

**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS
OF**

BRIGHT KINDLE RESOURCES & INVESTMENTS INC.

Held at 4/F Citi Center, 8741 Paseo de Roxas,
Makati City

On 16 October 2019 at 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

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

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 the business.

III. SCHEDULE AND AGENDA OF THE ANNUAL MEETING

The President, Mr. Isidro C. Alcantara, Jr. informed the Board that pursuant to the Corporation's By-laws, the Annual Stockholders' Meeting should be held every last Thursday of May of each year. But to give management time to prepare relevant reports, there is a need to postpone to a later date.

In this regard, management recommended that the Annual Meeting be held on 10 December 2019 with record date of 11 November 2019. Thereupon, the Board resolved as follows:

"RESOLVED, as it is hereby resolved, that the annual meeting be held on 10 December 2019 (Tuesday), without prejudice to postponement thereof, as the President may deem appropriate to be held at such place and

time determined by the President and that the agenda for the meeting are as follows:"

1. Call to Order
2. Certification of Quorum
3. Approval of Minutes of Previous Meeting
4. Approval of Management Report and Audited Financial Statements
5. Ratification of Management's Acts
6. Election of Directors
7. Appointment of External Auditor
8. Other Matters
9. Adjournment

"RESOLVED, FINALLY, that the foregoing resolution shall continue to have full force and effect until the same are repealed, amended and/or superseded by a subsequent resolution to the contrary."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. APPOINTMENT OF ATTY. KENNETH D. MOLAVE AS CO-ASSISTANT CORPORATE SECRETARY

Mr. Alcantara likewise informed the Board of the need to appoint a Co-Assistant who will carry out the duties and the responsibilities of the Corporate Secretary and support the facilitation of the Corporation. In this regard, upon motion duly made and seconded, the Board resolved to appoint Atty. Kenneth D. Molave as Co-Assistant Corporate Secretary of the Corporation.

V. OTHER MATTERS

The Chairman then opened the table to discuss other matters. There being no further matters to discuss, upon motion duly made and seconded, the meeting was thereupon adjourned.

Prepared by:


MAILA LOURDES G. DE CASTRO
Corporate Secretary

Attested by:


CESAR C. ZALAMEA
Chairman


REMEZIO G. DAYANDAYAN, JR.
Director


ROLANDO S. SANTOS
Director


CARLOS ALFONSO T. OCAMPO
Independent Director


HERMOGENE H. REAL
Director


SIDRO C. ALCANTARA JR.
President/Director


AUGUSTO C. SERAFICA, JR.
Director


MINDA P. DE PAZ
Director

VICENTE V. MENDOZA
Independent Director
(Resigned)