

**MINUTES OF GOVCOM (VIA ZOOM) MEETING
COUNTRY BANKERS LIFE INSURANCE CORPORATION
648 T. M. KALAW AVENUE, ERMITA, MANILA
TUESDAY, 12 APRIL 2022
MEETING ID: 313-100-6648 PASSCODE: APRmeet**

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| <u>Present:</u> <u>(Members)</u> | <u>Whereabouts</u> | <u>Device Used</u> | <u>Agreement to Record the Minutes of Meeting</u> |
|-------------------------------------|--------------------|--------------------|---|
| Angelo Q. Valencia | Pampanga | Ipad | Agreed |
| Paterno C. Bacani, Jr. | Paranaque City | Ipad | Agreed |
| Mark R. Bocobo | Mandaluyong City | Ipad | Agreed |
| Ma. Victoria G. Guingona | Quezon City | Ipad | Agreed |
| Roberto L. Montelibano | Bacolod City | Ipad | Agreed |

(Resource Persons)

| | | | |
|--------------------------|-------------|---------|--------|
| Alfredo Alex S. Cruz III | Pasig City | Ipad | Agreed |
| Geraldine D. Garcia | Manila City | Desktop | Agreed |

Absent:

Ernestine C.J.D. Villareal-Fernando

ORDER OF BUSINESS

I. DETERMINATION OF QUORUM

The meeting held electronically (via Zoom) was called to order by the Chairman there being a quorum as certified by the CorSec.

II. READING AND APPROVAL OF THE MINUTES OF PREVIOUS MEETING

- The minutes of the GovCom Meeting held on 11 November 2021, copies of which were furnished to the members present, were read. Upon motion duly made and seconded, the Minutes were approved;

III. MATTERS ARISING OUT OF THE MINUTES OF THE PREVIOUS MEETING

IV. UNFINISHED BUSINESS

STATUS ~ CORPORATE GOVERNANCE MANUAL (CGM):

- The SVP-GM stated that only minimal finishing touches will be done in the CGM.
- She will endeavor to email the CGM to the GovCom and the Board on or before 22 April 2022 so that they can review the same simultaneously, afterwhich special GovCom and Board meetings can be scheduled to approve the CGM prior to the Annual Stockholders Meeting (ASM) on 28 April 2022;

**MINUTES OF GOVCOM (VIA ZOOM) MEETING
COUNTRY BANKERS LIFE INSURANCE CORPORATION
COUNTRY BANKERS CENTRE
648 T. M. KALAW AVENUE, ERMITA, MANILA
FRIDAY, 11 NOVEMBER 2022
MEETING ID: 313-100-6648 PASSCODE: CBnov**

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| <u>Present:</u> <u>(Members)</u> | <u>Whereabouts</u> | <u>Device Used</u> | <u>Agreement to Record the Minutes of Meeting</u> |
|-------------------------------------|--------------------|--------------------|---|
| Paterno C. Bacani, Jr. | Paranaque City | Ipad | Agreed |
| Mark R. Bocobo | Mandaluyong City | MacBook | Agreed |
| Ma. Victoria G. Guingona | Quezon City | Ipad | Agreed |
| Roberto L. Montelibano | Bacolod City | Ipad | Agreed |
| <u>(Resource Persons)</u> | | | |
| Alfredo Alex S. Cruz III | Pasig City | Ipad | Agreed |
| <u>Absent:</u> | | | |
| Angelo Q. Valencia | | | |

ORDER OF BUSINESS

I. DETERMINATION OF QUORUM

The meeting held electronically (via Zoom) was called to order by the Chairwoman there being a quorum as certified by the CorSec.

II. READING AND APPROVAL OF THE MINUTES OF PREVIOUS MEETING

- The minutes of the GovCom Meeting held on 12 April 2022, copies of which were furnished to the members present, were read. Upon motion duly made and seconded, the Minutes were approved;

III. MATTERS ARISING OUT OF THE MINUTES OF THE PREVIOUS MEETING

IV. UNFINISHED BUSINESS

UPDATE: CORPORATE GOVERNANCE MANUAL:

- The SVP-GM informed the GovCom that the company's Corporate Governance Manual was already submitted to the Insurance Commission (IC).

V. NEW BUSINESS

VI. OTHER BUSINESS

2022 PERFORMANCE REVIEW AND APPRAISAL OF THE MEMBERS OF THE BOARD OF DIRECTORS AND EXECUTIVE OFFICERS:

- The GovCom decided to give each member of the committee the opportunity to submit the Performance Review and Appraisal Ratings for the Board of Directors and Executive Officers on or before 16 November 2022;

