GOLDEN FUTURE
LIFEPLANS

December 31, 2024

PUNONGBAYAN & ARAULLO
20th Floor, Tower 1, The Enterprise Center
6766 Ayala Avenue, Makati City

Gentlemen:

In connection with your audit of the financial statements of **Goldenfuture Life Plans, Inc.** as at December 31, 2024, we have submitted to your representatives the minutes of meeting or summaries of actions of recent meetings for which minutes have not been prepared for meetings of the shareholders, directors, committees of directors, and important management committee of the company on dates stated below. These minutes or summaries constitute a full and complete record of all meetings of the shareholders, committee of directors and important management committee meetings held from January 1, 2024 to date.

I. BOARD OF DIRECTORS

DATE OF MEETING:	01 April 2024
NATURE:	REGULAR

MATTERS TAKEN:

The following resolutions were approved.

(1) The Corporation authorizes Ma. Antonette M. Tasipit and Clarisse Joyce A. Nazaire as the authorized representatives to (1) transact business with the Bureau of Internal Revenue RDO 53A pursuant to RR No. 7-2024 Implements Sections of the NIRX of 1997, as amended by Republic Act No. 11976 (Ease of Paying Taxes Act), "Prescribes the registration procedures and invoicing requirements for Transitory Provisions of Unused Official Receipts (2) to sign, execute and deliver any documents necessary to accomplish the foregoing purpose

(2) Authorizing the officer: Maribeth C. Tolentino - Chief Operating Officer, whose signature appears, be designated as the Corporation's authorized signatory with full power to sign, execute and deliver, for and in behalf of the Corporation, any and all documents and papers as may be required or deemed necessary to implement the abovementioned authority.

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<u>DATE OF MEETING:</u> 01 April 2024
<u>NATURE:</u> REGULAR

<u>MATTERS TAKEN:</u>

The following resolutions were approved.

(1) Authorizing the Corporation to open, maintain and manage in the name of the Corporation, any number of peso or foreign currency saving/current/time and other accounts, to open and maintain corporate card account, to apply for, avail, and/or register for any and all products and services offered, to apply for, negotiate and obtain loans, credit and/or lease accommodations or facilities, to mortgage, pledge, assign or otherwise encumber properties of the Corporation to BDO Unibank, Inc.

(2) Authorize any two of the following officers of the corporation: Maribeth C. Tolentino, Kate D. Cator, Maria Renee T. Regala, and Analyn A. Anero on behalf of the Goldenfuture Life Plans, Inc. to enter into the specified arrangements with BDO Unibank, Inc., under such terms and conditions as the said individuals may deem necessary and to accordingly execute, sign, deliver and/or perform any and all contracts, instruments, documents or writings with or to BDO Unibank, Inc. that may be necessary for the implementation of the foregoing transactions.

<u>DATE OF MEETING:</u> 01 April 2024
<u>NATURE:</u> REGULAR

<u>MATTERS TAKEN:</u>

The following resolutions were approved.

(1) Directed the reclassification of the amount of Php4,288,915.00 from the Trust Fund to the Receivable from Trustee account; and pronounced that all future payments to mortuary partners for services rendered should be treated as a deduction to Trust Fund.

(2) Directed the maintenance of the Stock and Transfer Book of the Company and the issuance of corresponding stock certificates to the stockholders.

The foregoing summary constitutes a full and complete record of all meetings of the directors and stockholders of the Corporation held from January 2024 to December 2024.

Very truly yours,
GOLDENFUTURE LIFE PLANS, INC.

By:

Mayumi

MAYUMI MITZI L. ARAO
Asst. Corporate Secretary

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY)S.S.

