

VIVANT CORPORATION
Minutes of the Annual Stockholders' Meeting
Cebu Country Club, Cebu City
June 16, 2016, 10:00 A.M.

| <u>STOCKHOLDERS PRESENT</u> | <u>SHAREHOLDING (%)</u> |
|---|---------------------------|
| MAI-I Resources Corporation (by proxy) | 45.42% |
| JEG Development Corporation (by proxy) | 30.44% |
| Mr. Dennis N.A. Garcia | 0% |
| Mr. Emil Andre M. Garcia | 0% |
| Mr. Gil A. Garcia II | 0% |
| Mr. Charles Sylvestre A. Garcia | 0% |
| Mr. Elbert M. Zosa | 0% |
| Mr. Ramontito E. Garcia | 0% |
| Mr. Efren P. Sarmiento | 0% |
| Mr. Jose Marko Anton G. Sarmiento | 0% |
| | |
| <i>Total Shareholdings Represented</i> | <hr/> <hr/> 75.86% |

I. CALL TO ORDER

The Chairman of Vivant Corporation (the "Corporation"), Mr. Dennis N.A. Garcia ("DAG"), called the Annual Stockholders' Meeting to order at 10:00 o'clock in the morning and presided over the same.

II. PROOF OF NOTICE AND DETERMINATION OF QUORUM

The Corporate Secretary, Atty. Jess Anthony N. Garcia ("JNG"), certified that notices of the Annual Stockholders' Meeting have been delivered to all stockholders-of-record as of May 16, 2016 in accordance with the Corporation's By-Laws, and with the presence of stockholders representing at least a majority of the issued and outstanding capital stock, there was quorum to transact business.

JNG explained the rules for the orderly conduct of the Annual Stockholders' Meeting.

III. READING AND APPROVAL OF MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING HELD ON JUNE 26, 2015

The stockholders read and reviewed the Minutes of the Annual Stockholders' Meeting held last June 26, 2015. After motion duly made and seconded, the stockholders representing at least two-thirds (2/3) of the total issued and outstanding capital stock adopted and approved the following resolutions:

“WHEREAS, that the Stockholders of Vivant Corporation (the “Corporation”) have reviewed the Minutes of the previous Annual Stockholders’ Meeting;

RESOLVED, as it is hereby resolved, that Stockholders of the Corporation approve the Minutes of the Annual Stockholders’ meeting held on June 26, 2015.”

IV. ANNUAL REPORT OF THE CHIEF OPERATING OFFICER

Mr. Arlo A.G. Sarmiento (“AGS”), the Chief Operating Officer of the Corporation, presented the overview of the Corporation’s financial performance in 2015 and the highlights of the Corporation’s performance in the first quarter of 2016. AGS also presented the challenges and highlights of 2015, and the outlook for 2016. He also provided an update on new policies of the Corporation and regulatory matters.

V. APPROVAL OF THE 2015 ANNUAL REPORT AND FINANCIAL STATEMENTS

The Audited Financial Statement (the “AFS”) of the Corporation for the fiscal year ended December 31, 2015 as contained in the Corporation’s 2015 Annual Report and Information Statement, were made available to the Stockholders for review and their approval. The Chairman, Chief Operating Officer, the Audit Committee, and representatives of the Company’s external auditors, Sycip Gorres Velayo & Co. were in attendance to respond to questions which may be raised regarding the Corporation’s AFS for the fiscal year December 31, 2015. There was no question from the Stockholders present.

After motion duly made and seconded, the stockholders representing at least two-thirds (2/3) of the total issued and outstanding capital stock adopted and approved the 2014 Audited Financial Statements of the Corporation.

VI. DELEGATION OF AUTHORITY TO APPOINT EXTERNAL AUDITORS FOR YEAR 2016 TO THE BOARD OF DIRECTORS

The Chairman informed the Stockholders that the engagement of the external auditors is on a fiscal year-to-fiscal year basis. Thus, there was a need to appoint the external auditors for fiscal year 2016. The Stockholders agreed to delegate the authority to appoint the external auditors for 2016 to the Board of Directors (“Board”). After motion duly made and seconded, the stockholders representing at least two-thirds (2/3) of the total issued and outstanding capital stock approved and adopted the following resolutions:

“WHEREAS, the Stockholders of the Corporation have the right to participate in key corporate governance decisions, such as the right to appoint External Auditors;

WHEREAS, the Stockholders agreed to delegate the authority to appoint the External Auditors for 2016 to the Board of Directors;

RESOLVED, as it is hereby resolved, that the Stockholders of the Corporation authorize the Board of Directors to appoint the External Auditors for 2016.”

VII. RATIFICATION OF ALL ACTS AND RESOLUTIONS ADOPTED BY THE BOARD AND MANAGEMENT FOR FISCAL YEAR 2015

The Stockholders present were requested to ratify all acts and resolutions adopted in the regular course of business by the Board and Management for Fiscal Year 2015. Upon motion duly made and seconded, stockholders representing at least two-thirds (2/3) of the total issued and outstanding capital stock adopted and approved the following resolution:

“**RESOLVED**, as it is hereby resolved, that Vivant Corporation approves, ratifies, and adopts, as it hereby approves, ratifies and adopts, all acts and resolutions of the Board of Directors and Management that have been adopted for the fiscal year 2015.”

VIII. ELECTION OF DIRECTORS (INCLUDING INDEPENDENT DIRECTORS)

The shortlist of candidates for the Board of Directors for 2016-2017 were presented to the stockholders. Their respective profiles and summary of the business, professional experience for the past five (5) years were contained in pages 11 to 13 of the Definitive Information Statement.

After nominations and casting of votes, the following were declared as duly elected members of the Board of Directors of the Corporation for the 2016-2017 and until their successors have been duly elected and qualified:

| Name | Position |
|-----------------------------------|----------------------|
| Mr. Dennis N.A. Garcia | Chairman |
| Mr. Emil Andre M. Garcia | Director |
| Mr. Gil A. Garcia II | Director |
| Mr. Charles Sylvestre A. Garcia | Director |
| Mr. Elbert M. Zosa | Director |
| Mr. Ramontito E. Garcia | Director |
| Mr. Efren P. Sarmiento | Director |
| Mr. Jose Marko Anton G. Sarmiento | Director |
| Mr. Antonio S. Abacan, Jr. | Director |
| Amb. Raul Ch. Rabe | Independent Director |
| Atty. Jesus B. Garcia, Jr. | Independent Director |

IX. OTHER MATTERS AND ADJOURNMENT

There being no other matter brought for discussion, the Annual Stockholders' Meeting of the Corporation was adjourned at 11:00 A.M., upon motion duly made and seconded.

Prepared by:


ATTY. JESS ANTHONY N. GARCIA
Corporate Secretary

Attested by:


MR. DENNIS N.A. GARCIA
Chairman