

**MINUTES OF THE SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF METRO ALLIANCE HOLDINGS & EQUITIES CORP.
HELD ON September 2, 2026 AT 10:30 A.M.
35TH FLR. ONE CORPORATE CENTER, PASIG CITY (VIA REMOTE COMMUNICATION)**

Directors Present:

Ms. Elvira A. Ting
Mr. Hanniel T. Ngo
Atty. Lamberto B. Mercado, Jr.
Atty. Aristeo R. Cruz
Atty. Nestor S. Romulo
Mr. Josaias T. Dela Cruz
Mr. Sergio Antonio S. Ortiz-Luis

Also Present:

Atty Nestor S. Romulo. (as Corporate Secretary)

1. CALL TO ORDER

ELVIRA A. TING as Chairperson called the meeting to order at 10:30 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 incumbent Directors namely: Elvira A. Ting, Hanniel T. Ngo, Atty. Lamberto B. Mercado, Jr., Atty. Aristeo R. Cruz, Atty. Nestor S. Romulo, Mr. Josaias T. Dela Cruz and Mr. Sergio Antonio S. Ortiz-Luis, 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 all the incumbent 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 July 21, 2026. 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. AUTHORIZATION TO ATTEND TO ANNUAL GENERAL MEETING OF VALLEY GOLF & COUNTRY CLUB, INC.

On motion duly made and seconded, the Board unanimously passed the following resolution:

Resolution No. 5, Series of 2026

"RESOLVED, as it is hereby resolved, that the Board of Directors of Metro Alliance Holdings & Equities Corp. (the "Corporation") authorize, as it is hereby authorized, Ms. Elvira A. Ting, Chairman & President of the corporation or anybody designated by Her, to sign the Proxy Form and represent the Corporation at the Valley Golf & Country Club, Inc. Annual General Meeting on September 27, 2026.

"RESOLVED FURTHER, as it is hereby resolved, that she is also authorized to sign execute, deliver or receive other documents related to the transaction first mentioned, to give effect to the authority given therein"

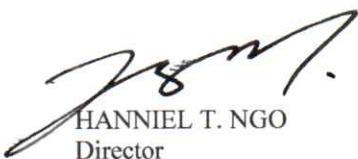
5. ADJOURNMENT

There being no other business to transact, the meeting was adjourned.

Attested by:

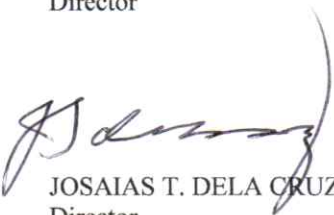

ATTY. NESTOR S. ROMULO
Corporate Secretary

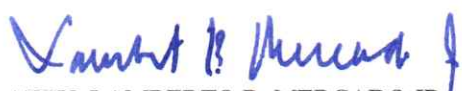

ELVIRA A. TING
Chairman & President


HANNIEL T. NGO
Director


NESTOR S. ROMULO
Director


ATTY. ARISTEO R. CRUZ
Director


JOSAIAS T. DELA CRUZ
Director


ATTY. LAMBERTO B. MERCADO JR.
Director


SERGIO ANTONIO S. ORTIZ-LUIS
Director