

## TOKIO MARINE LIFE INSURANCE SINGAPORE LTD.

(Incorporated in Singapore)  
Company Registration No. 194800055D  
20 McCallum Street  
#07-01 Tokio Marine Centre  
Singapore 069046

### NOTICE OF 75<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the 75<sup>th</sup> Annual General Meeting of Tokio Marine Life Insurance Singapore Ltd. (the "**Company**") will be held at 20 McCallum Street, Level 8 Tokio Marine Centre (Boardroom), Singapore 069046, on Wednesday, 14 June 2023 at 2.30 p.m. (Singapore time) for the purpose of considering and, if thought fit, passing the following Ordinary Resolutions:

#### Routine Business

1. To receive and adopt the Directors' Statement and Audited Financial Statements of the Company and of the Group for the financial year ended 31 December 2022 together with the Auditor's Report thereon. Resolution 1
2. To re-elect Ms. Ooi Chee Kar who is retiring in accordance with Regulation 95 of the Company's Constitution, as a Director of the Company.  
*(See Explanatory Note (i))* Resolution 2
3. To re-elect Mr. Rolf Willy Gerber who is retiring in accordance with Regulation 95 of the Company's Constitution, as a Director of the Company.  
*(See Explanatory Note (ii))* Resolution 3
4. To re-elect Mr. Yao Chih Matthias who is retiring in accordance with Regulation 100 of the Company's Constitution, as a Director of the Company.  
*(See Explanatory Note (iii))* Resolution 4
5. To re-elect Mr. Tomoya Kittaka who is retiring in accordance with Regulation 100 of the Company's Constitution, as a Director of the Company. Resolution 5
6. To approve Directors' fees of up to S\$420,000 for the financial year ending 31 December 2023, payable quarterly in arrears. Resolution 6
7. To re-appoint PricewaterhouseCoopers LLP as Auditor of the Company to hold office until the conclusion of the next Annual General Meeting, subject to approval by the Monetary Authority of Singapore and to authorise the Directors to fix their remuneration. Resolution 7
8. To transact any business that may be transacted at an Annual General Meeting.

#### Special Business

To consider and, if thought fit, to pass the following resolution as Ordinary Resolution, with or with amendments:

9. Authority to allot and issue shares

That full authority be hereby given to the Directors pursuant to Section 161 of the Companies Act 1967, to issue shares of the Company in such manner and to such persons and for such consideration as they think fit; such authority shall continue in force until the conclusion of the next Annual General Meeting or the expiration of the period within which the next Annual General Meeting is required by law to be held, whichever is the earlier.

By Order of the Board



Lim Ka Bee  
Company Secretary  
Singapore, 30 May 2023

**Explanatory Notes:**

- (i) Ms. Ooi Chee Kar will, upon re-election as a Director, remain as an Independent Non-Executive Director of the Company.
- (ii) Mr. Rolf Willy Gerber will, upon re-election as a Director, remain as an Independent Non-Executive Director of the Company.
- (iii) Mr. Yao Chih Matthias will, upon re-election as a Director, remain as an Independent Non-Executive Director of the Company.
- (iv) Mr. Tomoya Kittaka will, upon re-election as a Director, remain as a Non-Executive Director of the Company.
- (v) Information of the above-mentioned Directors as required under the MAS Guidelines on Corporate Governance for Designated Financial Holding Companies, Banks, Direct Insurers, Reinsurers and Captive Insurers which are incorporated in Singapore are set out in "Attachment A" to the Notice of AGM.

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**NOTES TO ANNUAL GENERAL MEETING**

- 1. A member entitled to attend, speak and vote at the Annual General Meeting is entitled to appoint not more than two proxies to attend, speak and vote in his/her stead. A proxy need not be a member of the Company.
- 2. If a proxy or proxies is/are to be appointed, the Proxy Form must be deposited at the Company's registered office at 20 McCallum Street, #07-01 Tokio Marine Centre, Singapore 069046 by **2.30 p.m. on 12 June 2023 (Singapore time)**, 48 hours before the time set for the Annual General Meeting.
- 3. The Proxy Form must be signed by the appointor or his/her attorney duly authorised in writing.
- 4. In the case of joint shareholders, all holders must sign the Proxy Form.