
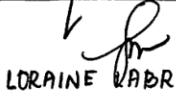





**NOTICE AND AGENDA OF THE
2020 ANNUAL STOCKHOLDERS' MEETING
OF
INTERNATIONAL MARKETING GROUP (IMG)
INSURANCE BROKERS CORP.**

To be held on January 13, 2020 (Monday) @ 10:00 A.M.
at the 9th Floor, King's Court Building 1
2129 Chino Roces Avenue, Pio del Pilar, Makati City

ACKNOWLEDGEMENT RECEIPT

NAME OF STOCKHOLDER	RECEIVED BY (Signature over Printed Name)	DATE RECEIVED
JOSE ENRIQUE R. DE LAS PEÑAS	 MA. SAULOME P. DE GUZMAN	12/20/2019
NOEL A. ARANDILLA	 LORRAINE LABRADOR	12/20/2019
LOUIS BARTOLOME J. BORJA	 JASMINE JOY AND BULIANO	12/21/19
CATHERINE G. BORJA		
ATTY. MARIO Y. CAVADA	 JIMMY MARTINEZ	12-20-2019
ATTY. RIZAL ANTONIO D. MERU	 JIMMY MARTINEZ	12-20-2019

**INTERNATIONAL MARKETING GROUP (IMG)
INSURANCE BROKERS CORP.**

2020 ANNUAL STOCKHOLDERS' MEETING

January 13, 2020 (Monday) @ 10:00 A.M.
9th Floor, King's Court Building 1
2129 Chino Roces Avenue, Pio del Pilar, Makati City

NOTICE AND 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 2018 and 2019 Annual Reports and Financial Statements
7. Appointment of the Company's External Auditor for 2020 and 2021
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 – Subscriptions of Preferred Shares of Stock
11. Adjournment

For the Board of Directors,

(SIGNED)
NOEL A. ARANDILLA
Corporate Secretary

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 13, 2020 (Monday) at 10:00 A.M.** at the **9th Floor, King's Court Building 1, 2129 Chino Roces Avenue, Pio del Pilar, 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 2018 and 2019 Annual Reports and Financial Statements
7. Appointment of the Company's External Auditor for 2020 and 2021
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 December 15, 2019 are entitled to notice of and to vote at this meeting. Registration will start at 8:00 A.M. on January 13, 2020 and will end at 9:30 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 29th day of November 2019 at Makati City.

(SIGNED)
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 13, 2020 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 _____ at _____.

Signature over Printed Name of Stockholder