

**UNIONBANK FINANCIAL SERVICES  
AND INSURANCE BROKERAGE INC.**  
*(formerly, Citicorp Financial Services and  
Insurance Brokerage Philippines, Inc.)*

**NOTICE OF ANNUAL SHAREHOLDERS' MEETING**

**To: Citibank Overseas Investment Corp.**  
c/o Union Bank of the Philippines

**Union Bank of the Philippines**

c/o **Edwin Bautista**, President and Chief Executive Officer,  
Email address: edwinb@unionbankph.com  
**Atty. Joselito V. Banaag**, Corporate Secretary,  
Email address: jvbanaag@unionbankph.com

**Manoj Varma**, Email address: manoj.varma@unionbankph.com

**Ramon Melchor Tejero**, Email address: retejero@unionbankph.com

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mdescueta@yahoo.com

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We would like to inform you that the annual meeting of the shareholders of UnionBank Financial Services and Insurance Brokerage Inc. (the "Annual Meeting") has been scheduled on **May 24, 2023 at 10:00 a.m.** The Annual Meeting shall be held at the Marco Polo Ortigas Manila, Meralco Avenue and Sapphire Street, Ortigas Center, Pasig City.

Kindly confirm your attendance to the Annual Meeting by reply to the undersigned Corporate Secretary at her office at the 33<sup>rd</sup> Floor, The Orient Square, F. Ortigas, Jr. Road, Ortigas Center, Pasig City, Philippines, via email at [erika.paulino@mvgslaw.com](mailto:erika.paulino@mvgslaw.com) or by facsimile at + 6 32 8687 1197.

The agenda for the meeting shall be as follows:

- I. Call to Order
- II. Certification of Notice and Determination of Quorum
- III. Approval of the Minutes of the Annual Shareholders' Meeting held on May 5, 2022 and the Special Stockholders' Meeting held on August 1, 2022
- IV. Presentation and Approval of the Audited Financial Statements as of December 31, 2022
- V. Ratification of the Acts of the Board of Directors and Management for 2022-2023
- VI. Election of Members of the Board of Directors
- VII. Appointment of External Auditor
- VIII. Other Matters
- IX. Adjournment

The shareholders may vote on matters to be presented either in person or by proxy. Notarized proxies shall be in writing and shall be filed at any time before the meeting with the undersigned Corporate Secretary at her office at the 33<sup>rd</sup> Floor, The Orient Square, F. Ortigas, Jr. Road, Ortigas Center, Pasig City, Philippines, via email at [erika.paulino@mvglaw.com](mailto:erika.paulino@mvglaw.com) or by facsimile at + 6 32 8687 1197.

The organizational meeting of the board of directors shall immediately follow upon the adjournment of the Annual Meeting.

Signed this 3<sup>rd</sup> day of May 2023 at Pasig City.



**ERIKA B. PAULINO**  
Corporate Secretary

[Form of Proxy]

**PROXY**

The undersigned stockholder of **UNIONBANK FINANCIAL SERVICES AND INSURANCE BROKERAGE INC.** (the "Corporation") does hereby constitute and appoint:

Mr./Ms. \_\_\_\_\_

or in case of his/her non-attendance

Mr./Ms. \_\_\_\_\_

as proxy to represent the undersigned and to vote on behalf of the undersigned on all matters that may properly come before the shareholders of the Corporation at the annual meeting of the shareholders of the Corporation to be held on May 24, 2023, or any adjournments thereof.

This proxy shall be effective only for the annual meeting of the shareholders of the Corporation to be held on May 24, 2023 or any adjournments thereof, unless earlier withdrawn by the undersigned through written notice filed with the Corporate Secretary of the Corporation. This proxy shall not be valid for meetings where the undersigned personally registers and attends the meeting.

SIGNED THIS PROXY this \_\_\_\_\_, 2023 at \_\_\_\_\_, Philippines.

\_\_\_\_\_  
(Signature over Printed Name of Stockholder)

\_\_\_\_\_  
(Address)

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ at \_\_\_\_\_,  
affiant exhibited to me his/her Valid Identification \_\_\_\_\_.

Doc. No. \_\_\_\_\_;  
Page No. \_\_\_\_\_;  
Book No. \_\_\_\_\_;  
Series of 2023.

*(N.B. For corporate shareholders, this Proxy shall be accompanied by certified resolutions of its board of directors (or equivalent body) attesting to the designation of the authorized representative or proxy to the annual shareholders' meeting of UnionBank Financial Services and Insurance Brokerage Inc. and authorizing the said authorized representative or proxy to execute this Proxy. Proxies executed outside the Philippines must be duly authenticated or consularized by the Philippine embassy or consular office.)*

**UNIONBANK FINANCIAL SERVICES  
AND INSURANCE BROKERAGE INC.**

**ORGANIZATIONAL MEETING OF THE BOARD OF DIRECTORS**

May 24, 2023, 10:00 A.M. – 12:00 P.M.  
*Marco Polo Ortigas Manila, Meralco Avenue  
and Sapphire Street, Ortigas Center, Pasig City*

**AGENDA**

- I. Call to Order
- II. Certification of Election of Directors and Determination of Quorum
- III. Election of Officers
- IV. Election of Chairman of the Board of Directors
- V. Appointment of Members of the Audit Committee and the Nomination Committee
- VI. Other Matters
  - Filing of the General Information Sheet with the Securities and Exchange Commission
- VII. Adjournment