

INTERNATIONAL MARKETING GROUP (IMG) INSURANCE BROKERS CORP.

NOTICE AND AGENDA OF THE ANNUAL MEETING OF STOCKHOLDERS

NOTICE is hereby given that the Annual Meeting of the Stockholders of **INTERNATIONAL MARKETING GROUP (IMG) INSURANCE BROKERS CORP.** (the "Corporation") will be held on **January 8, 2024 (Monday)** at **10:00 A.M.** at the **6th Floor, Omnis Prosperity Tower, 377 Sen. Gil Puyat Avenue, Bel-Air, Makati City**, with the following agenda:

1. Call to Order
2. Proof of Notice of Meeting
3. Determination of Quorum
4. Reading and Approval of the Minutes of the Previous Stockholders' Meeting
5. Presentation of the President's Report
6. Approval of 2023 Annual Reports and Financial Statements
7. Appointment of the Company's External Auditor for 2024
8. Election of the Members of the Board of Directors
9. Ratification of the Acts, Resolutions and Proceedings of the Board of Directors, Corporate Officers and Management since the last annual stockholders' meeting
10. Other Business
11. Adjournment

Only stockholders of record at the close of business hours on January 5, 2024 are entitled to notice of and to vote at this meeting. Registration will start at 9:00 A.M. on January 8, 2024 and will end at 10:00 A.M. of that day. Stockholders are requested to present any valid proof of identification, such as driver's license, passport, or SSS/GSIS ID. Aside from personal identification, representatives of corporate stockholders and other juridical entities must also present a duly sworn Secretary's Certificate or any similar document showing his or her authority to present the corporation or entity.

Any Stockholders entitled to vote may attend in person or be represented by proxy. A proxy may be appointed by using this form below. The proxy form must be submitted to the company's Head Office for inspection, validation and recording at least ten (10) days prior to the opening of the Annual Stockholders' Meeting.

Signed this 15th day of December 2023 at Makati City.


NOEL A. ARANDILLA
Corporate Secretary

PROXY FORM

KNOW ALL MEN BY THESE PERSENTS

That I, the undersigned stockholder of **INTERNATIONAL MARKETING GROUP (IMG) INSURANCE BROKERS CORP.**, do hereby appoint and constitute:

- () The Chairman of the Meeting
() Mr./Ms. _____

as my proxy to vote at the Annual Stockholders Meeting of the Company on January 8, 2024 and any adjournment thereof as fully for all intents and purposes as I could lawfully do if present and acting in person.

Signed this ____ day of _____ 2024 at _____.

Signature over Printed Name of Stockholder