

**MINUTES OF THE ANNUAL MEETING OF  
THE SHAREHOLDERS OF  
RELIABLE INSURANCE BROKERS, INC.**

The Annual Meeting of the shareholders of Reliable Insurance Brokers, Inc. was held via video teleconference on May 31, 2023 at 2:00 pm pursuant to the By-laws of the Corporation and in accordance with the notice of the meeting to all shareholders.

The meeting was presided by Mr. Felicisimo M. Nacino Jr., who called the meeting to order. Esperanza M. Atanacio, the Assistant Corporate Secretary, recorded the minutes of the meeting.

**I. CERTIFICATION OF NOTICE AND QUORUM**

The Assistant Corporate Secretary certified that out of the total outstanding shares of the Corporation, there were present at the meeting, stockholders owning One Hundred Percent (100%) of the total outstanding shares and, therefore, a quorum was present.

**II. APPROVAL OF THE MINUTES OF THE 2022 ANNUAL STOCKHOLDERS' MEETING**

Copies of the minutes of the Annual Stockholders' Meeting held on 15 July 2022 were made available to the stockholders.

Upon motion duly made, seconded and unanimously approved, it was:

**RESOLUTION ASM NO. 2023-05 -01**

**RESOLVED**, that the minutes of the Annual Stockholders' Meeting held on May 31, 2022, be as it is hereby approved and ordered filed.

**III. ANNUAL REPORT AND AUDITED FINANCIAL STATEMENTS FOR THE YEAR 2022**

The Annual Report and the 2022 Audited Financial Statements of the Corporation prepared by the Company's external auditor, SGV & Company, were presented to the shareholders.

Upon motion duly made and seconded, the annual report and audited financial statements for the year 2022 were approved.

**RESOLUTION ASM NO. 2023-05-02**

RESOLVED, that the Annual Report and Audited Financial Statements for the period ended 31 December 2022 are hereby approved and ordered filed.

**IV. RATIFICATION OF ACTS OF MANAGEMENT AND DIRECTORS**

Mr. Nacino presented to the shareholders the matter of the confirmation of the acts of the Board of Directors and corporate officers covering the period between the 2022 Annual Stockholders' Meeting until the current meeting. After due discussion and upon motion duly made, seconded and unanimously approved, it was

**RESOLUTION ASM NO. 2023-05-03**

**RESOLVED**, that the minutes of all meetings of the Board of Directors of the Corporation covering the period between the 2022 Annual Stockholders' Meeting until the current meeting, be, and the same are hereby ratified, approved and confirmed.

**RESOLVED FURTHER**, that all resolutions adopted by the Board of Directors at the said meetings be ratified and adopted by the stockholders and that any and all acts and proceedings of the Corporation's Board of Directors and

Corporate Officers since 2021 Annual Stockholders' Meeting until the current meeting, pursuant to and in conformity with such resolutions, be and the same are hereby ratified, approved and confirmed.

**V. ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS**

The meeting then proceeded to the election of the members of the Board of Directors of the Corporation for the year 2023. Mr. Nacino called for nominations for the seats available at the Board. Pursuant thereto, the following were nominated:

Felicisimo M. Nacino Jr.  
Myrna Q. Perolino  
Ariel A. De Guzman  
Danielle Marie S. Lizares  
Susan N. Konig  
Philip V. Prieto – Independent Director

Upon motion duly made, seconded and unanimously approved, it was:

**RESOLUTION ASM NO. 2023-05-04**

**RESOLVED**, that the following,

Felicisimo M. Nacino Jr.  
Myrna Q. Perolino  
Ariel A. De Guzman  
Danielle Marie S. Lizares  
Susan N. Konig  
Philip V. Prieto – Independent Director

be as they are hereby elected as directors of RELIABLE INSURANCE BROKERS, INC. for the year 2023 and until their successors are elected and qualified.

**VI. APPOINTMENT OF AUDITOR**

Finally, the meeting concluded with the proposal to delegate the appointment of the Corporation's External Auditor for 2023 to the Board of Directors.

Upon motion duly made, seconded and unanimously approved, it was:

**RESOLUTION ASM NO. 2023-05-05**

**RESOLVED**, that the appointment of the Corporation's External Auditor for 2023 be delegated to the Board of Directors.

**VII. ADJOURNMENT**

There being no further matters to discuss, the meeting was, upon motion duly made and seconded, adjourned.

  
**ESPERANZA M. ATANACIO**  
*Assistant Corporate Secretary*

ATTEST:

  
**FELICISIMO M. NACINO, JR.**  
*Chairman of the Meeting*