the shareholders of the Corporation in its Annual Shareholders' Meeting held on 21 June 2018 adopted the recommendation of the Audit Committee to appoint R.G. Manabat & Co. as external auditor of the Corporation for the audit year 2018 and issued the following resolution:

Resolution No. 7, Series of 2018
(Resolution No. SH-R-2018-06-21-07)

"RESOLVED, that R.G. Manabat & Co., a member firm of the KPMG network of independent firms affiliated with KPMG International Cooperative, be, as it is hereby, appointed as the Company's external auditor for the audit year 2018; and

"RESOLVED FURTHER, that the President and the Treasurer, acting jointly, be, as they are hereby, appointed as the Company's representatives to execute and sign, on behalf of the Company, such deeds and instruments as may be necessary to implement the foregoing."

- d. the Audit Committee in its regular meeting held on 22 November 2018 approved the inclusion in its forward agenda for the regular Audit Committee Meeting to be held on 20 June 2019 the "Endorsement to the Shareholders of the Appointment of the External Auditor".

4. The above board resolution has not been revoked or cancelled and is in full force and effect as of the date of this certification.
5. The above information is true and correct based on my knowledge and the records of the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand on this 05 MARCH 2019 in Taguig City, Metro Manila.

E. Valente-Valente

MA. EMEREN V. VALLENTE
Corporate Secretary