

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
21 October 2019 (Monday), 5:00 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
Minda de Paz
Carlos Alfonso T. Ocampo (Independent Director)

ALSO PRESENT:

Maila G. De Castro (Corporate Secretary)

I. CALL TO ORDER

Mr. Cesar C. Zalamea, the Chairman of the Board, called the meeting to order and presided over the same. Atty. Maila G. De Castro, the Corporate Secretary, recorded the minutes of the proceedings.

II. CERTIFICATION OF QUORUM

The 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 CORPORATION'S POLICY ON MATERIAL RELATED PARTY TRANSACTIONS

In compliance with SEC Memorandum Circular No. 10, Series of 2019, promulgating the Rules on Material Related Party Transactions (MRPT) for Publicly-Listed Companies, the Legal Department informed the Board of the need to submit the MRPT Policy to SEC. Thus, upon motion duly made and seconded, the Board resolved to approve the MRPT Policy and resolved as follows:

"RESOLVED, as it is hereby resolved, that the Corporation be authorized and empowered, as it is hereby authorized and empowered to approve the Corporation's Policy on Material Related Party Transactions."

"RESOLVED, FURTHER, that the Corporation's Chairman, Mr. Cesar Zalamea be authorized and empowered to sign, execute and deliver the Policy and such other requirements related to the submission in accordance with the Securities and Exchange Commission's Rules."

"RESOLVED, FINALLY, that the foregoing resolutions shall continue to have full force and effect until the same are repealed, amended and/or superseded by a subsequent resolution to the contrary."

IV. ADJOURNMENT

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

Prepared by:



MAILA G. DE CASTRO
Corporate Secretary

Attested by:



CESAR C. ZALAMEA
Chairman



REMEGIO C. DAYANDAYAN, JR.
Director



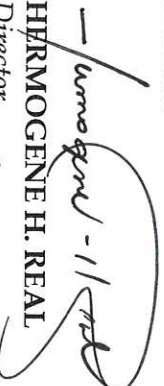
AUGUSTO C. SERAFICA, JR.
Director



MINDA P. DE PAZ
Director



ISIDRO C. ALCANTARA, JR.
President



HERMOGENE H. REAL
Director



ROLANDO S. SANTOS
Director



CARLOS ALFONSO T. OCAMPO
Independent Director

