

**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 25, 2021 at 10:00 in the morning.

Present:

RAMON A. ROCO  
RAMON M. HIDALGO  
MARIE DENISE H. ROCO  
ANGELINA H. ROCO  
LORENZO ANGELO ROCO  
ERNA R. SANTIAGO

Absent:

CHRISTINE THERESE H. ROCO



**I. CALL TO ORDER**

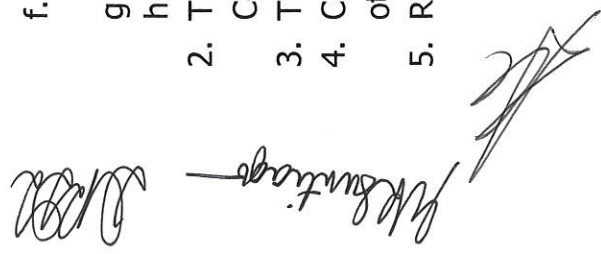
The President, Marie Denise Roco – De Leon, called the meeting to order and presided over the same.

**II. QUORUM**

The Corporate Secretary, Erna R. Santiago, certified as to the existence of a quorum. Thereupon, the President declared the meeting duly constituted and ready to transact business.

**III. MINUTES OF THE MEETING**

1. Discussion with the Annual Corporate Governance Report required by IC
  - a. Qualification age for the Board of Director is 25-80 years old
  - b. Appointment of Marie Denise Roco – De Leon as Compliance Officer
  - c. All Board Resolution must be posted to the website under Corporate Governance
  - d. Enroll for a Risk Management training program
  - e. Christine Therese Roco needs to sign an Affidavit as being the only one Non Executive Director
  - f. Confirmed that all current Board of Director are not Incumbent Director from the other company or organization.
  - g. Secure MOA from all the partner insurance company
  - h. Create template of evaluation form for the Chairman of the Board
2. The Board is exploring the possibility of Atty. Kaye Tamayao as our future Corporate Secretary.
3. That the age qualification for the Board of Director shall be 25-80 years old
4. Confirmed that all current Board of Director are not Incumbent Director from the other company or organization.
5. Resignation of the two Independent Director – Josefina Perez and Ricardo Rivera



**IV. ADJOURNMENT**

The meeting was adjourned at 2:00pm and shall continue the discussion the next day May 26, 2021.

IN WITNESS of the foregoing proceedings, the participating members have hereunto affixed their signatures this 25<sup>th</sup> day of May, 2021.

CERTIFIED CORRECT:


  
**ERNA R. SANTIAGO**  
Corporate Secretary

ATTESTED BY:

  
**MARIE DENISE ROCO 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**  
Asst. Treasurer/Director

**CHRISTINE THERESE H. ROCO**  
Director

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

**SECRETARY'S CERTIFICATE**

I, ERNA R. SANTIAGO, of legal age, Filipino, married, and with residential address at Brgy. Pinagsanhan B. Maragondon Cavite, after having been duly sworn in accordance with the law, do hereby depose and state that:

1. 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;
2. At the special meeting of the Board of Directors/Stockholders on May 25, 2021, the following resolution were passed and unanimously approved and adopted, to wit:

**BOARD RESOLUTION NO. 21-04**

**"RESOLVED**, that all agenda being discussed in the meeting are hereby agreed and approved by all board of directors.

IN WITNESS WHEREOF, I hereby affix my signature this JUN 18 2021 day of \_\_\_\_\_, at Makati City.



**ERNA R. SANTIAGO**  
Corporate Secretary

JUN 18 2021

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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Book No. 112  
Series of 2021

**ATTY. GEORGE M. SISON**  
NOTARY PUBLIC FOR MAKATI CITY  
APPT. ID. N. 382- UNTIL DEC. 31, 2021  
ROLL NO. 694027 VEHICLE COMPLIANCE NO. VI-0021996/3-29-2019  
IBP O.R. No. 275859-LIFETIME MEMBER MAY. 8, 2017  
PTR NO. 2533053- JAN 04, 2021- MAKATI CITY  
EXECUTIVE BLDG., CENTER MAKATI AVE., COR., JUPITER ST. MAKATI CITY