



VIVANT CORPORATION
Minutes of the Organizational Meeting of
the Board of Directors

Held on June 19, 2025 (Thursday) at 11:15 A.M.
Ranudo Boardroom 9th Floor, OITC 3, Oakridge Business Park, AS Fortuna St.,
Banilad, Mandaue City, 19th Floor, Alveo Financial Tower 6794 Ayala Avenue,
Makati City, and via videoconference

PRESENT:

| | | |
|-----------------------------------|---|----------------------|
| Mr. Emil Andre M. Garcia | - | Director |
| Mr. Ramontito E. Garcia | - | Director |
| Mr. Arlo Angelo G. Sarmiento | - | Director |
| Mr. Charles Sylvestre A. Garcia | - | Director |
| Mr. Jose Marko Anton G. Sarmiento | - | Director |
| Ms. Brigette Cecile N. Garcia | - | Director |
| Mr. Carmelo Maria L. Bautista | - | Independent Director |
| Mr. Jose Carlitos G. Cruz | - | Independent Director |
| Mr. Alfredo S. Panlilio | - | Independent Director |
| Atty. Laurence R. Rogero | - | Independent Director |

ALSO PRESENT:

Atty. Maila G. de Castro

NOT PRESENT:

Mr. Francis Damasus A. Garcia

I. PRELIMINARY MATTERS AND CALL TO ORDER

Atty. Maila G. de Castro ("MGD") requested the Members of the Board present for the designation and appointment of the Chairman and the Secretary for the Meeting. The Members of the Board approved MGD's designation as the Secretary for the Meeting (hereinafter the "Acting Corporate Secretary"). Mr. Arlo Angelo G. Sarmiento ("AGS") nominated and moved for Mr. Emil Andre M. Garcia ("EMG"), to serve as the Chairman of the Meeting, the motion was seconded Mr. Ramontito E. Garcia ("REG").

EMG called to order the Organizational Meeting of the Board of Directors ("Board") at 11:15 A.M and presided over the same. MGD acted as Secretary and recorded the minutes of the proceedings.

II. PROOF OF NOTICE AND DETERMINATION OF QUORUM

The Acting 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 Acting 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 Acting 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. Charles Sylvestre A. Garcia | Laptop | Mandaue City |
| Mr. Arlo Angelo G. Sarmiento | In-Person | Ranudo Boardroom, Mandaue City |
| Mr. Emil Andre M. Garcia | In-Person | Ranudo Boardroom, Mandaue City |
| Ms. Brigette Cecile N. Garcia | Laptop | Mandaue City |
| Mr. Jose Marko Anton G. Sarmiento | In-Person | Ranudo Boardroom, Mandaue City |
| Mr. Carmelo Maria L. Bautista | Laptop | Makati City |
| Mr. Jose Carlitos G. Cruz | In-Person | Don Gil Garcia Boardroom, Makati City |
| Mr. Alfredo S. Panlilio | Laptop | Makati City |
| Atty. Laurence R. Rogero | Laptop | Quezon City |
| Atty. Maila G. de Castro | In-Person | Ranudo Boardroom, 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 Acting 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 ORGANIZATIONAL MEETING OF THE BOARD HELD ON JUNE 20, 2024

Upon motion duly made by Mr. Jose Marko Anton G. Sarmiento ("JGS") for the approval of the minutes of the 2024 Organizational Meeting of the Board, which motion was seconded by AGS, the 2024 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 2025 to 2026 and until their respective successors shall have been duly qualified and elected. After the casting of votes for the nominees, and upon motion of JGS the following were unanimously elected 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. Maila Lourdes G. de Castro |
| Assistant Corporate Secretary | Atty. Catherine S. Bringas |
| Co-Assistant Corporate Secretary | Atty. Joan A. Giduquio-Baron |
| Lead Director (Independent) | Atty. Laurence R. Rogero |

V. CONFIRMATION OF CORPORATE OFFICERS

The Corporate Officers for 2025-2026 were presented and it was explained to the Board the need to confirm the positions of the officers for the coming year. After discussion and upon motion duly made and seconded, the Board unanimously confirmed the following to their respective positions:

| POSITION | OFFICER |
|---|----------------------------------|
| Executive Vice President & Chief Corporate Officer, Group Chief Finance Officer, and Chief Risk Officer | Ms. Minuel Carmela N. Franco |
| Executive Vice President | Atty. Jess Anthony N. Garcia |
| Vice President | Mr. Mark D. Habana |
| Vice President | Mr. Shem Jose W. Garcia |
| Vice President | Mr. Erickson B. Omamalin |
| VP – Legal; Data Protection Officer | Atty. Maila Lourdes G. de Castro |
| VP – Corporate Communications | Mr. Allan C. Cuevas |
| Chief Human Resource Officer | Mr. Peter C. Buenaseda |
| Sr. AVP – Corporate Planning | Ms. Brigette Cecile N. Garcia |
| Sr. AVP – Legal and Compliance; Compliance Officer | Atty. Catherine S. Bringas |
| Sr. AVP – Treasury | Mr. Ronnel Vergel E. De Leon |

| | |
|--|--------------------------------|
| Sr. AVP – Risk and Sustainability | Mr. Jerome Mario T. Orfano |
| Sr. AVP – Group Comptroller | Ms. Dyan Ramona S. Olegario |
| AVP – Real Estate | Mr. Carlos F. Bargamento, Jr. |
| 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 |
| AVP – Internal Audit; Chief Audit Executive | Mr. Myla G. Lumibao |
| AVP – Investors Relations | Mr. Randwil Dinbo U. Macaranas |

VI. APPOINTMENT OF COMMITTEE MEMBERS

The Board Committees and the respective composition thereof were presented to the Board. After discussion and upon motion duly made and seconded, the Board unanimously agreed to appoint the following Chairmen and Members of the various Board Committees:

| 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 Mr. Alfredo S. Panlilio- Independent Atty. Laurence R. Rogero - Independent |
| Finance Committee | Mr. Francis Damasus A. Garcia | Mr. Jose Marko Anton G. Sarmiento Mr. Alfredo S. Panlilio - Independent Mr. Jose Carlitos G. Cruz – Independent Mr. Carmelo Maria Luza Bautista - Independent |
| Corporate Governance Committee | Mr. Alfredo s. Panlilio - Independent | Mr. Jose Carlitos G. Cruz - Independent Atty. Laurence R. Rogero - Independent |
| Related Party Transaction Committee | Atty. Laurence R. Rogero - 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. Alfredo S. Panlilio - Independent |

VII. APPROVAL TO FILE THE 2025 GENERAL INFORMATION SHEET AND DISCLOSURE OF RESULTS OF THE MEETING TO THE SECURITIES EXCHANGE COMMISSION AND PHILIPPINE STOCK EXCHANGE

As a consequence of the election of the new members of the Board, the Board Officers and the Corporate Officers for 2025-2026, the Acting 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, and the disclosure of the results of the meeting to the Securities and Exchange Commission and the Philippines Stock Exchange. After discussion and upon motion duly made and seconded, the Board unanimously 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 2025 General Information Sheet of the Corporation with the Securities and Exchange Commission;

"RESOLVED FURTHER, that the Corporation is hereby authorized to disclose to the Securities and Exchange Commission, and the Philippines Stock Exchange the results of the Organizational Meeting held on June 19, 2025

"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 2024 was adjourned at 11:30 A.M., after motion duly made and seconded.

[signature page follows]

Certified True and Correct:



ATTY. MAILA LOURDES G. DE CASTRO
Acting Corporate Secretary

Attested by:



MR. EMIL ANDRE M. GARCIA
Acting Chairman of the Board