



# NATIONAL REINSURANCE CORPORATION OF THE PHILIPPINES

18<sup>th</sup> Floor, Philippine AXA Life Centre, Sen. Gil J. Puyat Avenue corner Tindalo Street, Makati City, Philippines  
Telephone : +63 2 759-5801 to 06 \* Facsimile : +63 2 759-5886 \* Website : nrccp.com.ph \* e-mail : nrccp@nrccp.com.ph

January 21, 2010

## THE PHILIPPINE STOCK EXCHANGE, INC.

Philippine Stock Exchange Centre  
Exchange Road, Ortigas Center  
Pasig City

Attention: Disclosures Department

Gentlemen:

Attached is our Corporate Disclosure on SEC Form 17-C transmitting our Secretary's Sworn Certification on the attendance in Board meetings of each director for the year 2009, pursuant to Section 16, SEC Memorandum Circular No. 3, series of 2007.

Very truly yours,




**JOHN E. HUANG**  
Senior Vice President/CFO

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER

1. 31 December 2009  
Date of Report (Date of earliest event reported)
2. SEC Identification Number **80118** 3. BIR Tax Identification No. **000-480-869-000**
4. **NATIONAL REINSURANCE CORPORATION OF THE PHILIPPINES, doing business under the names and styles of Philippine National Reinsurance Company; PhilNaRe**  
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines** 6.  (SEC Use Only)
- Province, country or other jurisdiction of incorporation Industry Classification Code:
7. **18<sup>th</sup> Floor, Philippine AXA Life Centre,  
Sen. Gil Puyat Ave. cor. Tindalo St., Makati City** **1200**  
Address of principal office Postal Code
8. **(632) 759-5801 to 06**  
Issuer's telephone number, including area code
9. **N/A**  
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding
Common Shares	2,159,677,600
TOTAL	2,159,677,600

11. Indicate the item numbers reported herein: ..... Item 1

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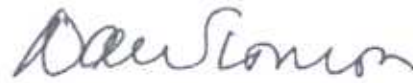
i. **Other Matters**

Pursuant to the Code of Corporate Governance which is enforced by the Securities and Exchange Commission, enclosed herewith is the Secretary's Sworn Certification on the attendance in Board meetings of each director for the year 2009. Pursuant to Section 16, SEC Memorandum Circular No. 3, series of 2007, the said Certification on attendance should be submitted every 30<sup>th</sup> day of January.

**SIGNATURES**

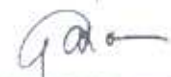
Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized, in the City of Makati on January 14, 2010.

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



**NOEL A. LAMAN**  
Corporate Secretary

COUNTERSIGNED BY:



**WINSTON F. GARCIA**  
Chairman of the Board of Directors

January 14, 2010  
Date

## CERTIFICATION

KNOW ALL MEN BY THESE PRESENTS:

I, **NOEL A. LAMAN**, of legal age, Filipino, married, with office address at the 4<sup>th</sup> Floor, The Valero Tower, 122 Valero Street, Salcedo Village, Makati City, being the duly elected Corporate Secretary of **National Reinsurance Corporation of the Philippines**, a corporation organized and existing under the laws of the Philippines, under oath, do hereby certify:

1. That the Board of Directors of National Reinsurance Corporation of the Philippines held its meetings in the year 2009, specifically on the following dates:

Date of Meeting	Nature of Meetings
January 20, 2009	Regular meeting
February 17, 2009	Regular meeting
March 31, 2009	Regular meeting
April 21, 2009	Regular meeting
May 14, 2009	Regular meeting
June 16, 2009	Regular meeting
June 22, 2009	Organizational meeting
July 16, 2009	Regular meeting
August 20, 2009	Regular meeting
September 17, 2009	Regular meeting
October 15, 2009	Regular meeting
November 19, 2009	Regular meeting
December 15, 2009	Regular meeting

2. That as per the record of the minutes of the meetings of the Board of Directors of National Reinsurance Corporation of the Philippines, no director has absented himself for more than fifty percent (50%) from all meetings of the Board of Directors, both regular and special, during his incumbency or any twelve (12) month period during said incumbency. (See Annex "A" hereof)
3. This certification is submitted to comply with the requirement of SEC Memorandum Circular No. 2, series of 2002, otherwise known as the SEC Code of Corporate Governance, and SEC Memorandum Circular No. 3, series of 2007.

