

MINUTES OF THE SPECIAL MEETING
OF THE STOCKHOLDERS OF
STRONGHOLD INSURANCE COMPANY, INC.
HELD AT ITS OFFICE AT 17TH FLOOR, SECURITY BANK CENTER
6776 AYALA AVENUE, MAKATI CITY, METRO MANILA
ON FEBRUARY 19, 2021 AT 2:00 P.M.

MEMBERS PRESENT:

1. QUICKWAY HOLDINGS, INC.
2. DAVID C. MERCADO
3. ROMULO I. DELOS REYES, JR.
4. FLORENTINO H. GARCES
5. CORAZON T. AGUIRRE
6. NOEL G. MERCADO
7. CORNELIO T. RIVERA
8. EDMUND V. SAIYO
9. SONIA M. ROCO

TOTAL SHARE

3,477,125
2,356,250
1,113,375
891,625
279,656
143,750
500
500
500

TOTAL

8,263,281

MEMBERS ABSENT : NONE

AGENDA : CREATION AND COMPOSITION OF COMMITTEE

DELIBERATION :

The meeting was called to order at 2:00 p.m. by Mr. DAVID C. MERCADO who acted as the Presiding Officer as provided for in the By-Laws. Atty. Florentino H. Garces acted as the Secretary. The Secretary called the roll and Nine (9) STOCKHOLDERS representing EIGHT MILLION TWO HUNDRED SIXTY THREE THOUSAND TWO HUNDRED EIGHTY ONE (8,263,281) SHARES PAID, answered the roll *viva voce* and in person. No stockholder was absent. The Presiding Officer declared the presence of a quorum. Proof of notice of meeting was made.

The Secretary read the minutes of the previous meeting which were duly confirmed by the stockholders without amendment.

After discussion thereon extensively and there being no pending business to transact, they proceeded to the creation and composition of committees in accordance with the provisions of the Corporate Governance.

On nomination duly made and seconded, unanimously carried and after the voting, the following were created as committees:

A. REMUNERATION COMMITTEE

Chairman : ROMULO I. DELOS REYES, JR.
Members : FLORENTINO H. GARCES
NOEL G. MERCADO

B. NOMINATION COMMITTEE

Chairman : FLORENTINO H. GARCES
Member : NOEL G. MERCADO

C. AUDIT COMMITTEE

Chairman : SONIA M. ROCO
Members : NOEL G. MERCADO
CORNELIO T. RIVERA

D. RELATED PARTY TRANSACTIONS COMMITTEE

Chairman : FLORENTINO H. GARCES
Members : EDMUND V. SAIYO
ROMULO I. DELOS REYES, JR.

E. RISK OVERSIGHT COMMITTEE

Chairman : CORNELIO T. RIVERA
Members : NOEL G. MERCADO
SONIA M. ROCO

Upon motion duly made by Director, Sonia M. Roco and seconded by Director, Romulo I. Delos Reyes, Jr., the Chairman approved for the creation and composition of the Audit Committee, Related Party Transactions Committee and Risk Oversight Committee with the aforesaid Directors as Chairman and as Members of the said Committee.


There being no further business to transact, and to enable the Board to organize itself immediately, the meeting was adjourned at 5:30 p.m. after a motion duly made and seconded.

APPROVED:

QUICKWAY HOLDINGS, INC.

By:


DAVID P. MERCADO, Jr.
President & CEO


FLORENTINO H. GARCES


NOEL G. MERCADO


EDMUND V. SAIYO


DAVID P. MERCADO


ROMULO I. DELOS REYES, JR.

CORAZON T. AGUIRRE


CORNELIO G. RIVERA


SONIA M. ROCO

Attested by:


FLORENTINO H. GARCES

Corporate Secretary