

**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 March 25, 2025 at 10:00AM.

Present:

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

Absent:

RUSSELL Y. LORENZO

**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. POSTPONEMENT OF ANNUAL SHAREHOLDERS MEETING**

The Board of Directors at its meeting held today, March 25, 2025 passed the following resolution:

**RESOLVED**, that the Annual Shareholders Meeting which was scheduled March 19, 2025 will be move into a later date, first week of May due to the unfinished Financial Statement Report for the year 2024.

**RESOLVED**, that due to the improper transition from the previous Accounting Senior Officer to the new Accounting Senior Officer, Financial Statement Report were not completed prior to the scheduled Annual Shareholders meeting in compliance with the Annual Corporate Governance report.

**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 25<sup>th</sup> day of March 2025.

CERTIFIED CORRECT:

  
**ERNA ROVERA - SANTIAGO**  
Corporate Secretary

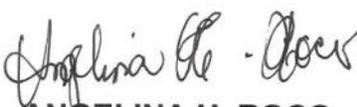
ATTESTED BY:

  
**MARIE DENISE ROCO DE LEON**  
President

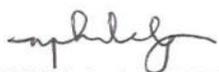
MINUTES READ AND APPROVED BY:

  
**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

REPUBLIC OF THE PHILIPPINES )  
Manila City ) S.S.

### 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 March 25, 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. 25-06

**RESOLVED**, that the Annual Shareholders Meeting which was scheduled March 19, 2025 will be move into a later date, first week of May due to the unfinished Financial Statement Report for the year 2024.

**RESOLVED**, that due to the improper transition from the previous Accounting Senior Officer to the new Accounting Senior Officer, Financial Statement Report were not completed prior to the scheduled Annual Shareholders meeting in compliance with the Annual Corporate Governance report.

IN WITNESS WHEREOF, I have signed these present in the City of Manila City, Philippines, this \_\_\_\_\_ day of APR 08 2025, \_\_\_\_\_.



ERNA ROVERA - SANTIAGO

**CORPORATE SECRETARY**

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of APR 08 2025, \_\_\_\_\_ in the City of Manila City, Philippines, affiant exhibited to me his/her Philhealth ID with ID Number 19-090076184-1 issued at Manila Philhealth office on N/A \_\_\_\_\_  
**ATTY. BRIAN JACOB D. MEDINA**  
Commission No. 2024-154 valid until December 31, 2025  
City of Manila

DOC. NO. 960 ;  
PAGE NO. 93 ;  
BOOK NO. 1 ;  
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