

**MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS
OF
BRIGHT KINDLE RESOURCES AND INVESTMENTS INC.**
Held at 4th Floor Citibank Center,
Paseo de Roxas, Makati City
12 April 2019 (Friday), 3:00 pm

DIRECTORS PRESENT:

Cesar C. Zalamea
Isidro C. Alcantara, Jr.
Macario U. Te
Remegio C. Dayandayan, Jr.
Augusto C. Serafica, Jr.
Hermogene H. Real
Rolando S. Santos
Mindá de Paz
Carlos Alfonso T. Ocampo (Independent Director)
Vicente V. Mendoza (Independent Director)

I. CALL TO ORDER

Mr. Cesar C. Zalamea, the Chairman of the Board, called the meeting to order and presided over the same. Atty. Hermogene H. Real, the Assistant Corporate Secretary, recorded the minutes of the proceedings.

II. CERTIFICATION OF QUORUM

The Assistant Corporate Secretary confirmed the attendance of majority of the members of the Board and certified that a quorum existed for the transaction of business.

III. APPROVAL OF THE AUDITED FINANCIAL STATEMENTS

The Management presented to the Board the Audited Financial Statements for the year ended 31 December 2018. After presentation and deliberations, upon motion duly made and seconded, the Board resolved to approve the Audited Financial Statements as presented and further resolved as follows:

“**RESOLVED**, as it is hereby resolved, that the Corporation be authorized and empowered, as it is hereby authorized and empowered to issue the Audited Financial Statements for the year ending December 31, 2018 as certified by its external auditor, Reyes Tacandong and Co.”

“**RESOLVED, FURTHER**, that the Corporation’s Chairman, President and Treasurer be authorized and empowered to sign, execute and deliver the Statement of Management Responsibility and such other

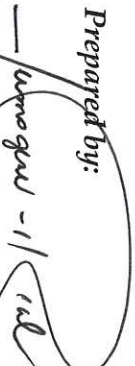
requirements related to submission and issuance of the Financial Statements with full power and authority to perform any and all actions relevant thereto."

"RESOLVED, FINALLY, as it is hereby resolved, that the Corporate Secretary be authorized to issue certification(s) relative to the foregoing resolutions."

IV. ADJOURNMENT

Upon motion duly made and seconded, the meeting was thereupon adjourned.

Prepared by:


HERMOGENE H. REAN
Assistant Corporate Secretary

Attested by:



CESAR C. ZALAMEA
Chairman

MACARIO U. TE
Director



ISIDRO C. ALCANTARA, JR.
President


REMIGIO C. DAYANDAYAN, JR.
Director


AUGUSTO C. SERAFICA, JR.
Director


ROLANDO S. SANTOS
Director


MINDA P. DE PAZ
Director


VICENTE V. MENDOZA
Independent Director

CARLOS ALFONSO T. OCAMPO
Independent Director

