

CANTILAN BANK, INC. (A Rural Bank)

Cantilan, Surigao del Sur

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

Pursuant to **BOD Resolution No. 21-051, Series of 2021**, notice is hereby given that the Annual Meeting of Stockholders of the Cantilan Bank, Inc. (A Rural Bank) will be held at the CBI Training Center (previously Hotchkiss Learning Center), Brgy. Magosilom, Cantilan, Surigao del Sur on **Saturday, 24 APRIL 2021 at 10:00 o'clock in the morning**. The Annual Stockholders Meeting shall be done In-Person and By Teleconference¹, via Zoom². For those attending via Teleconference, please use your **real name on the Zoom account** you will use for purposes of identification and verification.

The Agenda of the Meeting are as follows:

1. Call to Order
2. Secretary's Proof of Notice and Quorum
3. Roll Call
4. Approval of the Minutes of the 2020 Annual Stockholders' Meeting.
5. Report of the President on the Results of Operations for the year 2020.
6. Approval of the 2020 Annual Report
7. Ratification of All Acts and Proceedings of the Board of Directors and Corporate Officers since 2020 Annual Stockholders' Meeting
8. Election of Directors
9. Appointment of External Auditor
10. Other Business as may properly come before the meeting.
11. Adjournment

Minutes of the 2020 Annual Stockholders' Meeting as well as Resolutions by the Board of Directors for the year 2020 will be available at the Office of the Corporate Secretary. You may send your requests online to corp.sec@cantilanbank.com and/or corpsec.cantilanbank@gmail.com, the official email addresses of the Office of the Corporate Secretary.

Stock & Transfer Book shall be **CLOSED** from **April 4, 2021 to April 24, 2021** or for twenty (20) days before the Election Day³. Only Stockholders of Record as of that date will be entitled to be voted and to vote in the election of Board of Directors.

For purposes of voting, only Voting by Person or by Proxy is allowed. For those availing by Proxy Please submit the hereto attached **PROXY** instrument⁴ to the email address of the Office of the Corporate Secretary above-mentioned **not later than 5:00 p.m. of April 12, 2021**.

To secure the **Nomination Forms for Director** please send a request online to the email address of the Office of Corporate Secretary as mentioned above, and submit the completely filled form on the same email address **not later than 5:00 pm on April 6, 2021**. The Office of the Corporate Secretary shall collate and submit all nominations to the Corporate Governance Committee for the latter's conduct of determination on the Qualifications and Disqualifications of the Nominees on April 7, 2021. Please be reminded that the Bank's Election Code has been amended by virtue of BOD Resolution Number 21-043 passed and approved last February 15, 2021, which resultatively had **amended the provisions on the necessary qualifications for the office of the Board of Director**.

For any inquiry on any matter regarding the conduct of the Annual Stockholders Meeting and other incidents related thereto, please direct them to our email addresses above-mentioned. **Due to the observance of the COVID-19 health protocols, we will not entertain face-to-face transactions at the office.**

BY ORDER OF THE BOARD OF DIRECTORS, Cantilan, Surigao del Sur, 23 March 2021.

Approved: **LT. GEN. WILLIAM K. HOTCHKISS, III (RET)**
Chairman of the Board

ATTY. STELLA C. CABAHUG-RANALAN
Corporate Secretary

¹ BOD Resolution 21-072 authorizing attendance to the 2021 Annual Stockholders' Meeting by teleconference

² <https://us02web.zoom.us/j/81650299965?pwd=dHRncU0vNE80SEdnaWdHbWRtMwpoQT09> Meeting ID: 816 5029 9965
Passcode: 884201 (Checking of attendance will be 30minutes before the meeting, late log in will not be admitted to the meeting)

³ Sec.3, Art. II, CBI By-Laws

⁴ Attached hereto is the prescribed Proxy Form to conform to the requirements of Sec. 58 of the Corporation Code