IN WITNESS WHEREOF, I have hereunto affixed my signature this \_\_\_  
day of JAN 06 2010 at Makati City, Metro Manila.

*Noel Laman*  
NOEL A. LAMAN  
Corporate Secretary

COUNTERSIGNED BY:

*Winston F. Garcia*

WINSTON F. GARCIA  
Chairman of the Board of Directors

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and  
in the City of Makati, Philippines, this JAN 06 2010, affiant who is  
personally known to me and whose identity I have confirmed through his  
Passport No. EA 0004475 issued on November 10, 2009 in Manila, bearing the  
affiant's photograph and signature, and who showed to me his Community Tax  
Certificate No. 27202601 issued at Makati City on January 29, 2009.

Doc. No. 146;  
Page No. 31;  
Book No. II;  
Series of 2009



*JPColet*  
JUAN PAOLO E. COLET  
Appointment No. M-359  
Notary Public - City of Makati  
Until 31 December 2010  
Castillo Laman Tan Pantaleon  
& San Jose Law Firm  
The Valero Tower, 122 Valero Street  
Salcedo Village, Makati City  
PTR No. 1560-13-01-05-09; Makati City  
IBP No. 767140-01-05-09; Makati City  
Roll No. 55682

3571.20.01

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## Annex "A"

Minutes of the Meetings of the Board of Directors  
of National Reinsurance Corporation of the Philippines

## 1. January 20, 2009 (Regular Meeting)

**Present:** Winston F. Garcia  
Adelita A. Vergel de Dios  
Yvonne S. Yuchengco  
Roberto B. Crisol  
Emilio S. de Quiros, Jr.  
Josefina L. Valera  
Primitivo C. Cal  
Rizalino S. Navarro  
Romeo L. Bernardo  
Noel M. Juan

**Absent:** Alfonso L. Salcedo, Jr.

## 2. February 17, 2009 (Regular Meeting)

**Present:** Winston F. Garcia  
Adelita A. Vergel de Dios  
Yvonne S. Yuchengco  
Roberto B. Crisol  
Alfonso L. Salcedo, Jr.  
Emilio S. de Quiros, Jr.  
Josefina L. Valera  
Primitivo C. Cal  
Rizalino S. Navarro  
Romeo L. Bernardo  
Noel M. Juan

**Absent:** None

## 3. March 31, 2009 (Regular Meeting)

**Present:** Winston F. Garcia  
Yvonne S. Yuchengco  
Roberto B. Crisol  
Emilio S. de Quiros, Jr.  
Josefina L. Valera  
Primitivo C. Cal  
Rizalino S. Navarro  
Romeo L. Bernardo  
Noel M. Juan

**Absent:** Adelita A. Vergel de Dios  
Alfonso L. Salcedo, Jr.

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## 4. April 21, 2009 (Regular Meeting)

**Present:** Winston F. Garcia  
Yvonne S. Yuchengco  
Roberto B. Crisol  
Emilio S. de Quiros, Jr.  
Josefina L. Valera  
Primitivo C. Cal  
Rizalino S. Navarro  
Noel M. Juan

**Absent:** Adelita A. Vergel de Dios  
Alfonso L. Salcedo, Jr.  
Romeo I. Bernardo

## 5. May 14, 2009 (Regular Meeting)

**Present:** Winston F. Garcia  
Roberto B. Crisol  
Alfonso L. Salcedo, Jr.  
Emilio S. de Quiros, Jr.  
Josefina L. Valera  
Primitivo C. Cal  
Rizalino S. Navarro  
Romeo I. Bernardo  
Noel M. Juan

