

**MINUTES OF THE SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF  
RAROCO INSURANCE BROKERS, INC.**

The Special Meeting of the Board of Directors of RAROCO INSURANCE BROKERS, INC. duly held via videoconferencing on May 19, 2022 at 3:00 in the afternoon.

Present:

RAMON A. ROCO  
MARIE DENISE R. DE LEON  
RAMON M. HIDALGO  
ANGELINA H. ROCO  
LORENZO ANGELO ROCO  
ANNE MARIEVIEL G. OLEGARIO  
MARIE KRISTEL D. LAGORZA  
KATRINA ANGELA A. MANAHAN

Absent:

**I. CALL TO ORDER.**

The President, Marie Denise R. De Leon, called the meeting to order and presided over the same.

**II. QUORUM**

The Corporate Secretary, Katrina Angela A. Manahan, certified as to the existence of a quorum. Thereupon, the Chairman declared the meeting duly constituted and ready to transact business.

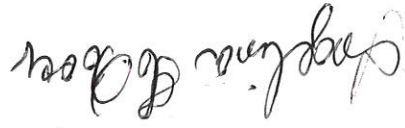
**III. APPROPRIATIONS OF CONTINGENCY FUND**

The Board of Directors at its meeting duly held via videoconferencing passed the following resolution:

WHEREAS, pursuant to the powers granted to the Corporation under its Articles of Incorporation and the Corporation Code, a regular meeting of the Board of Directors and of the company was conducted on May 19, 2022.

WHEREAS, during said meeting, the Two Hundred Thousand Pesos (P200,000.00) Contingency Fund has been approved for contingency, expansion and employee retirement expenses;

NOW, THEREFORE, We the members of the Board of Directors of the Corporation, during a meeting wherein a quorum was present at its principal office, the following resolutions were unanimously passed and



resolved:

RESOLVED, that the Board of Directors hereby approved to appropriate retained earnings amounting to Two Hundred Thousand Pesos (P200,000.00) as Contingency Fund. The purpose for this fund shall be for contingency (P100,000.00) and expansion (P100,000.00).

RESOLVED FURTHER, that any action taken previously prior to the date of the foregoing resolution is hereby adopted provided they are within the authority conferred herein. As such they are hereby ratified, confirmed and approved as the acts and deeds of the corporation that this will be enacted as a standard procedure, which will be implemented annually in perpetuity to all annual RE, until such time that this needs to be abated or should any amendments or modifications be made regarding this matter."

The foregoing is in accordance with the records of the Corporation.

#### IV. ADJOURNMENT

There being no other matter to be discussed, the meeting was adjourned at 4:00 PM.

IN WITNESS WHEREOF, we have set our hands this 19 day of May, 2022.

CERTIFIED CORRECT:



**KATRINA ANGELA A. MANAHAN**  
Corporate Secretary

ATTESTED BY:



**MARIE DENISE R. DE LEON**  
President

MINUTES READ AND APPROVED BY:



**RAMON A. ROCO**  
Chairman

  
ANGELINA H. ROCO

Treasurer/Director

  
RAMON M. HIDALGO

Vice President/Director

  
LORENZO ANGELO H. ROCO  
Director

  
ANNE MARIEVEL G. OLEGARIO  
LAGORZA  
Director

  
MARIE KRISTEL D.  
Director

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES )  
\_\_\_\_\_ ) s.s.  
MAKATI CITY

BEFORE ME, a Notary Public for and in the City of \_\_\_\_\_, appeared:

Name	TIN No./ C	Date/Place of Issue

Known to me to be the same person who executed the foregoing Board Resolution consisting of \_\_\_\_\_ pages, including this page and they acknowledged to me that they executed the same as their free and voluntary act and deed.

**JUN 14 2022**

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal this \_\_\_\_\_ day of 2022.

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Book No. 307  
Series of 2022.

**ATTY. GEORGE DAVID D. SITON**  
NOTARY PUBLIC FOR MAKATI CITY  
APPT. NO. M. 0611 - UNTIL DEC. 31, 2023  
ROLL NO. 68402 / TITLE COMPLIANCE NO. VII-0010106/2-15-2022  
IBP O.R. NO. 002282-EXEMPTIVE MEMBER MAY 5, 2017  
PTI NO. 0022003- JMS OS, 2022-ORIGATI CITY  
EXECUTIVE BLDG. CENTER MAKATI AVE., COR. JUPITER ST., MAKATI CITY

REPUBLIC OF THE PHILIPPINES )  
CITY OF MAKATI ) S.S.

**SECRETARY'S CERTIFICATE**

I, KATRINA ANGELA MANAHAN, of legal age, Filipino, and with residential address at 42 Luzon Drive Ayala Alabang, Muntinlupa, after having been duly sworn in accordance with the law, do hereby depose and state that:

- I am the duly elected and qualified Secretary of the Board of Directors of RAROCO INSURANCE BROKERS, INC., a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with principal office at Rm 608 Ferros Bel-Air Tower, 30 Polaris St., Makati City;
- At the special meeting of the Board of Directors/Stockholders on May 19, 2022, the following resolution were passed and unanimously approved and adopted, to wit:

**BOARD RESOLUTION NO. 22-06**

**"RESOLVED**, that this will be enacted as a standard procedure, which will be implemented annually in perpetuity to all annual RE, until such time that this needs to be abated or should any amendments or modifications be made regarding this matter."

IN WITNESS WHEREOF, I hereby affix my signature this JUN 14 day of \_\_\_\_\_, at Makati City.

*K. Manahan*  
**KATRINA ANGELA A. MANAHAN**  
Corporate Secretary

**JUN 14 2022**

SUBSCRIBED AND SWORN, to me before this \_\_\_\_\_ day of \_\_\_\_\_, at \_\_\_\_\_, MAKATI CITY affiant exhibiting to me his/her Government Issued ID with ID No. \_\_\_\_\_, issued at \_\_\_\_\_, on \_\_\_\_\_.

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2022

**ATTY. GEORGE DAVID D. SITON**  
**NOTARY PUBLIC**  
NOTARY PUBLIC  
APPT. I.D. N-061 - UNTIL DEC. 31, 2024  
REG. NO. 69402 / MCLE COMPLIANCE NO. VII-0010186/2-15-2022  
IDP FOR AG-GUAL. C. L. W. TIME BEGINNER MAY 9, 2017  
PTR N.A. 885048 JAN 09, 2022-MAKATI CITY  
EXECUTIVE BLDG. CENTER MAKATI AVE., COR. JUPITER ST., MAKATI CITY