

**MINUTES OF THE ANNUAL MEETING
OF THE STOCKHOLDERS OF
MARSH PHILIPPINES, INC.**

Held at Six/Neo (formerly, Net Lima Building)
5th Avenue cor. 26th Street, Bonifacio Global City, Taguig City
26 April 2024 at 9:00 AM
via Videoconferencing

	Name	No. of Shares
<u>Present</u>		
	Godelieve van Dooren	1
	Paulino T. Garcia III	
	- for himself	1
	- as the authorized representative of Marsh McLennan Regional Holdings Limited, the proxy for J&H Marsh McLennan Ltd.	4,999,991
	Jonathan Juan Moreno	1
	Joseph Anthony M. Alejandro	1
	Leah S. Ocampo	1
	Alan Cheah	1
	Isagani Acosta, Jr.	1
	Daniel Gabriel Montecillo	1
	Jorge Alfonso C. Melo	1
	Total Shares Present	5,000,000
	Total Outstanding Shares	5,000,000
	Percentage of Total Shares Present to Total Outstanding Shares	100%

Also Present

Andre B. Navato, Jr.
Celerina Rose D. Fajardo-Nacin
Editha Vargas-Amburgo
Leo Rey Almero

I. CALL TO ORDER

The Chairman of the Board, Ms. Godelieve van Dooren called the meeting to order and presided over the same.

II. CERTIFICATION OF QUORUM

Pursuant to the Securities and Exchange Commission (the "SEC") Memorandum Circular No. 6, series of 2020, or the "Guidelines on the Attendance and Participation of Directors, Trustees, Stockholders, Members, and other Persons of Corporations in

Regular and Special Meetings through Teleconferencing, Video Conferencing and other Remote or Electronic Means of Communication,” the Corporation conducted the meeting through videoconferencing.

The Chairman made a roll call of the stockholders and proxy, who stated for the record the details below and confirmed (i) that they could clearly hear and see the Corporate Secretary, the other stockholders on the videoconference, (ii) that they received the Notice of the Meeting including the agenda and materials, and (iii) the information about the device that they were using to join the videoconference:

Name	Location	Contact Details (Email Address)
1. Godelieve van Dooren	Singapore	godelieve.van.dooren@mmc.com
2. Jonathan Juan Moreno	Makati City, Metro Manila, Philippines	jj.moreno@afpayments.com
3. Joseph Anthony M. Alejandro	Makati City, Metro Manila, Philippines	Joseph.Alejandro@RomuloHK.com
4. Leah Ocampo	Taguig City, Metro Manila, Philippines	leah.ocampo@mmc.com
5. Paulino T. Garcia III	Taguig City, Metro Manila, Philippines	Paulo.Garcia@marsh.com
6. Alan Cheah	Taguig City, Metro Manila, Philippines	cheahs010@gmail.com
7. Isagani Acosta, Jr.	Taguig City, Metro Manila, Philippines	gani.acosta.jr@marsh.com
8. Daniel Gabriel Montecillo	Taguig City, Metro Manila, Philippines	dennis.montecillo@gmail.com
9. Jorge Alfonso C. Melo	Taguig City, Metro Manila, Philippines	jcmelo@grubalaw.com

The Corporate Secretary, Atty. Andre B. Navato, Jr., certified that there being present, in person or by proxy, stockholders representing 100% of the outstanding capital stock, a quorum existed for the transaction of such business as may properly come before the meeting.

III. APPROVAL OF THE MINUTES OF THE ANNUAL STOCKHOLDERS MEETING ON 27 APRIL 2023

Upon motion duly made and seconded, the minutes of the Annual Meeting of the Stockholders held on 27 April 2023 were approved.

IV. ELECTION OF DIRECTORS

The Chairman informed the stockholders that the next item on the agenda is to elect the new members of the Board of Directors.

Messrs. Joseph Anthony M. Alejandro and Jonathan Juan Moreno extended their gratitude to the stockholders and the members of the Board of Directors of allowing them to be part of the Corporation for several years. The Chairman, on behalf of the Corporation, thanked them for their contributions and service to the Corporation throughout the years.

The Chairman also extended her gratitude to the stockholders and the members of the Board of Directors of the Corporation for her term as Chairman of the Board.

Upon motion duly made and seconded, the following persons were nominated as Directors of the Corporation:

- a) Alan Cheah (Chairman of the Board/Regular Director)
- b) Paulino T. Garcia III (Executive Director)
- c) Isagani Acosta, Jr. (Executive Director)
- d) Daniel Gabriel Montecillo (Lead Independent Director)
- e) Jorge Alfonso C. Melo (Independent Director)

Thereafter, upon motion duly made and seconded, the nominations were declared closed. There being five (5) candidates to fill up the five (5) seats in the Board of Directors, the Corporate Secretary, upon direction of the Chairman, cast the votes of all stockholders present or represented in favor of the above-named nominees, allotting to each of them an equal number of the votes cast.

V. ADJOURNMENT

There being no other matters to discuss, the meeting was thereupon adjourned.

Prepared by:


ANDRE B. NAVATO, JR.
Corporate Secretary

ATTEST:



GODELIEVE VAN DOOREN
Chairman of the Board