

**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 at Room 608 Ferros Bel Air Tower 30 Polaris St., Makati City on January 23, 2025 at 10:00AM.

Present:

RAMON A. ROCO
MARIE DENISE ROCO – DE LEON
RAMON M. HIDALGO
ANGELINA H. ROCO
LORENZO ANGELO H. ROCO
MIKAELA ANDRES H. SISON
RUSSELL Y. LORENZO
REGINA ROSARIO P. GARRUCHO
ERNA ROVERA – SANTIAGO

Absent:

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 Rovera - Santiago, certified as to the existence of a quorum. Thereupon, the President declared the meeting duly constituted and ready to transact business.

III. APPOINTMENT OF AVCD LAW & ASSOCIATES AS NEW LEGAL RETAINER

The Board of Directors at its meeting held today, January 23, 2025 passed the following resolution:

RESOLVED, that AVCD Law & Associates were appointed as RAROCO Insurance Brokers, Inc. as the company's new legal retainer effective January 20, 2025.

RESOLVED, that there is an official Engagement Contract containing Scope of Services, General Terms and condition and The Fine Prints signed by the both parties, RAROCO Insurance Brokers, Inc. President – **MARIE DENISE R. DE LEON** and AVCD Law & Associates Managing Partner – **ATTY. MARK JULIUS V. DOSIL**

IV. ADJOURNMENT

There being no other matter to be discussed, the meeting was adjourned at 11:00 in the morning.

IN WITNESS of the foregoing proceedings, the participating members have hereunto affixed their signatures this 23rd day of January 2025.

Handwritten signatures on the left margin:
- *Erna Rovera - Santiago*
- *Marie Denise Roco - De Leon*
- *Angolina H. Roco*
- *Ramon M. Hidalgo*
- *Ramon A. Roco*
- *Mark Julius V. Dosil*
- *Erna Rovera - Santiago*

CERTIFIED CORRECT:


ERNA ROVERA - SANTIAGO
Corporate Secretary

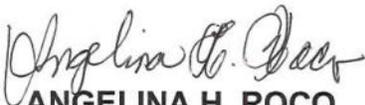
ATTESTED BY:


MARIE DENISE ROCO DE LEON
President

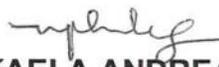
MINUTES READ AND APPROVED BY:


RAMON A. ROCO
Chairman


RAMON M. HIDALGO
Vice President


ANGELINA H. ROCO
Treasurer


LORENZO ANGELO H. ROCO
Director


MIKAELA ANDREA H. SISON
Director


RUSSELL Y. LORENZO
Independent Director


REGINA ROSARIO P. GARRUCHO
Independent Director

SECRETARY'S CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:

I, ERNA R. SANTIAGO, of legal age, Filipino and with office address at Rm. 608 Ferros – Bel Air Tower 30 Polaris St. Bel Air Makati City 1209 after having been duly sworn in accordance with the law, do hereby certify: THAT

1. I am the incumbent **CORPORATE SECRETARY** of RAROCO Insurance Brokers, Inc hereinafter referred to as the "**CORPORATION**", existing under and by virtue of the laws of the Philippines, with principal office address at Rm. 608 Ferros – Bel Air Tower 30 Polaris St. Makati City;
2. As **CORPORATE SECRETARY**, I have custody and access to the records of the CORPORATION;
3. At the special meeting of the Board of Directors of the CORPORATION held at its principal office on January 23, 2025 at which a quorum was present and acted throughout, the following resolutions were duly approved and recorded in the MINUTES OF THE BOARD MEETING:

BOARD RESOLUTION NO. 25-01

RESOLVED, that AVCD Law & Associates were appointed as RAROCO Insurance Brokers, Inc. as the company's new legal retainer effective January 23, 2025.

RESOLVED, that there is an official Engagement Contract containing Scope of Services, General Terms and condition and The Fine Prints signed by the both parties, RAROCO Insurance Brokers, Inc. President – **MARIE DENISE R. DE LEON** and AVCD Law & Associates Managing Partner – **ATTY. MARK JULIUS V. DOSIL**

IN WITNESS WHEREOF, I have signed these present in the City of **MANILA CITY**, Philippines, this _____ day of _____, _____.


ERNA ROVERA - SANTIAGO
CORPORATE SECRETARY

SUBSCRIBED AND SWORN to before me this _____ day of **19 FEB 2025**,
_____ in the City of **MANILA CITY**, Philippines, affiant exhibited to me his/her
Community Tax Certificate No. **UNID ID (NO-011) 1627972** issued at
_____ on _____
ATTY. BRIAN JACOB D. MEDINA
Commission No. 2024-154 valid until December 31, 2025
City of Manila

DOC. NO. 369 ;
PAGE NO. 63 ;
BOOK NO. I ;
SERIES OF 2025 .

Unit 10 Ground Floor Newton Plaza Mall
4408 Old Sta. Mesa St., Brgy. 592, Sta. Mesa, Manila
Roll of Attorney No. 91976
IBP No. 509443, 01/15/2025, Manila II
MCLE 8th Compliance Period until 04/14/2025
PTR. No. MLA2110564, City of Manila issued on 01/15/2025