

MINUTES OF THE SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF WELLEX INDUSTRIES, INC.  
HELD ON JULY 23, 2025 AT 10:00 A.M.  
35<sup>TH</sup> FLR. ONE CORPORATE CENTER, PASIG CITY (VIA REMOTE COMMUNICATION)

Attendance:

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

PROCEEDINGS OF THE MEETING

The special meeting was conducted via remote communication. Mr. Ruben D. Torres, Chairman, called the meeting to order and thereafter presided. Amando J. Ponsaran, Jr., Corporate Secretary, recorded the proceedings of the meeting, at which quorum was present, and acting throughout, the following resolution was unanimously approved:

“RESOLVED, as it is hereby resolved that the Corporation hereby designates any one (1) of the following as authorized signatories of the Corporation for all transactions of the Corporation with the Corporation’s stock transfer agent, BDO Unibank, Inc., and Securities Registrar, Philippine Depository and Trust Corporation to wit:

- a.) Mr. Ruben D. Torres - Chairman of the Board
- b.) Mr. Richard L. Ricardo - President
- c.) Mr. Amando J. Ponsaran, Jr. - Corporate Secretary

RESOLVED, that the authority of the following officers of the Corporation to jointly sign stock certificates evidencing shares of common stock of the Corporation be confirmed:

- a.) Mr. Richard L. Ricardo - President
- b.) Mr. Amando J. Ponsaran, Jr. - Corporate Secretary

RESOLVED FINALLY, that this authority shall supersede and revoke all other authorities previously granted and delegated to other individuals, if any pertaining to the adverted subject matter.”


**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



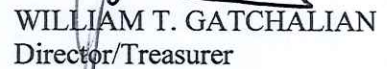
ELVIRA A. TING  
Director/Vice Chairman



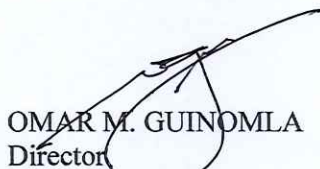
RICHARD L. RICARDO  
Director/President



HANNIEL T. NGO  
Director




WILLIAM T. GATCHALIAN  
Director/Treasurer



OMAR M. GUINOMLA  
Director



RENATO C. FRANCISCO  
Director




SERGIO ANTONIO S. ORTIZ-LUIS  
Director



JOSAIAS T. DELA CRUZ  
Director



ATTY. LAMBERTO B. MERCADO, JR.  
Director



ATTY. ARISTEO R. CRUZ  
Director

Republic of the Philippines )  
 ) S.S.

QUEZON CITY

SECRETARY CERTIFICATE

I, **AMANDO J. PONSARAN, JR.**, of legal age and with office address at Unit 3104 Antel Global Corporate Center, No. 3 Doña Julia Vargas Avenue, Ortigas Center, Pasig City, after having been sworn to in accordance with law, do hereby depose and state that;

1. I am the duly elected and incumbent Corporate Secretary of **WELLEX INDUSTRIES, INC.**, a corporation duly organized and existing under Philippine laws with office address at 35<sup>th</sup> Flr., One Corporate Center, Doña Julia Vargas Ave., cor. Meralco Ave., Ortigas Center, Pasig City (the "Corporation").
2. During the Board of Director's special meeting of the Corporation held on 23 July 2025, at which meeting a quorum was present and acted throughout, the following resolutions were duly approved and adopted unanimously:

"RESOLVED, as it is hereby resolved that the Corporation duly designated any one (1) of the following as authorized signatory of the Corporation for all the transactions of the Corporation with the Corporation's stock transfer agent, BDO Unibank, Inc. and Securities Registrar, Philippine Depository and Trust Corporation, to wit:

- a. Mr. Ruben D. Torres – Chairman of the Board
- b. Mr. Richard L. Ricardo – President
- c. Mr. Amando J. Ponsaran, Jr. – Corporate Secretary

"RESOLVED FINALLY, that this authority shall supersede and revoke all other authorities previously granted and delegated to other individuals, if any pertaining to the adverted subject matter."

29 JUL 2025

IN WITNESS WHEREOF, I have hereunto affixed my signature this \_\_\_\_\_ in the city of QUEZON CITY Philippines.

AMANDO J. PONSARAN, JR.  
Corporate Secretary



Attested by: RICHARD L. RICARDO  
President

29 JUL 2025

QUEZON CITY

SUBSCRIBED AND SWORN TO before me this \_\_\_\_\_ at \_\_\_\_\_, Philippines affiant exhibited to me their Tax Identification Number (TIN) as follows:

NAME	TIN	ISSUER
Amando J. Ponsaran, Jr.	171-798-949-000	Bureau of Internal Revenue
Richard L. Ricardo	140-853-860-000	Bureau of Internal Revenue

Doc. No. 190  
Page No. 38  
Book No. LA  
Series of 728

**ATTY. FELIZARDO M. IBARRA**  
Notary Public for Q.C./ Until Dec. 31, 2025  
Roll No. 80835  
PTR No. 6986788D/Jan. 07, 2025/Q.C.  
IBP No. 331161(2024-2025)/Q.C.  
MCLE Comp. No. VIII- 0000973(4/14/2025-4/14/2028)  
Admin. Matter No. NP-088(2025-2026)  
Quirino Highway, Brgy. Kaligayahan Q.C.

Republic of the Philippines )  
 ) S.S.  
**QUEZON CITY**

**SECRETARY CERTIFICATE**

I, **AMANDO J. PONSARAN, JR.**, of legal age and with office address at Unit 3104 Antel Global Corporate Center, No. 3 Doña Julia Vargas Avenue, Ortigas Center, Pasig City, after having been sworn to in accordance with law, do hereby depose and state that;

1. I am the duly elected and incumbent Corporate Secretary of **WELLEX INDUSTRIES, INC.**, a corporation duly organized and existing under Philippine laws with office address at 35<sup>th</sup> Flr., One Corporate Center, Doña Julia Vargas Ave., cor. Meralco Ave., Ortigas Center, Pasig City (the "Corporation").
2. During the Board of Director's special meeting of the Corporation held on 23 July 2025, at which meeting a quorum was present and acted throughout, the following resolutions were duly approved and adopted unanimously:

"RESOLVED, that the authority of the following officers of the Corporation to jointly sign stock certificates evidencing shares of common stock of the Corporation be confirmed:

<u>Name</u>	<u>Position</u>	<u>Specimen Signature</u>
Richard L. Ricardo	President	
Amando J. Ponsaran, Jr.	Corporate Secretary	

IN WITNESS WHEREOF, I have hereunto affixed my signature this **29 JUL 2025** in the city of **QUEZON CITY**, Philippines.

  
AMANDO J. PONSARAN, JR.  
Corporate Secretary

**29 JUL 2025** at **QUEZON CITY**

SUBSCRIBED AND SWORN TO before me this \_\_\_\_\_ at \_\_\_\_\_, Philippines affiant exhibited to me their Tax Identification Number (TIN) 171-798-949-000.

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Series of 728

  
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