

### SECRETARY'S CERTIFICATE

I, **JOCELYN C. DE ASIS**, subscribing under oath, hereby depose and state that:

1. I am the Corporate Secretary of **CITYPLANS, INCORPORATED**, a corporation duly organized and existing under Philippine laws, with principal office address at 3/F Cityland Condominium 10 Tower 2, 154 H.V. Dela Costa Street, Makati City;
2. At the **special meeting** of the Board of Directors held on **May 22, 2024**, through tele-conferencing, the following resolution, among others, was passed and unanimously approved:

#### RESOLUTION NO. SM-15

"WHEREAS, the Insurance Commission (IC) issued Circular Letter No. 2020-72 dated June 13, 2020, requiring the IC-regulated entities to submit its Annual Corporate Governance Report (ACGR);

WHEREAS, the Corporation prepared its 2023 ACGR and the Compliance Officer presented it to the Board of Directors for their approval;

WHEREAS, after discussions and deliberations, the Board of Directors agreed to approve the ACGR for the year 2023;

RESOLVED, that the Corporation APPROVE, as it hereby APPROVES, the ACGR for the year 2023;

RESOLVED FURTHER, that the following are hereby authorize to, sign and execute, in behalf of the Corporation, the ACGR for the year 2023:

Name	Position
JOSEF C. GOHOC	Chairman of the Board
JEFFERSON C. ROXAS	President/Chief Executive Officer
WILFRED S. TIU	Independent Director
MA. VICTORIA S. DE GUZMAN	Independent Director
JOCELYN C. DE ASIS	Corporate Secretary
RUDY GO	Compliance Officer

RESOLVED FINALLY, that its Compliance Officer, **MR RUDY GO**, be, and is hereby authorize to sign, submit and receive, in behalf of the Corporation, other documents relative to the ACGR for the year 2023, which include among others, the covering letter for the same, and authorize that the same be furnished to appropriate government agency/ies."

Done this day of \_\_\_\_\_ at \_\_\_\_\_.

*Joelyn C. de Asis*  
**JOCELYN C. DE ASIS**  
Corporate Secretary

SUBSCRIBED AND SWORN to before me, a Notary Public for and in MAKATI CITY, on this day of MAY 24 2024, affiant personally appeared and exhibited to me her SSS ID, with no. 33-0008745-8 and other competent evidence of identification.

Doc. No. 7 ;  
Page No. 3 ;  
Book No. III ;  
Series of 2024.

**ATTY. EMMA G. JULARRAL**  
NOTARY PUBLIC FOR MAKATI CITY  
UNTIL DECEMBER 31, 2024  
APPOINTMENT NO.: M-561  
IBP ROLL NO.: 33152  
IBP NO.: 06547/Lifetime-PPLM  
PTR No.: 10075556/01-02-2024 Makati  
156 H.V. Dela Costa St., Makati City