

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS  
OF WELLEX INDUSTRIES, INC. HELD ON MAY 15, 2025 AT 10:00 A.M.  
AT 5<sup>TH</sup> FLR. ONE CORPORATE CENTER, PASIG CITY  
(VIA REMOTE COMMUNICATION)

**ATTENDANCE:**

Mr. Ruben D. Torres  
Mr. Kenneth T. Gatchalian  
Ms. Elvira A. Ting  
Mr. Richard L. Ricardo  
Mr. William T. Gatchalian  
Atty. Lamberto B. Mercado, Jr.  
Mr. Renato C. Francisco  
Mr. Omar M. Guinomla  
Atty. Aristeo R. Cruz  
Mr. Josaias T. Dela Cruz  
Mr. Sergio Antonio S. Ortiz-Luis

**ALSO PRESENT**

Mr. Amando J. Ponsaran Jr.

PROCEEDINGS OF THE MEETING

**CALL TO ORDER**

Mr. Ruben D. Torres, the Chairman, called the meeting of the Board of Directors of **WELLEX INDUSTRIES, INC.**, (the "Corporation") to order and thereafter presided. He said the meeting will be conducted through videoconferencing using the Zoom application, pursuant to SEC Memorandum Circular No. 6, Series of 2020. He instructed the Corporate Secretary, Mr. Amando J. Ponsaran, Jr., to record the proceedings of the meeting, at which quorum was present.

**DETERMINATION OF QUORUM**

The Corporate Secretary requested each of the directors to state his/her name, position, and location; to confirm that he/she received the Notice of Meeting, including the agenda and materials; and to specify the device that he/she is using. After the roll call, all the directors confirmed that they can clearly see and/or hear all the attendees. 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 TO ENTER INTO AGREEMENT TO MEDIATE ONLINE BEFORE  
THE PHILIPPINE MEDIATION CENTER UNIT OF THE COURT OF APPEALS -  
MANILA AND TO DESIGNATE REPRESENTATIVE**



On motion duly made and seconded, the Board unanimously approved the following resolutions:

“RESOLVED, that the Board of Directors of **WELLEX INDUSTRIES INC.** (the “**Corporation**”) authorize, as it hereby authorizes, **MR. OMAR GUINOMLA**, the Authorized Representative of the Corporation, to perform any/or all of the following acts in the case entitled “**SOCIAL SECURITY SYSTEM vs. THE HONORABLE RENATO M. PAMBID**, (in his capacity as Presiding Judge of the Regional Trial Court Branch 76, Quezon City), **WATERFRONT PHILIPPINES, INC. (WPI)**, **WELLEX INDUSTRIES, INC. (WII)**, and **THE WELLEX GROUP, INC. (WGI)**”, docketed as **CA-G.R. SP NO. 183716**: to attend the virtual Pre-Mediation Conference as well as the Online Mediation Pilot Test being conducted by PMCU-CA Manila, to represent the Corporation during the proceedings, with full power to enter into a compromise and/or amicable settlement and to submit the case to alternative modes of dispute resolution, and to do any and all acts necessary to give effect to the powers herein conferred.”


**ADJOURNMENT**

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



AMANDO J. PONSARAN, JR.  
Corporate Secretary


ATTESTED BY:



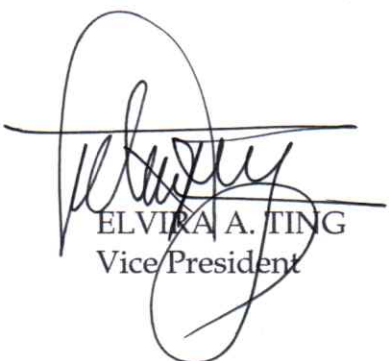
RUBEN D. TORRES  
Chairman of the Board



KENNETH T. GATCHALIAN  
President



WILLIAM T. GATCHALIAN  
Director



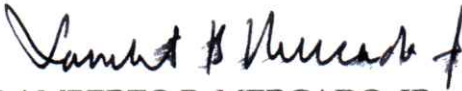
ELVIRA A. TING  
Vice President




RICHARD L. RICARDO  
Director


OMAR M. GUINOMLA  
Director

SERGIO ANTONIO S. ORTIZ-LUIS  
Director

  
LAMBERTO B. MERCADO, JR.  
Director

  
RENATO C. FRANCISCO  
Director

  
JOSAIAS T. DELA CRUZ  
Director

  
ARISTEO R. CRUZ  
Director