

MINUTES OF THE SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF METRO ALLIANCE HOLDINGS & RQUITIES CORP.
HELD ON JANUARY 22, 2024 AT 2:00 P.M.
35TH FLR. ONE CORPORATE CENTER, PASIG CITY (VIA REMOTE COMMUNICATION)

Attendance:

Ms. Elvira A. Ting
Mr. Kenneth T. Gatchalian
Atty. Lamberto B. Mercado, Jr.
Atty. Nestor S. Romulo
Mr. Reno I. Magadia
Atty. Aristeo R. Cruz
Mr. Byoung Hyun Suh

PROCEEDINGS OF THE MEETING

The special meeting was conducted via remote communication. Ms. Elvira A. Ting, Chairman, called the meeting to order and thereafter presided. Atty. Nestor S. Romulo, Corporate Secretary, recorded the proceedings of the meeting, at which quorum was present, and acting throughout, the following resolution was unanimously approved:

“RESOLVED, as it is hereby resolved that the Corporation hereby designated any one (1) of the following as authorized signatory of the Corporation for all transactions of the Corporation with the Corporation’s stock transfer agent, BDO Unibank, Inc., and Securities Registrar, Philippine Depository and Trust Corporation to wit:

- a.) Ms. Elvira A. Ting - Chairman of the Board
- b.) Mr. Kenneth T. Gatchalian - President
- c.) Atty. Nestor S. Romulo - Corporate Secretary
- d.) Ms. Annabelle T. Abunda - Finance Officer

RESOLVED, that the authority of the following officers of the Corporation to jointly sign stock certificates evidencing shares of common stock of the Corporation be confirmed:

- a.) Mr. Kenneth T. Gatchalian - President
- b.) Atty. Nestor S. Romulo - Corporate Secretary

RESOLVED FINALLY, that this authority shall supersede and revoke all other authorities previously granted and delegated to other individuals, if any pertaining to the adverted subject matter.”

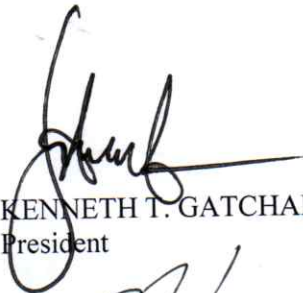
ADJOURNMENT

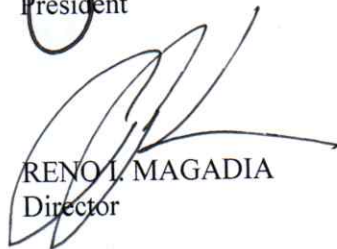
There being no other business to transact, the meeting was adjourned.


ATTY. NESTOR S. ROMULO
Corporate Secretary

Attested by:


ELVIRA A. TING
Chairman of the Board


KENNETH T. GATCHALIAN
President


RENOL I. MAGADIA
Director


ARISTEO R. CRUZ
Director


NESTOR S. ROMULO
Director


LAMBERTO B. MERCADO, JR.
Director


BYOUNG HYUN SUH
Director

SECRETARY CERTIFICATE

I, **NESTOR S. ROMULO**, of legal age and with office address at Unit 3104 Antel Global Corporate Center, No. 3 Doña Julia Vargas Avenue, Ortigas Center, Pasig City, after having been sworn to in accordance with law, do hereby depose and state that;


1. I am the duly elected and incumbent Corporate Secretary of **METRO ALLIANCE HOLDINGS & EQUITIES CORP.**, a corporation duly organized and existing under Philippine laws with office address at 35th Flr., One Corporate Center, Doña Julia Vargas Ave., cor. Meralco Ave., Ortigas Center, Pasig City (the "Corporation").
2. During the Board of Director's special meeting of the Corporation held on 22 January 2024, at which meeting a quorum was present and acted throughout, the following resolutions were duly approved and adopted unanimously:

"RESOLVED, as it is hereby resolved that the Corporation duly designated any one (1) of the following as authorized signatory of the Corporation for all the transactions of the Corporation with the Corporation's stock transfer agent, BDO Unibank, Inc. and Securities Registrar, Philippine Depository and Trust Corporation, to wit:

- a. Ms. Elvira A. Ting – Chairman of the Board
- b. Mr. Kenneth T. Gatchalian – President
- c. Atty. Nestor S. Romulo – Corporate Secretary
- d. Ms. Annabelle T. Abunda – Finance Officer

"RESOLVED FINALLY, that this authority shall supersede and revoke all other authorities previously granted and delegated to other individuals, if any pertaining to the adverted subject matter."

IN WITNESS WHEREOF, I have hereunto affixed my signature this JAN 26 2024 in the city of PASIG CITY, Philippines.



ATTY. NESTOR S. ROMULO
Corporate Secretary

Attested by: 
KENNETH T. GATCHALIAN
President

SUBSCRIBED AND SWORN TO before me this JAN 26 2024 at PASIG CITY, Philippines affiant exhibited to me their Tax Identification Number (TIN) as follows:

NAME	TIN	ISSUER
Nestor R. Romulo	107-200-723-000	Bureau of Internal Revenue
Kenneth T. Gatchalian	167-406-526-000	Bureau of Internal Revenue

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FERDINAND D. AYAHAO
Notary Public
For and in Pasig City and the Municipality of Pateros
Appointment No. 96 (2024-2025) valid until 12/31/2025
MCLE Exemption No. VIII-BFP003234, until 04/14/28
Roll No. 46377; IBP LRN 02459; OR 535886; 06/21/2001
TIN 123-011-785; PTR 1634583AA; 01/03/24; Pasig City
Unit 5, West Tower PSE, Exchange Road
Ortigas Center, Pasig City Tel.+632-86314090

Republic of the Philippines)
PASIG CITY) S.S.

SECRETARY CERTIFICATE

I, **NESTOR S. ROMULO**, of legal age and with office address at Unit 3104 Antel Global Corporate Center, No. 3 Doña Julia Vargas Avenue, Ortigas Center, Pasig City, after having been sworn to in accordance with law, do hereby depose and state that;

1. I am the duly elected and incumbent Corporate Secretary of **METRO ALLIANCE HOLDINGS & EQUITIES CORP.**, a corporation duly organized and existing under Philippine laws with office address at 35th Flr., One Corporate Center, Doña Julia Vargas Ave., cor. Meralco Ave., Ortigas Center, Pasig City (the "Corporation").
2. During the Board of Director's special meeting of the Corporation held on 22 January 2024, at which meeting a quorum was present and acted throughout, the following resolutions were duly approved and adopted unanimously:

"RESOLVED, that the authority of the following officers of the Corporation to jointly sign stock certificates evidencing shares of common stock of the Corporation be confirmed:

<u>Name</u>	<u>Position</u>	<u>Specimen Signature</u>
Kenneth T. Gatchalian	President	
Nestor S. Romulo	Corporate Secretary	

IN WITNESS WHEREOF, I have hereunto affixed my signature this JAN 26 2024 in the city of PASIG CITY, Philippines.


ATTY. NESTOR S. ROMULO
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this JAN 26 2024 at PASIG CITY, Philippines affiant exhibited to me their Tax Identification Number (TIN) 107-200-723-000.

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Book No. 3
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FERDINAND DAYAHAO
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M.C.L.E. Exemption No. VIII-BE-P003234, until 04/14/28
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