



VIVANT CORPORATION
Minutes of the Organizational Meeting of the
Board of Directors
 Held on June 16, 2022 (Thursday) 10:00 A.M. via
 Videoconference

PRESENT:

Mr. Ramontito E. Garcia	-	Chairman
Mr. Charles Sylvestre A. Garcia	-	Member
Mr. Arlo Angelo G. Sarmiento	-	Member
Mr. Emil Andre M. Garcia	-	Member
Mr. Gil A. Garcia II	-	Member
Mr. Jose Marko Anton G. Sarmiento	-	Member
Ms. Brigette N. Garcia	-	Member
Mr. Carmelo Maria Luza Bautista	-	Independent Director
Mr. Jose Carlitos G. Cruz	-	Independent Director
Atty. Jose M. Layug, Jr.	-	Independent Director
Mr. Joseph Lee Sullivan	-	Independent Director

ALSO PRESENT:

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

The Assistant Chairman of Vivant Corporation (the "Corporation"), Mr. Ramontito E. Garcia, called to order the Organizational Meeting of the Board of Directors ("Board") at 10:00 A.M. The Assistant Corporate Secretary took the minutes of the proceedings.

II. PROOF OF NOTICE AND DETERMINATION OF QUORUM

The Assistant 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. Ramontito E. Garcia	Laptop	Mandaue City
Mr. Arlo Angelo G. Sarmiento	Laptop	Cebu City
Mr. Emil Andre M. Garcia	Laptop	Mandaue City
Mr. Charles Sylvestre A. Garcia	Laptop	Mandaue City
Mr. Gil A. Garcia II	Laptop	Mandaue City
Mr. Jose Marko Anton G. Sarmiento	Laptop	Mandaue City
Ms. Brigette N. Garcia	Laptop	Mandaue City
Mr. Carmelo Maria Luza Bautista	Laptop	Muntinlupa City
Mr. Jose Carlitos G. Cruz	Laptop	Paranaque City
Atty. Jose M. Layug, Jr.	Laptop	Mandaue City
Mr. Joseph Lee Sullivan	Laptop	Mandaue City
Atty. Joan A. Giduquio-Baron	Laptop	Mandaue City

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. Brigette N. Garcia ("BNG") for the approval of the minutes of the 2021 Organizational Meeting of the Board, which motion was seconded by Mr. Jose Marko G. Sarmiento ("JGS"), the 2021 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 2022 to 2023 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 officer:

POSITION	OFFICER
Chairman	Mr. Charles Sylvestre A. Garcia
Chief Executive Officer	Mr. Arlo Angelo G. Sarmiento
Vice Chairman and President	Mr. Emil Andre M. Garcia
Treasurer	Ms. Minuel Carmela N. Franco
Corporate Secretary	Atty. Joan A. Giduquio-Baron
Assistant Corporate Secretary	Atty. Catherine S. Bringas
Lead Director (Independent)	Mr. Jose Carlitos G. Cruz

V. CONFIRMATION OF CORPORATE OFFICERS

The Board confirmed the following to their respective positions:

POSITION	OFFICER
Executive Vice President & Chief Corporate Officer/ Treasurer/ Compliance Officer/ Chief Risk Officer	Ms. Minuel Carmela N. Franco
Sr. VP – Infrastructure/ Chief Information Officer	Atty. Jess Anthony N. Garcia
Vice President	Engr. Mark D. Habana
Vice President	Mr. Al Douglas Villaos
VP - Controllership and Corporate Services for Infrastructure	Ms. Maria Victoria E. Sembrano
VP- Risk and Sustainability	Mr. Alvin R. Harilla
Sr. AVP – Corporate Planning	Ms. Brigette Cecile N. Garcia
Sr. AVP – Corporate Communications	Mr. Shem Jose W. Garcia
Sr. AVP – Legal and Compliance/ Assistant Corporate Secretary/ Data Protection Officer	Atty. Catherine S. Bringas
AVP and Chief of Staff to the CEO	Mr. Grant Clark
AVP – Treasury	Mr. Ronnel Vergel E. De Leon
AVP – Internal Audit; Chief Audit Executive	Mr. Carlos F. Bargamento, Jr.
AVP – Accounting	Ms. Dyan Ramona S. Olegario
AVP – Human Resources	Mr. Denise Mae D. Blanco
AVP – Information Technology	Mr. Nilo M. Arribas Jr.

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. Charles Sylvestre A. Garcia	Mr. Emil Andre M. Garcia Mr. Ramontito E. Garcia Mr. Arlo Angelo A. Sarmiento Mr. Jose Marko Anton G. Sarmiento Mr. Gil A. Garcia II Ms. Brigette 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 Mr. Joseph Lee Sullivan - Independent
Finance Committee	Mr. Jose Carlitos G. Cruz - Independent	Mr. Charles Sylvestre A. Garcia Mr. Jose Marko Anton G. Sarmiento Mr. Carmelo Maria L. Bautista – Independent
Corporate Governance Committee	Mr. Joseph Lee Sullivan - Independent	Mr. Jose Carlitos G. Cruz - Independent Atty. Jose M. Layug, Jr. - Independent
Related Party Transaction Committee	Mr. Joseph Lee Sullivan - Independent	Mr. Charles Sylvestre A. Garcia Mr. Jose Carlitos G. Cruz - Independent
Board Risk Oversight Committee	Atty. Jose M. Layug, Jr. - Independent	Mr. Jose Marko Anton G. Sarmiento Mr. Gil A. Garcia II Mr. Joseph Lee Sullivan – Independent

VII. APPROVAL TO FILE THE 2022 GENERAL INFORMATION SHEET

As a consequence of the election of the new members of the board and the corporate officers for 2022-2023, the Assistant 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 2022 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 2022 was adjourned at 10:30 A.M., after motion duly made and seconded.

[signature page follows]

Certified True and Correct:


ATTY. JOAN A. GIDUCUTO-BARON
Assistant Corporate Secretary

Attested by:


MR. RAMON TITO E. GARCIA
Chairman of the Board