SECRETARY'S CERTIFICATE

I, **Maureen Christine O. Lizarondo - Medina**, Filipino citizen, of legal age, and with office address at **Penthouse, Liberty Center, 104 H.V. Dela Costa, Makati City, Metro Manila**, being the duly qualified Corporate Secretary of **Goldenfuture Life Plans, Inc.**, *[hereinafter "the Corporation"]*, a domestic corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office address at **San Ezekiel, C5 Extension, Las Pinas City, Metro Manila**, do hereby certify that at a meeting of the Corporation's Board of Directors held at its principal office on APRIL 01, 2024 during which a quorum was present and acting throughout, the following resolutions were unanimously approved:

"RESOLVED, as it is hereby resolved, that the Corporation shall transact with **BDO UNIBANK, INC. or any of its branches, its subsidiaries, and affiliates such as BDO Leasing and Finance, Inc. (BDOLFI), BDO Rental, Inc. (BDORI), BDO Capital & Investments Corporation and BDO Private Bank, Inc. (BDOPBI)**, [singularly or collectively referred to as "the Bank"] for the obtainment of loan facilities and availment of banking products and services;

RESOLVED, FURTHER, as it is hereby resolved, that in this regard, the Corporation shall be authorized to do the following:

1. **OPEN AND MAINTAIN DEPOSITORY ACCOUNTS**. To open, maintain and manage in the name of the Corporation, any number of peso or foreign currency savings / current / time and other accounts with the Bank ("Depository Accounts"), and in this regard, it may:
   - 1a. Deposit to and withdraw from the Depository Accounts, in whatever form and manner, and in such amount as the Corporation may deem appropriate or necessary;
   - 1b. Transfer funds from the Depository Accounts to other corporate, partnership, cooperative and/or individual accounts being maintained with the Bank and other banks.
   - 1c. Perform balance inquiries and bills payment.
   - 1d. Close the Depository Account and ask, demand, sue for, collect, and receive the proceeds of the Depository Account in the name of the Corporation;
   - 1e. Receive, accept, endorse and negotiate all checks, drafts, or orders of payment payable to the Corporation or its order which may require the corporation's endorsement;
   - 1f. Request for issuance of certificates of bank deposits/placements in favor of various institutions, both government and/or private, relative to the Corporation's accounts and authorizing the Bank to disclose any and all information relative thereto as requested by the addressee institution. For the foregoing purposes, the Corporation hereby waives its rights in favor of the Bank under Republic Act No. 1405 (The Bank Secrecy Act of 1955) as amended, Section 55 of Republic Act No. 8791 (The General Banking Law of 2000), as amended, Republic Act No. 6426 (Foreign Currency Deposit Act of the Philippines of 1974), as amended, and other laws/regulations, including all subsequent amendments or supplements thereto, relative to the confidentiality of secrecy of banks deposits/accounts, placements, investments and similar or related assets in the custody of the Bank. The Corporation shall hold the Bank, its directors, officers, employees, representatives and agents, free and harmless from any liability arising from its exercise of its remedies and authorities hereunder, or from any action taken by it on the basis of and within the framework of the foregoing authority.
   - 1g. Consent to or allow the (a) enrollment, use, and aggregation of the Corporation's Depository Accounts with the Bank for purposes of compliance by the Corporation, its parent company, subsidiaries and/or affiliates, as may be identified by the Corporation, with any average daily balance requirement (ADB) of the Bank; and (b) enrollment and use of the Corporation's Depository Accounts with the Bank to serve as debit account/s to fund the needs/requirements of the Corporation, its parent company, subsidiaries and/or affiliates, as may be identified by the Corporation, subject to existing policies of the Bank thereon;

2. **OPEN AND MAINTAIN CORPORATE CARD ACCOUNT**. To apply, establish, maintain and manage in the name of the Corporation, any number of corporate card account of any card brand / product offered by the Bank, including but not limited to Purchasing, Distribution and Fleet Card, with the Bank or any of its branches (hereinafter to be referred to as "Corporate Card Accounts"), and in this regard, it may:
   - 2a. Authorize the Bank to issue corporate cards from said Corporate Card Accounts to the Corporation's qualified officers or employees ("Assignees");
   - 2b. Fully pay and settle any and all purchases made and/or expenses incurred by said Assignees through the use of the issued Corporate Cards, including interest and service charges that may accrue thereto, through any means, including the enrollment and use of the Corporation's Depository Accounts under automatic debit arrangement, if applicable;

