

**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 July 10, 2025 at 10:00AM.

Present:

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

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. KATRINA BIANCA T. TAMAYAO APPOINTMENT AS INDEPENDENT DIRECTOR**

The Board of Directors at its meeting held today, July 10, 2025 discussed the following:

**“RESOLVED**, that **Russell Y. Lorenzo** have tendered his resignation effective June 1, 2025. **KATRINA BIANCA T. TAMAYAO** appointed as the new Independent Director starting today July 10, 2025.

**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 10<sup>th</sup> day of July 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**  
Non -Executive Director

  
**MIKAELA ANDREA HIDALGO-SISON**  
Non-Executive Director

  
**REGINA ROSARIO P. GARRUCHO**  
Independent Director

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

**SECRETARY'S CERTIFICATE**

I, Erna Rovera - Santiago, of legal age, being the duly elected and incumbent Corporate Secretary of RAROCO Insurance Brokers, Inc. (the "Corporation"), a domestic corporation duly organized and existing under and by virtue of Philippine laws, with principal office at Room 608 Ferros Bel Air Tower 30 Polaris St., Makati City, after having been sworn according to law, hereby depose and state:

1. **"RESOLVED**, that Russell Y. Lorenzo have tendered his resignation effective June 1, 2025. **KATRINA BIANCA T. TAMAYAO** appointed as the new Independent Director starting today July 10, 2025.
2. At the special meeting of the Board of Directors/Stockholders on July 10, 2025, the following resolution were passed and unanimously approved and adopted, to wit:

**BOARD RESOLUTION NO. 25-11**

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

IN WITNESS WHEREOF, I have hereunto set my hand this JUL 23 2025 day of \_\_\_\_\_ at MAKATI CITY.

Erna Rovera - Santiago  
CORPORATE SECRETARY

SUBSCRIBED AND SWORN to before me this JUL 23 2025 day of \_\_\_\_\_ by affiant who exhibited to me his/her Community Tax Certificate/Passport Number \_\_\_\_\_ issued at \_\_\_\_\_ on \_\_\_\_\_.

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Series of 2024

**NOTARY PUBLIC**  
**ATTY. DARWIN B. SANTOS**  
Notary Public for Makati City  
Until December 31, 2025  
Appointment No. M-015(2024-2025)  
Roll of Attorney No. 57952  
IBP No. 330740-Lifetime Member  
PTR No. 10467029/Jan. 02, 2025/Makati City  
MCLE Compliance VIII No. 0022005/April 14, 2028  
U-1-A 8051 San Nicolas St. Sta. Catalina Quevedo, Makati City