

CANTILAN BANK, INC. (A Rural Bank)

Cantilan, Surigao del Sur

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

Pursuant to **BOD Resolution No. 22-104, Series of 2022**, notice is hereby given that the Annual Meeting of Stockholders of the Cantilan Bank, Inc. (A Rural Bank) will be held at the **Hotchkiss Learning Center Hall (Banug)**, 2nd floor, HLC Building, Brgy. Magosilom, Cantilan, Surigao del Sur, on **Wednesday, JUNE 8, 2022 at 10:00 o'clock in the morning**. The Annual Stockholders Meeting shall be done **In-Person** and **By Teleconference¹, via Zoom²**. (Attached as Annex "A" is the Internal Procedure of the Meeting.)

- A. **In-Person (RSVP)³** – Kindly reserve your seat by informing our office at CBI-Corporate Headquarters, Office of the Corporate Secretary, telephone No. (086) 212-5056, cellphone #s SMART 09388117247 or GLOBE 09156764369 and look for Grace Cabisada or email us at corp.sec@cantilanbank.com on or before **June 3, 2022** at 5:00 PM. Limited to **50 SEATS ONLY on a first come, first serve basis**.
- B. **By Teleconference via Zoom** - Please use your **real name on the Zoom account**, which you will use during the meeting, for purposes of identification and verification. Kindly submit your intent to participate (via Zoom) on or before **June 3, 2022** at 5:00 PM. Any proposal to participate through the given Zoom link on the day of the scheduled meeting will sadly be declined.

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 2021 Annual Stockholders' Meeting.
5. Report of the President on the Results of Operations for the year 2021.
6. Approval of the 2021 Annual Report
7. Ratification of All Acts and Proceedings of the Board of Directors and Corporate Officers since 2021 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 2021 Annual Stockholders' Meeting as well as Resolutions by the Board of Directors for the year 2021 will be available at the Office of the Corporate Secretary. You may send your requests online to corp.sec@cantilanbank.com, the official email address of the Office of the Corporate Secretary.


Stock & Transfer Book shall be **CLOSED** from **May 20, 2022 to June 8, 2022** or for twenty (20) days before the Election Day⁴. Only Stockholders of Record as of that date will be entitled to be voted and to vote in the election of Board of Directors.

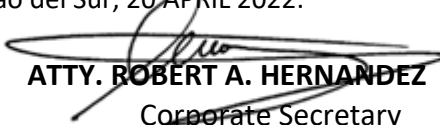
For purposes of voting, only Voting by Person or by Proxy is allowed and via Google Form (link will be provided to the confirmed stockholders attending via Teleconference on the day of the meeting). For those availing by Proxy, please submit the hereto attached **PROXY** instrument⁵ to the email address of the Office of the Corporate Secretary above-mentioned or personally submit it to our office **not later than 5:00 p.m. of May 31, 2022**.

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 or personally request it from our office, and submit the completely filled form on the same email address or to our office **not later than 5:00 pm on May 27, 2022**. 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 May 31, 2022. 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 consequently **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, make it known to us thru our email address and contact numbers above-mentioned, or visit us at the Office of the Corporate Secretary.

BY ORDER OF THE BOARD OF DIRECTORS, Cantilan, Surigao del Sur, 20 APRIL 2022.


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


ATTY. ROBERT A. HERNANDEZ
Corporate Secretary

¹ BOD Resolution 22-105 authorizing attendance to the 2022 Annual Stockholders' Meeting by teleconference

² <https://us02web.zoom.us/j/81019534698?pwd=OVdnSzdoYUNUNDluNzgZSU92M3Q4QT09>

Meeting ID: 810 1953 4698 Passcode: CanBnk1980 (Checking of attendance will be 1hour before the meeting, late log in will not be admitted to the meeting)

³ Wear face mask and still observe safety protocols during the meeting.

⁴ Sec.3, Art. II, CBI By-Laws

⁵ Attached hereto is the prescribed Proxy Form to conform to the requirements of Sec. 58 of the Corporation Code