



VIVANT CORPORATION
Minutes of the Organizational Meeting of the
Board of Directors
Held on June 15, 2023 (Thursday) at 11:00 A.M. via
Videoconference

PRESENT:

Mr. Charles Sylvestre A. Garcia	-	Chairman
Mr. Arlo Angelo G. Sarmiento	-	Member
Mr. Emil Andre M. Garcia	-	Member
Mr. Francis Damasus A. Garcia	-	Member
Mr. Jose Marko Anton G. Sarmiento	-	Member
Ms. Brigette Cecile N. Garcia	-	Member
Mr. Carmelo Maria Luza Bautista	-	Independent Director
Atty. Jose M. Layug, Jr.	-	Independent Director
Atty. Laurence R. Rogero	-	Independent Director

ALSO PRESENT:

Atty. Joan A. Giduquio-Baron	-	Corporate Secretary
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I. CALL TO ORDER

The Chairman of Vivant Corporation (the "Corporation"), Mr. Charles Sylvestre A. Garcia, called to order the Organizational Meeting of the Board of Directors ("Board") at 11:10 A.M. The Corporate Secretary took the minutes of the proceedings.

II. PROOF OF NOTICE AND DETERMINATION OF QUORUM

The Corporate Secretary certified that the Notices of the Organization Meeting of the Board have been sent to 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.

Pursuant to the guidelines under Securities and Exchange Commission ("SEC") Memorandum Circular No. 6, Series of 2020, the Corporate Secretary made a roll call and requested all parties participating in the Board meeting (whether in person or through videoconference, or teleconference) to state for the record their full name, position and location. The Corporate Secretary then informed the attendees who participated in the meeting through videoconference or teleconference call to confirm the following:

1. That they could completely and clearly hear others who could clearly hear them at the end of the line;
2. That they received the agenda and all materials for the meeting; and
3. That they attended the meeting through videoconference or teleconference using the devices below:

Name	Device	Location
Mr. Charles Sylvestre A. Garcia	In person, videoconference	Mandaue
Mr. Arlo Angelo G. Sarmiento	In person, videoconference	Mandaue
Mr. Emil Andre M. Garcia	In person, videoconference	Mandaue
Mr. Jose Marko Anton G. Sarmiento	In person, videoconference	Mandaue
Ms. Brigitte Cecile N. Garcia	In person, videoconference	Mandaue
Mr. Carmelo Maria L. Bautista	Laptop	Makati
Atty. Jose M. Layug, Jr.	In person, videoconference	Mandaue
Atty. Laurence R. Rogero	Laptop	Quezon City
Atty. Joan A. Giduquio-Baron	In person, videoconference	Mandaue
Atty. Catherine S. Bringas	In person, videoconference	Mandaue
Atty. Maila G. De Castro	Laptop	San Juan

Having satisfied themselves that the participants could hear each other completely and clearly and that the board materials have been received by the directors participating through videoconference or teleconference call or in person, the Assistant Corporate Secretary certified that with at least a majority of the members of the Board present at the meeting by videoconference or teleconference call, a quorum existed for the transaction of official business by the Board of Directors.

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

Upon motion duly made by Ms. Brigitte Cecile N. Garcia (“BNG”) for the approval of the minutes of the 2022 Organizational Meeting of the Board, which motion was seconded by Mr. Jose Marko G. Sarmiento (“JGS”), the 2022 Minutes of the Organization Meeting was approved and adopted.

IV. ELECTION OF BOARD OFFICERS

The Chairman opened the floor for nominations for the officers of Vivant who will serve for 2023 to 2024 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:

POSITION	OFFICER
Chairman	Mr. Francis Damasus A. Garcia
Vice Chairman	Mr. Ramontito E. Garcia
Chief Executive Officer	Mr. Arlo Angelo G. Sarmiento
President	Mr. Emil Andre M. Garcia
Treasurer	Ms. Minuel Carmela N. Franco
Corporate Secretary	Atty. Catherine S. Bringas
Assistant Corporate Secretary	Atty. Joan A. Giduquio-Baron
Assistant Corporate Secretary	Atty. Maila Lourdes G. De Castro
Lead Director (Independent)	Atty. Laurence R. Rogero