3. **AVAIL OF PRODUCTS AND SERVICES.** To apply for, avail, and/or register for any and all products and services offered by the Bank, including but not limited to:
   - 3a. Product and services offered by the Bank's **Consumer Lending Group – Credit Card Unit** such as merchant affiliation to honor and accept credit cards and/or ATM / debit cards, mobile wallets and/or other types of cards and/or payment transactions that will pass through the Bank's Point-of-Sale (POS) terminals and/or for internet transactions and/or other payment platforms;
   - 3b. Products and services offered by the Bank's **Transaction Banking Group**, such as integrated disbursement services (IDS), payment collection services, payroll services, cash card services, electronic banking services, Business Online Banking (BOB) services, collection and disbursement services, liquidity management, account services, remittance products and services, cash management services, retail products, and such other existing and future products and services and in this regard, it may:
     - i. Enroll, dis-enroll, re-enroll the following:
       - Depository Account/s in and from BOB;
       - Corporation System Administrator authorized to do and perform acts allowed under the Bank's terms and conditions governing ;;
       - Merchant/subscriber and/or third party accounts in BOB for bills/other payment purposes;
     - ii. Enroll, dis-enroll, re-enroll and designate the respective roles, access rights and authorized acts and transactions of users in BOB Facility (maker, approver, and/or verifier) with respect to the enrolled Depository Account/s as may be allowed under the Bank's terms and conditions governing ;

3c. Products and services offered by the Bank's **Trust and Investments Group** and in this regard, it may:
   i. Open and maintain trust (including unit investment trust funds), investment management, custodianship and other fiduciary accounts, as well as other trust banking products;
   ii. Open and maintain trust or investment management accounts for retirements funds of its employees;
   iii. Appoint the Bank as trustee, investment manager, agent, custodian, and/or fiduciary.

3d. Products and services offered by **BDO Capital & Investments Corporation** and in this regard, it may:
   i. Purchase and sell securities, as well as to invest in and other money market instruments and products such as but not limited to, government securities and corporate papers including those issued by BDO;
   ii. Appoint authorized trader/s of the Corporation to deal with BDO Capital & Investments Corporation, as well as execute, deliver and perform any and all agreements, instruments, contracts, documents as may be necessary to effect the foregoing transactions.

3e. Products and services offered by the Bank's **Treasury Group** and in this regard, it may:
   i. Purchase, sell and invest in debt securities and other money market instruments and products such as but not limited to, government securities and corporate papers including those issued by the Bank and to execute, deliver and perform any and all agreements, instruments, documents as may be necessary to effect such transactions;
   ii. Enter into foreign exchange dealings as well as derivative transactions and contracts with the Bank such as buying and selling of foreign exchange, under spot, swaps, options, and forwards transactions.
   iii. Allow the authorized representative/signatories of the Corporation to appoint authorized trader/s of the Corporation to deal with the Bank in relation to the foregoing transactions.

For the purpose of investments or dealings in or purchase/sale of securities or other documents of title, to appoint the Bank and/or its subsidiaries as the Corporation's true and lawful attorney, to act for its name and in its behalf in transacting business directly or indirectly with the appropriate government securities registry/custodian, a BSP accredited securities custodian/securities registry or a Securities Exchange and Commission (S.E.C.) authorized central securities depository in accordance with the relevant BSP or SEC regulations, to do and perform every act necessary that the Corporation might or could do in reference to any and all corporate and government bonds, bills of exchange, certificates of deposits, convertible bonds, debentures, promissory notes, shares of stock, certificates of participation in any fund, and such other commercial paper, documents, and instruments of any kind or nature.

