

**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
03 September 2019 (Tuesday), 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)
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. POSTPONEMENT OF ANNUAL MEETING

The Chairman advised the Board the need to postpone the holding of Annual Stockholders' Meeting scheduled every Thursday of May of each year to give Management ample time to prepare for the meeting and delegated to the authority to determine the schedule and agenda of the same to the President. Upon motion duly made and seconded, the following resolution was approved:

"**RESOLVED**, as it is hereby resolved, that the Corporation be authorized and empowered to postpone the Corporation's Annual Stockholders' Meeting to give Management ample time to prepare for the meeting and to delegate the authority to determine the schedule and agenda of the same to the President."

IV. RESIGNATION OF ATTY. DIANE MADELYN CHING AS DIRECTOR, CORPORATE SECRETARY, COMPLIANCE OFFICER AND DATA PRIVACY OFFICER

The Chairman informed the Board that Atty. Diane Madelyn C. Ching tendered her resignation as Director, Corporate Secretary, Compliance Officer and Data Privacy Officer effective immediately. The Board accepted the resignation of Atty. Diane Madelyn C. Ching with gratitude to her services in the Company.

V. APPOINTMENT OF ATTY. MAILA LOURDES G. DE CASTRO AS CORPORATE SECRETARY, COMPLIANCE OFFICER AND DATA PRIVACY OFFICER

In view of the resignation of Atty. Ching as Corporate Secretary, the Chairman opened the floor for nomination. Upon her nomination which was duly accepted and confirmed, Atty. Maila Lourdes G. De Castro was appointed as the Corporate Secretary, Compliance Officer and Data Privacy Officer.

VI. CHANGE OF BANK SIGNATORIES

The President, Mr. Isidro C. Alcantara, Jr., informed the Board of the need to change the signatories in bank accounts of the Corporation. Upon motion duly made and seconded, the following resolutions were approved:


"RESOLVED, as it is hereby resolved, that amending all previous resolutions to the contrary, the Corporation is hereby authorized and empowered, as it is hereby authorized and empowered to change its designated signatories and signing procedure in relation to the accounts held and maintained by the Corporation in various banks;"

"RESOLVED, FURTHER, that the following persons be authorized (i) to sign, execute and/or deliver any and all documents necessary to maintain the aforementioned accounts; (ii) to withdraw the funds and/or monies of the Corporation by checks, receipts, drafts, bills of exchange, withdrawal slips, orders for payment or otherwise; (iii) to sign, endorse, draw, accept, make, execute and/or deliver, for negotiation, payment, deposit and/or collection, checks, receipts, drafts, bills of exchange, orders for payment and/or other similar instruments in connection with the aforementioned accounts upon the following signing procedure:

Any two (2) in Set A, acting jointly:

GROUP A

Hermogene H. Real
Rolando S. Santos
Maila Lourdes G. De Castro



OR

Any one (1) in Set A and any one (1) in Set B, acting jointly:

GROUP B

Isidro C. Alcantara, Jr.
Reuben Antonio F. Alcantara

"RESOLVED, FURTHER, that the Corporate Secretary be authorized to issue the necessary resolution or certification in accordance with the requirement of the Corporation's depository banks."

"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."

VII. ADJOURNMENT

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

Prepared by:


ATTY. HERMOGENIE H. REAL
Assistant Corporate Secretary

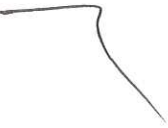
Attested by:


CESAR C. ZALAMEA
Chairman


REMEGIO C. JARY ANDAYAN, JR.
Director


ISIDRO C. ALCANTARA, JR.
President


AUGUSTO C. SERAFICA, JR.
Director




ROLANDO S. SANTOS
Director


CARLOS ALFONSO T. OCAMPO
Independent Director


MINDA P. DE PAZ
Director


VICENTE V. MENDOZA
Independent Director

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