



VIVANT CORPORATION
MINUTES OF THE ORGANIZATIONAL MEETING OF THE
BOARD OF DIRECTORS

Ballroom 1 and 2, Seda Hotel
Cebu Business Park, Cebu City

June 20, 2019 at 11:00 o' clock in the morning

PRESENT:

Dennis N.A. Garcia	-	Chairman of the Board
Ramontito E. Garcia	-	President and Member of the Board
Emil Andre M. Garcia	-	Member
Charles Sylvestre A. Garcia	-	Member
Gil A. Garcia II	-	Member
Arlo A.G. Sarmiento	-	Member
Jose Marko Anton G. Sarmiento	-	Member
Carmelo Maria Luza Bautista	-	Independent Director
Raul Ch. Rabe	-	Independent Director

ALSO PRESENT:

Atty. Jess Anthony N. Garcia	-	Corporate Secretary
Atty. Joan A. Giduquio-Baron	-	Assistant Corporate Secretary

I. CALL TO ORDER

The Chairman of Vivant Corporation (the "Corporation"), Mr. Dennis N.A. Garcia, called to order the Organizational Meeting of the Board of Directors ("Board") at 11:00 o' clock in the morning. The Corporate and Assistant Corporate Secretaries took the minutes of the proceedings.

II. PROOF OF NOTICE AND CERTIFICATION OF QUORUM

The Corporate Secretary, Atty. Jess Anthony N. Garcia certified that notices of the Special Meeting of the Board have been sent to all newly-elected directors in accordance with the By-Laws of the Corporation, and that with the presence of at least a majority of all directors, a quorum was present to transact business.

III. READING AND APPROVAL OF THE MINUTES OF THE LAST ORGANIZATIONAL MEETING OF THE BOARD

Upon motion by Mr. Ramontito E. Garcia for the approval of the minutes of the 2018 Organizational Meeting of the Board, which motion was seconded by Mr. Jose Marko Anton G. Sarmiento, the minutes of the 2018 Minutes of the Organization Meeting was approved and adopted.

IV. CONFIRMATION OF OFFICERS; ELECTION OF BOARD COMMITTEE MEMBERS

The Chairman opened the floor for nominations for the officers of Vivant who will serve for 2019 to 2020 and until their respective successors shall have been duly qualified and elected. After the casting of votes for the nominees, the following were declared as officers:

Chairman of the Board and CEO	Mr. Dennis N. A. Garcia
President	Mr. Ramontito E. Garcia
Treasurer	Ms. Minuel Carmela N. Franco
Corporate Secretary	Atty. Jess Anthony N. Garcia
Assistant Corporate Secretary	Atty. Joan A. Giduquio-Baron
Lead Director	Atty. Jesus B. Garcia, Jr.

Thereafter, the following Chairmen and Members of the various Board Committees were elected:

BOARD COMMITTEE	CHAIRMAN	MEMBERS
Audit Committee	Atty. Jesus B. Garcia, Jr.	Mr. Arlo A. G. Sarmiento Mr. Ramontito E. Garcia Mr. Dennis N.A. Garcia Mr. Rogelio Q. Lim - Independent Amb. Raul Ch. Rabe - Independent
Finance Committee	Mr. Dennis A. Garcia	Mr. Jose Marko Anton G. Sarmiento Mr. Gil A. Garcia Mr. Ramontito E. Garcia Atty. Jesus B. Garcia, Jr. – Independent Mr. Carmel Maria L. Bautista
Corporate Governance Committee	Mr. Rogelio Q. Lim	Amb. Raul Ch. Rabe - Independent Atty. Jesus B. Garcia, Jr. - Independent
Related Party Transaction Committee	Mr. Rogelio Q. Lim	Mr. Charles Sylvestre A. Garcia Atty. Jesus B. Garcia, Jr. - Independent
Board Risk Oversight Committee	Amb. Raul Ch. Rabe	Mr. Jose Marko Anton G. Sarmiento Mr. Dennis A. Garcia Mr. Rogelio Q. Lim - Independent Atty. Jesus B. Garcia, Jr. - Independent

Finally, the Board confirmed the following to their respective positions:

Executive Vice President	Mr. Arlo A G. Sarmiento
Senior Vice President – Business Development for Infrastructure and Innovation; General Counsel; Corporate Secretary; Chief Information Officer	Atty. Jess Anthony N. Garcia
Senior Vice President – Corporate and Shared Services, Chief Finance Officer, Compliance Officer, Chief Risk Officer	Ms. Minuel Carmela N. Franco
Senior AVP for Controllershship	Ms. Maria Victoria E. Sembrano
AVP – Information Technology, Administration and Business Development - Innovation; Data Privacy Officer	Mr. Grant Clark
AVP – Legal	Atty. Catherine S. Bringas
AVP – Corporate Planning	Ms. Brigette Cecile Garcia
AVP – Corporate Communications and Business Development for Innovation	Mr. Shem Jose W. Garcia

V. OTHER MATTERS

No other matter was raised and discussed by the Board of Directors.

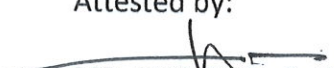
VI. ADJOURNMENT

Upon motion duly made and seconded, the Organizational Meeting of the Board for 2019 was adjourned at 11:15 o' clock in the morning.

Certified Correct:


ATTY. JESS ANTHONY N. GARCIA
Corporate Secretary

Attested by:


MR. DENNIS N. A. GARCIA
Chairman of the Board