4. **AVAIL OF CREDIT AND LEASE FACILITIES.** To apply for, negotiate and obtain loans, credit and/or lease accommodations or facilities, such as letters of credit, trust receipts, bills purchases, foreign exchange settlement lines from time to time in amounts which may be required by the Corporation, which authority shall include extensions, renewals, re-availments, increases, excess / over-availments, roll-overs, restructurings, novations, amendments or conversions into other credit form or type, and in this regard, it may:
   4a. Execute, sign and deliver from time to time the relevant loan, lease agreements, promissory note/s, disclosure statements, lease schedules, trust receipts and any and all other documents pertinent and necessary to implement the accommodations / facilities referred hereto;
   4b. Lease from and/or sell to BDOLFI and/or BDORI real and/or personal property (such as motor vehicle/s, vessels, aircraft, equipments and/or machinery) including availment of BDOLFI and BDORI facilities such as Installment Paper Purchase, factoring, floor stock financing, assignment of trade receivables and sale-and-lease back transactions.

5. **AVAILABILITY OF CREDIT FACILITY/IES TO CO-USER/S.** To allow the individual/s, subsidiary/ies, affiliate/s, entity/ies as indicated in any and all contracts, instruments, documents or writings relative to the credit facilities executed, signed, delivered by the Corporation to the Bank to share / use / avail / earmark against its credit facility/ies with the Bank.

6. **MORTGAGE, PLEDGE, ASSIGN CORPORATION PROPERTY.** To mortgage, pledge, assign or otherwise encumber properties of the Corporation, whether real or personal, as collaterals for credit accommodations extended by the Bank.

7. **APPOINT AND CONSTITUTE ATTORNEY-IN-FACT.** The Corporation appoints and constitutes the Bank as its attorney-in-fact, with full powers of substitution, to register the lease, sale, mortgage, pledge, assignment and/or encumbrance as well cancellation thereof, including the payment of any taxes such as but not limited to capital gains, creditable withholding tax(es), documentary stamp taxes, to receive the Certificate Authorizing Registration (CAR), transfer and/or reclassification of the necessary tax declarations(s), to file and request for the conversion of non-PHILARIS manually issued title over the mortgaged property(ies) to electronic PHILARIS title with any and all appropriate government offices / agencies; The power of attorney given by the Corporation is coupled with interest and is irrevocable until all obligations secured by the aforementioned properties of the Corporation are fully paid to the entire satisfaction of the Bank.

RESOLVED, FURTHER, that any ☐ one, ☒ two, ☐ all, ☐ _________ of the following officers of the Corporation

	NAME	POSITION / TITLE	SIGNATURE
1	Maribeth C. Tolentino	Chief Operating Officer	
2	Kate D. Cator	Credit & Collection Head	
3	Maria Renee T. Regala	IT Head	
4.	Analyn A. Anero	Marketing Officer	

shall be authorized on behalf of the Corporation to enter into the above-specified arrangements with the Bank under such terms and conditions as the said individuals may deem necessary and to accordingly execute, sign, deliver and/or perform any and all contracts, instruments, documents or writings with or to the Bank that may be necessary for the implementation of the foregoing transactions. Provided, further, that the aforementioned officers are hereby authorized with full powers of substitution, to receive, for and on behalf of the Corporation any and all of the mortgaged / pledged / assigned and / encumbered property/ies of the Corporation upon full payment to the entire satisfaction of the Bank of the obligations secured thereby.

RESOLVED, that all transactions, warranties, representations, covenants, dealing and agreements by the Corporation through the above named individuals with the Bank prior to the approval of this Resolution are all hereby approved, confirmed and ratified to be the valid and binding acts, representation, warranties and covenants of the Corporation as they may lawfully do or cause to be done by virtue of authorities given to them.

RESOLVED, FINALLY, that the foregoing Resolutions shall remain valid and subsisting unless otherwise revoked or amended in writing by the Corporation and duly served on the Bank."

After the adjournment of the meeting of the Board of Directors, a special meeting of all the Stockholders of record of the Corporation was also held on the aforesaid date, and by the unanimous vote of stockholders representing all of the outstanding capital stock, passed, ratified and adopted the aforesaid Board Resolutions and hereby acknowledge that these are necessary and essential to carry out the purposes of the Corporation and incidental to the exercise of the powers conferred to it.

