SECRETARY'S CERTIFICATE

I, **AMANDO J. PONSARAN JR.,,** Filipino, of legal age, with office address at Unit 3104, 31/F Antel Global Corporate Center, #3 Dona Julia Vargas Avenue, Ortigas Center, Pasig City, Metro Manila, after having been duly sworn to in accordance with law, do hereby certify as follows:

1. I am the duly elected Assistant Corporate Secretary of **WATERFRONT PHILIPPINES INCORPORATED** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office located at No. 1 Waterfront Drive, Off Salinas Drive, Lahug, Cebu City;

2. At a meeting of the Board of Directors of the Corporation held on **AUGUST 10, 2026,** at which meeting a quorum was present and acting throughout, the Board Of Directors passed and approved the following resolutions;

   "RESOLVED, AS IT IS HEREBY RESOLVED, that **WATERFRONT PHILIPPINES INCORPORATED** (the "Corporation"), be, as it is hereby authorized to amend its By-Laws, amending Section 1, Article II of the By-laws to read as follows:

   FROM:

   ARTICLE II
   MEETINGS OF SHAREHOLDER

   Section 1. Regular Meetlgs — The regular meetings of shareholders. for the purpose of electing Directors and for the transaction of such business as may properly come before the meeting, shall be held at the principal office on the **last day of September** of each year. if falling on a legal holiday. then on the day following. The Board of Directors may provide, however. that the regular meeting shall be held at such other date and time as shall be specified the notice of the meeting.

   TO:

   ARTICLE II
   MEETINGS OF SHAREHOLDER

   Section 1. Regular Meetlgs — The regular meetings of shareholders. for the purpose of electing Directors and for the transaction of such business as may properly come before the meeting, shall be held at the principal office in the **LAST FRIDAY day of SEPTERMBER** of each year. if falling on a legal holiday. then on the day following. The Board of Directors may provide, however. that the regular meeting shall be held at such other date and time as shall be specified the notice of the meeting.

3.The forgoing statements are true and correct and in accordance with the records of the Corporation.

Done this 10 AUG 2026 2026, Pasig City.

AMANDO J. PONSARAN, JR.
Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me this ____ day of 10 AUG 2026 at Pasig City, Philippines, affiant exhibiting to me his competent evidence of identity tax identification number 171-798-949, issued by the Bureau of Internal Revenue.

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Book No. I;
Series of 2026

ATTY. CHRISTINE P. VALENZUELA
Notary Public for the City of Pasig and the Municipality of Pateros, Metro Manila
Appointment No. 253 (2025-2026)
Roll of Attorneys No. 90566
IBP O.R. No. 575907; 29-December-2025; RSM
PTR No. 4018706; 09-January-2026; Pasig City
MCLE Compliance No. VIII-0008214 valid until 14-Apr-2028