

**MINUTES OF MEETING OF THE BOARD OF DIRECTORS
OF WATERFRONT PHILIPPINES INCORPORATED THROUGH VIRTUAL
COMMUNICATION (ZOOM) HELD ON APRIL 30, 2024**

PRESENT:

Sergio R. Ortiz-Luis Jr.	Chairman - Independent Director
Kenneth T. Gatchalian	Director
Elvira A. Ting	Director
Dee Hua T. Gatchalian	Director
Reno I. Magadia	Director
Arthur M. Lopez	Director
Ruben D. Torres	Director
Renato C. Francisco	Lead Independent Director
Aristeo R. Cruz	Independent Director

ALSO PRESENT:

Atty. Arthur R. Ponsaran	Corporate Secretary
Atty Arsenio A. Alfiler	Asst. Corporate Secretary

PROCEEDINGS OF THE MEETING

CALL TO ORDER

In accordance with SEC Memorandum Circular No. 6, Series of 2020, Mr. Sergio R. Ortiz-Luis, Jr., Chairman, called the meeting to order of **WATERFRONT PHILIPPINES INCORPORATED** (the "Corporation") and thereafter presided. He said the board meeting will be conducted through videoconferencing using the Zoom application, He instructed the Corporate Secretary, Atty. Arthur R. Ponsaran to make a roll call and to record the proceedings of the meeting.

DETERMINATION OF QUORUM

The Corporate Secretary then certified that all the directors were present, and as such, there is a quorum for the transaction of corporate business.

AUTHORITY AND APPROVAL OF THE RELEASE OF THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2023 OF THE CORPORATION

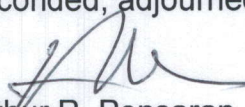
The Chairman informed the Board that the only agenda of the meeting is the authority and approval of the release and issuance of the audited financial statements for the year ended December 31, 2023 of the Corporation. On motion duly made and seconded, the Board unanimously passed and approved the following resolutions to wit:

RESOLVED, AS IT IS HEREBY RESOLVED, that the Board of Directors of **WATERFRONT PHILIPPINES INCORPORATED** (the "Corporation") hereby approves and authorizes the issuance and release of the Audited Financial

Statements of the Corporation for the year ended December 31, 2023 as certified by the Corporation's external auditors, **R.G. MANABAT&CO.**; and for this purpose, the Chairman, the President and the Treasurer are hereby appointed and designated for and/or on behalf of the Corporation to sign the Statement of Management Responsibility and other documents relative to said audited financial statements and to do or cause to be done all other acts and things necessary, proper or convenient to give effect to the foregoing approval/authorizations"

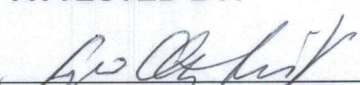
ADJOURNMENT


There being no further business to transact, the meeting was, on motion duly made and seconded, adjourned.

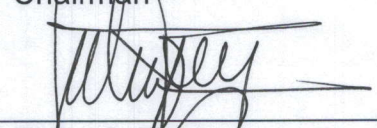

Arthur R. Ponsaran
Corporate Secretary

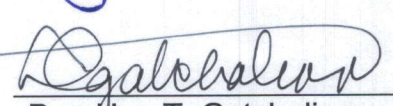

Arsenio A. Alfiler
Asst. Corporate Secretary


ATTESTED BY:



Sergio R. Ortiz-Luis Jr.
Chairman

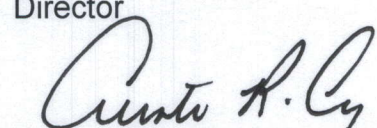

Kenneth T. Gatchalian
President/Director


Elvira A. Ting
Director

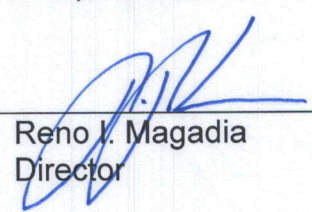

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