IN WITNESS WHEREOF, this certification has been signed this day of MAY 2 4 2024 in MAKATI CITY.

CERTIFIED CORRECT:

Maureen Christine O. Lizarondo-Medina
Corporate Secretary
ID's Presented:
(pls see attached ID's)

Attested by:

Jerry M. Navarrete
President
ID's Presented:
(pls see attached ID's)

SUBSCRIBED AND SWORN TO before me at MAKATI CITY on MAY 2 4 2024; affiant exhibited to me the following:

Name	Valid ID	Community Tax Certificate	Date / Place Issued
maureen christine D. lizarondo - Medina	Passport no. P7209648B		valid until 14 July 2031

and is/are personally known to or identified by me to be the same person/s who executed the foregoing instrument and he/she/they further affirmed and made oath as, to the said instrument.

Doc. No. 22;
Page No. 6;
Book No. VII;
Series of 2024.

ISABELLE ALEXIS P. YASON
Appointment No. M-322
Notary Public for Makati City
Until December 31, 2024
Liberty Center-Picazo Law
104 H.V. Dela Costa Street, Makati City
Roll of Attorney's No. 83429
PTR No. 10081154/Makati City/01-09-2024
IBP No. 301890/PPLM/01-05-2024
Admitted to the bar in 2022

SECRETARY'S CERTIFICATE

I, **Maureen Christine O. Lizarondo-Medina**, of legal age, Filipino, after having been sworn to in accordance with law, hereby depose and state:

1. I am the elected Corporate Secretary of **Goldenfuture Life Plans, Inc.**, a corporation duly organized and existing under and by virtue of the laws of the Philippines with office address at San Ezekiel, C5 Extension, Las Pinas, Metro Manila.

2. At a special meeting of the Board of Directors of the Corporation held at its principal office on April 01, 2024, during which a quorum was present, the following resolutions were passed and approved:

   "**RESOLVED, AS IT IS HEREBY RESOLVED**, that the Corporation authorizes: **Ma. Antonette M. Tasipit** and **Clarisse Joyce A. Nazaire** as the authorized representatives to (1) transact business with the Bureau of Internal Revenue RDO 53A pursuant to RR No.7-2024 Implements Sections of the NIRC of 1997, as amended by Republic Act No. 11976 (Ease of Paying Taxes Act), "Prescribes the registration procedures and invoicing requirements for Transitory Provisions of Unused Official Receipts (2) to sign, execute and deliver any documents necessary to accomplish the foregoing purpose;

   "**RESOLVED FURTHER**, that the authority herein granted shall continue to be in full force and effect unless revoked by the Corporation by subsequent resolution."

   "**RESOLVED, FINALLY**, that the officer: **Maribeth C. Tolentino** - Chief Operating Officer, whose signature appears below, be designated as the Corporation's authorized signatory with full power to sign, execute and deliver, for and in behalf of the Corporation, any and all documents and papers as may be required or deemed necessary to implement the abovementioned authority;

Name	*Signature*
Maribeth C. Tolentino	____________

3. The above quoted resolutions has not been amended, repealed, or otherwise superseded to date.

4. The foregoing are in accordance with the records of the Corporation.

IN WITNESS WHEREOF, I have hereunto affixed my signature this MAY 24 2024 at MAKATI CITY.

MAUREEN CHRISTINE O. LIZARONDO-MEDINA
Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAY 24 2024 day of ________ 2024 in MAKATI CITY, by affiant exhibiting to me her Philippine Passport with number P7208643B, valid until 14 Jul 2031.

ISABELLE ALEXIS P. YASON
Appointment No. M-322
Notary Public for Makati City
Until December 31, 2024
Liberty Center-Picazo Law
104 H.V. Dela Costa Street, Makati City
Roll of Attorney's No. 83429
PTR No. 10081154/Makati City/01-09-2024
IBP No. 301890/PPLM/01-05-2024
Admitted to the bar in 2022

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