V. CONFIRMATION OF CORPORATE OFFICERS

The Board confirmed the following to their respective positions:

POSITION	OFFICER
Executive Vice President & Chief Corporate Officer, Treasurer, and Chief Risk Officer	Ms. Minuel Carmela N. Franco
Sr. VP – Infrastructure	Atty. Jess Anthony N. Garcia
Vice President	Engr. Mark D. Habana
Vice President	Mr. Al Douglas Villaos
VP – Legal and Compliance Officer	Atty. Maila Lourdes G. De Castro
Sr. AVP – Corporate Planning	Ms. Brigitte Cecile N. Garcia
Sr. AVP – Corporate Communications	Mr. Shem Jose W. Garcia
Sr. AVP – Legal and Compliance, Corporate Secretary, and Data Protection Officer	Atty. Catherine S. Bringas
Sr. AVP – Treasury	Mr. Ronnel Vergel E. De Leon
AVP – Internal Audit, and Chief Audit Executive	Mr. Carlos F. Bargamento, Jr.
AVP – Accounting	Ms. Dyan Ramona S. Olegario
AVP – Human Resources	Mr. Denise D. Blanco
AVP – Information Technology and Chief Information Officer	Mr. Nilo M. Arribas Jr.
AVP – Treasury and Operations	Ms. Debbie C. Artiaga-Arradaza
AVP – Corporate Planning	Ms. Rhesel Joan R. Tompong

VI. APPOINTMENT OF COMMITTEE MEMBERS

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

BOARD COMMITTEE	CHAIRMAN	MEMBERS
Executive Committee	Mr. Francis Damasus A. Garcia	Mr. Ramontito E. Garcia (Vice Chairman) Mr. Emil Andre M. Garcia Mr. Arlo Angelo A. Sarmiento Mr. Jose Marko Anton G. Sarmiento Mr. Charles Sylvestre A. Garcia Ms. Brigitte Cecile N. Garcia

Audit Committee	Mr. Jose Carlitos G. Cruz - Independent	Mr. Charles Sylvestre A. Garcia Mr. Jose Marko Anton G. Sarmiento Atty. Jose M. Layug, Jr. - Independent Atty. Laurence R. Rogero - Independent
Finance Committee	Atty. Laurence R. Rogero - Independent	Mr. Francis Damasus A. Garcia Mr. Jose Marko Anton G. Sarmiento Mr. Jose Carlitos G. Cruz - Independent
Corporate Governance Committee	Atty. Jose M. Layug, Jr. - Independent	Mr. Jose Carlitos G. Cruz - Independent Atty. Laurence R. Rogero - Independent
Related Party Transaction Committee	Atty. Jose M. Layug, Jr. - Independent	Mr. Ramontito E. Garcia Mr. Jose Carlitos G. Cruz - Independent
Risk and Sustainability Committee	Atty. Laurence R. Rogero - Independent	Mr. Jose Marko Anton G. Sarmiento Mr. Charles Sylvestre A. Garcia Atty. Jose M. Layug, Jr. - Independent

VII. APPROVAL TO FILE THE 2023 GENERAL INFORMATION SHEET

As a consequence of the election of the new members of the board and the corporate officers for 2023-2024, the Corporate Secretary informed the Board of the need to comply with the SEC’s reportorial requirements, which include the filing of a General Information Sheet. After discussion and upon motion duly made and seconded, the Board approved and adopted the following resolutions:

“RESOLVED, as it is hereby resolved that the Board of Directors of Vivant Corporation (the “Corporation”) authorize the Corporate Secretary to file the 2023 General Information Sheet of the Corporation with the Securities and Exchange Commission;

“RESOLVED FINALLY, that the foregoing resolutions shall remain in full force and effect and binding on the Corporation unless otherwise revoked, amended or modified in writing.”

VIII. OTHER MATTERS

There was no other matter discussed.

IX. ADJOURNMENT

There being no other matter to be discussed, the Organizational Meeting for 2023 was adjourned at 11:30 A.M., after motion duly made and seconded.

[signature page follows]

DRAFT

Certified True and Correct:

ATTY. JOAN A. GIDUQUIO-BARON
Corporate Secretary

Attested by:

MR. CHARLES SYLVESTRE A. GARCIA
Chairman of the Board