**Absent:** Adelita A. Vergel de Dios  
Yvonne S. Yuchengco

## 6. June 16, 2009 (Regular Meeting)

**Present:** Adelita A. Vergel de Dios  
Yvonne S. Yuchengco  
Roberto B. Crisol  
Alfonso L. Salcedo, Jr.  
Emilio S. de Quiros, Jr.  
Josefina L. Valera  
Primitivo C. Cal  
Rizalino S. Navarro  
Romeo I. Bernardo  
Noel M. Juan

**Absent:** Winston F. Garcia

## 7. June 22, 2009 (Organizational Meeting)

**Present:** Winston F. Garcia  
Adelita A. Vergel de Dios  
Yvonne S. Yuchengco  
Roberto B. Crisol

Alfonso L. Salcedo, Jr.  
 Jose Teodoro K. Limcaoco  
 Romeo L. Bernardo  
 Rizalino S. Navarro  
 Josefina L. Valera  
 Primitivo C. Cal

**Absent:** Noel M. Juan

8. July 16, 2009 (Regular Meeting)

**Present:** Adelita A. Vergel de Dios  
 Yvonne S. Yuchengco  
 Alfonso L. Salcedo, Jr.  
 Jose Teodoro K. Limcaoco  
 Primitivo C. Cal  
 Rizalino S. Navarro  
 Noel M. Juan

**Absent:** Winston F. Garcia  
 Roberto B. Crisol  
 Josefina L. Valera  
 Romeo L. Bernardo

9. August 20, 2009 (Regular Meeting)

**Present:** Winston F. Garcia  
 Adelita A. Vergel de Dios  
 Roberto B. Crisol  
 Yvonne S. Yuchengco  
 Jose Teodoro K. Limcaoco  
 Josefina L. Valera  
 Noel M. Juan  
 Rizalino S. Navarro  
 Romeo L. Bernardo  
 Primitivo C. Cal

**Absent:** Alfonso L. Salcedo, Jr.

10. September 17, 2009 (Regular Meeting)

**Present:** Winston F. Garcia  
 Adelita A. Vergel de Dios  
 Roberto B. Crisol  
 Alfonso L. Salcedo, Jr.  
 Noel M. Juan  
 Romeo L. Bernardo  
 Primitivo C. Cal

**Absent:** Yvonne S. Yuchengco  
 Josefina L. Valera  
 Jose Teodoro K. Limcaoco

Rizalino S. Navarro

11. October 15, 2009 (Regular Meeting)

**Present:** Winston F. Garcia  
 Adelita A. Vergel de Dios  
 Roberto B. Crisol  
 Alfonso L. Salcedo, Jr.  
 Noel M. Juan  
 Yvonne S. Yuchengco  
 Josefina L. Valera  
 Jose Teodoro K. Limcaoco  
 Rizalino S. Navarro  
 Romeo L. Bernardo  
 Primitivo C. Cal

**Absent:** None

12. November 19, 2009 (Regular Meeting)

**Present:** Winston F. Garcia  
 Yvonne S. Yuchengco  
 Roberto B. Crisol  
 Rizalino S. Navarro  
 Josefina L. Valera  
 Noel M. Juan  
 Romeo L. Bernardo  
 Primitivo C. Cal

**Absent:** Adelita A. Vergel de Dios  
 Alfonso L. Salcedo, Jr.  
 Jose Teodoro K. Limcaoco

13. December 15, 2009 (Regular Meeting)

**Present:** Winston F. Garcia  
 Yvonne S. Yuchengco  
 Roberto B. Crisol  
 Alfonso L. Salcedo, Jr.  
 Jose Teodoro K. Limcaoco  
 Josefina L. Valera  
 Noel M. Juan  
 Rizalino S. Navarro  
 Romeo L. Bernardo  
 Primitivo C. Cal

**Absent:** Adelita A. Vergel de Dios