

MINUTES OF THE SPECIAL MEETING
OF THE BOARD OF DIRECTORS
METRO ALLIANCE HOLDINGS & EQUITIES CORPORATION
April 12, 2023
HELD THROUGH REMOTE COMMUNICATION

Directors Present:

ELVIRA A. TING
KENNETH T. GATCHALIAN
ATTY. LAMBERTO B. MERCADO, Jr.
RENO I. MAGADIA
NESTOR S. ROMULO
ARISTEO R. CRUZ (Independent Director)
BYOUNG HYUN SUH (Independent Director).

Also Present:

ATTY. NESTOR S. ROMULO (As Corporate Secretary)

1. CALL TO ORDER

ELVIRA A. TING as Chairperson called the meeting to order at 11:30 a.m. through remote communication using ZOOM video conferencing application and presided thereat. The Chair instructed the Corporate Secretary, Atty. Nestor S. Romulo to make the roll call. After calling their names one by one all the Directors namely: Elvira A. Ting, Kenneth T. Gatchalian, Atty. Lamberto B. Mercado, Jr., Reno I. Magadia, Nestor S. Romulo, Aristeo R. Cruz and Byoung Hyun Suh, they individually responded that they were present and participating via ZOOM video conferencing application, stating his/her full name and position, location, confirmed that he/she can clearly hear/see the other attendees and he/she received the notice of meeting; agenda and materials, and using Laptop/Tablet/Smartphone. The Corporate Secretary was instructed to record the Minutes of the Meeting.

 **2. EXISTENCE OF A QUORUM**

Upon the Chairperson's inquiry, the Corporate Secretary certified that majority of the directors of the Corporation were personally present through ZOOM video conferencing application and therefore, a quorum existed to transact business.

3. APPROVAL OF THE MINUTES OF THE LAST BOARD MEETING

The Chairman called the Board's attention to the minutes of the meeting of the Board of February 22, 2023. Copies of the same were previously circulated to the Board for the directors' comments and correction. As there were no objections to the minutes as well as to the Resolutions, the same were approved by the Board.

4. APPROVAL OF THE PARENT'S AND CONSOLIDATED AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2021 INCLUDING INDEPENDENT AUDITORS' REPORT

The Board was informed of the need to approve the Company's Parent's and Consolidated Audited Financial Statements for the year ended December 31, 2022 including independent auditors' report. After some discussion, the board approved the following resolutions:

Resolution No. 2, series of 2023

"RESOLVED, as it is hereby resolved, that the Parent's and Consolidated Audited Financial Statements for the year ended December 31, 2022 including independent auditors' report is hereby approved.


5. OTHER MATTERS

No other matters were discussed.

6. ADJOURNMENT

There being no other business to be discussed or acted upon by the Board, upon motion duly made and seconded, the meeting was adjourned at 12:15 p.m.


Certified by:

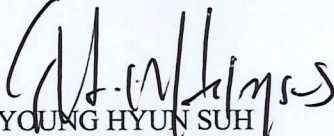

ATTY. NESTOR S. ROMULO
Corporate Secretary

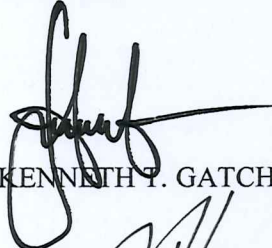
Attested by:


ELVIRA A. TING


LAMBERTO B. MERCADO, Jr.


NESTOR S. ROMULO


BYOUNG HYUN SUH


KENNETH T. GATCHALIAN


RENO I. MAGADIA


ARISTEO R. CRUZ