

**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 April 28, 2022 at 12:00 noon.

Present:

RAMON A. ROCO  
RAMON M. HIDALGO  
MARIE DENISE H. ROCO  
ANGELINA H. ROCO  
LORENZO ANGELO H. ROCO  
KATRINA ANGELA A. MANAHAN  
ANNE MARIEVIEL G. OLEGARIO  
MARIE KRISTEL D. LAGORZA  
MIKAELA ANDREA HIDALGO SISON

**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, Katrina Angela A. Manahan, certified as to the existence of a quorum. Thereupon, the President declared the meeting duly constituted and ready to transact business.

**III. MARIE DENISE ROCO-DE LEON APPOINTMENT AS COMPLIANCE OFFICER**

The Board of Directors at its meeting held today, 28 April 2022 passed the following resolution:

**“RESOLVED**, that the Chairman of the company RAMON A. ROCO has tendered his resignation to the company as COMPLIANCE OFFICER on April 25, 2022. President MARIE DENISE ROCO-DE LEON is appointed as the new COMPLIANCE OFFICER.

ERNA R. SANTIAGO will be appointed as ALTERNATE COMPLIANCE OFFICER and Vice-President/Director RAMON M. HIDALGO will be retained as ALTERNATE COMPLIANCE OFFICER. All terms and arrangement provided in the Consultancy Agreement”

**IV. ADJOURNMENT**

There being no other matter to be discussed, the meeting was adjourned at 1:00 in the afternoon.

IN WITNESS of the foregoing proceedings, the participating members have hereunto affixed their signatures this 28<sup>th</sup> day of April, 2022.

CERTIFIED CORRECT:



**KATRINA ANGELA A. MANAHAN**  
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**  
Director



**LORENZO ANGELO H. ROCO**  
Asst. Treasurer/Director



**ANNE MARIEVIEL G. OLEGARIO**  
Independent Director

**MARIE KRISTEL D. LAGORZA**  
Independent Director



**MIKAELA ANDREA HIDALGO-SISON**  
Director

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

**SECRETARY'S CERTIFICATE**

I, KATRINA ANGELA A. MANAHAN, of legal age, Filipino, married, 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:

1. MARIE DENISE R. DE LEON is duly appointed as Compliance Officer 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 April 28, 2022, the following resolution were passed and unanimously approved and adopted, to wit:

“**RESOLVED**, that the Vice President/Director of the company RAMON M. HIDALGO will retain his service to the company as **ALTERNATE COMPLIANCE OFFICER**. ERNA R. SANTIAGO will be appointed as an **ALTERNATE COMPLIANCE OFFICER**. All terms and arrangement provided in the Consultancy Agreement”

**BOARD RESOLUTION NO. 22-04**

IN WITNESS WHEREOF, I hereby affix my signature this MAY 18 2022, at Makati City.

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

**SUBSCRIBED AND SWORN**, to me before this MAY 18 2022, at MAKATI CITY, affiant exhibiting to me his/her Government Issued ID with ID No. \_\_\_\_\_, issued at \_\_\_\_\_, on \_\_\_\_\_.

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Book No. 186 ;  
Series of 1074

NOTARY PUBLIC

*[Signature]*  
**ATTY. GEORGE DAVID D. SIFON**  
NOTARY PUBLIC FOR MAKATI CITY  
APPT. NO. M-061 - UNTIL DEC. 31, 2023  
ROLL NO. 63402 / TITLE COMPLIANCE NO. VH-0010156/2-15-2022  
IBP O.R No. 002252 - LIFE TIME MEMBER MAY 5, 2017  
PTR No. 8852065 - JAN 03, 2022 - MAKATI CITY  
EXEC. LIVE BLDG. CENTER MAKATI AVE., COR. JUPITER ST., MAKATI CITY