

**CORPORATE SECRETARY'S CERTIFICATE**

***KNOW ALL MEN BY THESE PRESENTS:***

That I, **FLORENTINO H. GARCES**, of legal age, Filipino, with postal address at 17<sup>th</sup> Floor, Security Bank Centre, 6776 Ayala Avenue, Makati City, after having been duly sworn in accordance with law, hereby depose and say:

1. That I am the **Corporate Secretary** of **STRONGHOLD INSURANCE COMPANY, INC.**, a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office located at 17<sup>th</sup> Floor, Security Bank Centre, 6776 Ayala Avenue, Makati City;
2. That at the Annual Meeting of the Stockholders of **STRONGHOLD INSURANCE COMPANY, INC.**, held at its office on February 19, 2019 at 4:00 o'clock in the afternoon, the following resolution transpired:

"MEMBERS PRESENT	TOTAL SHARE
1. DAVID C. MERCADO	2,374,993
2. QUICKWAY HOLDINGS, INC./ MA. VICTORIA L. MERCADO	2,374,992
3. ROMULO I. DELOS REYES, JR.	500,000
4. FLORENTINO H. GARCES	500,000
5. NOEL G. MERCADO	500,000
6. CORNELIO T. RIVERA	5
7. EDMUND V. SAIYO	5
8. SONIA M. ROCO	5
<b>TOTAL</b>	<b><u>6,250,000</u></b>

MEMBERS ABSENT : NONE

AGENDA : ELECTION OF MEMBERS OF  
THE BOARD OF DIRECTORS

DELIBERATION :

The meeting was called to order at 4:00 p.m. by **Mr. DAVID C. MERCADO** who acted as the Presiding Officer as provided for in the By-Laws. **Atty. FLORENTINO H. GARCES** acted as Secretary. The Secretary called the roll and **EIGHT (8) STOCKHOLDERS** representing **SIX MILLION TWO HUNDRED FIFTY THOUSAND (6,250,000) SHARES**, of the total **FOUR MILLION TWO HUNDRED NINETY NINE THOUSAND FIVE HUNDRED THIRTY EIGHT (4,299,538) SHARES PAID**, answered the roll *viva voce* and in person. No stockholder was absent. The Presiding Officer declared the presence of a quorum. Proof of notice of meeting was made.

The Secretary read the minutes of the previous meeting which were duly confirmed by the stockholders without amendment.

After discussion thereon extensively and there being no pending business to transact, they proceeded to the election of the directors.

On nomination duly made and seconded, unanimously carried and after the voting, the following were elected Members of the Board of Directors:

1. DAVID C. MERCADO
2. ROMULO I. DELOS REYES, JR.
3. FLORENTINO H. GARCES
4. NOEL G. MERCADO
5. CORNELIO T. RIVERA



X-X-X-X-X-X-X-X-X-X-X-X-X-X-X-X-X-X-X-X

- There being no further business to transact, and to enable the Board to organize itself immediately, the meeting was adjourned at 5:30 p.m. after a motion duly made and seconded.

3. That at the Special Meeting of the Board of Directors of STRONGHOLD INSURANCE COMPANY, INC. held at its office on February 19, 2019 at 6:00 o'clock p.m., the following was approved:

1. DAVID C. MERCADO
2. ROMULO I. DELOS REYES, JR.
3. FLORENTINO H. GARCES
4. NOEL G. MERCADO
5. CORNELIO T. RIVERA
6. ENDMUND V. SAIYO
7. SONIA M. ROCO

DELIBERATION :

On motion duly made and seconded, it was unanimously carried by all the members present that the following were elected:

**APPROVED"**

**FURTHER AFFIANT SAYETH NAUGHT.**

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ATTY. DAVE JOHN T. HERNANDEZ  
NOTARY PUBLIC FOR MAKATI CITY  
COMMISSION No. M - 278  
UNTIL DECEMBER 31, 2020  
6TH / F-ZETA II ANNEX BUILDING  
191 SALCEDO STREET, LEGASPI VILLAGE  
MAKATI CITY, METRO MANILA  
ROLL OF ATTORNEYS No. 59749  
IBP OR No. 058211 / 01-03-2019 / MANILA III  
PTR No. 8009947 / 01-03-2019 / MANILA  
MCLE COMPLIANCE No. V0014633 / 02-29-2016