

**MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS
OF METROCARE HEALTH SYSTEMS INCORPORATED**

Held on 22 July 2025 at 1400H
At 147 Williams Street, Pasay City, Metro Manila

Present:

MR. VIRGIL B. PRIETO
MS. SOFIA M. PRIETO
MS. MARIA MERCEDES S. JIMENEZ
MR. GERONIMO P. REYES

I. Call to Order and Certification of Quorum

The Chairman, MR. VIRGIL B. PRIETO, called the meeting to order at 1400H after the Corporate Secretary, ATTY. CARLO ROBERTO C. SOLIS, certified that there was a quorum to transact such business as may come before the Board.

II. Reading and Approval of Minutes of the Previous Meeting

Upon motion duly made and seconded, the minutes of the previous meeting were read, approved and signed as read.

III. Compliance with AMLA Law/Rules/Issuances

BUSINESS OF THE DAY

The Chairman announced that the meeting was called to discuss the necessary compliance with existing laws/rules/issuances on AMLA and to designate the Corporation's Compliance Officer.


After deliberation and upon motion duly made and seconded, the following resolutions were unanimously adopted and approved by the body:

"RESOLVED, as it is hereby resolved, that METROCARE HEALTH SYSTEMS, INCORPORATED (the "Corporation") approves and confirms the appointment and authority of ATTY. CARLO ROBERTO C. SOLIS as the Corporation's Compliance Officer before the INSURANCE COMMISSION (IC) and the ANTI-MONEY LAUNDERING COUNCIL, for purposes of compliance with IC Circular Letter No. 2019-65, R.A. 9160, and other pertinent laws/rules/issuances, with full power and authority to do, execute and perform any and all necessary acts in furtherance of the Corporation's compliance, with authority to sign and accomplish the necessary documentation to render effective the foregoing resolution."

IV. Adjournment


There being no further matter to discuss, and upon motion duly made and seconded, the meeting was adjourned.


Certified Correct:


ATTY. CARLO ROBERTO C. SOLIS
Corporate Secretary

Attested by:

SPAM
MR. VIRGIL B. PRIETO
Chairman


MS. MARIA MERCEDES S. JIMENEZ
Director


MS. SOFIA M. PRIETO
President


GERONIMO P. REYES
Director

SECRETARY'S CERTIFICATE

I, **ATTY. CARLO ROBERTO C. SOLIS**, Filipino of legal age and with office address at 147 Williams Street, Pasay City, Metro Manila, after having been duly sworn in accordance with law, hereby depose and say that:

1. I am the incumbent Corporate Secretary of **METROCARE HEALTH SYSTEMS, INCORPORATED** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines with head office address at 147 Williams St., Pasay City;

2. At the Special Meeting of the Board of Directors of the Corporation held on 22 July 2025 in its head office, where a quorum was present and acting throughout, the following resolutions were unanimously approved and adopted, to wit:

"RESOLVED, as it is hereby resolved, that METROCARE HEALTH SYSTEMS, INCORPORATED (the "Corporation") approves and confirms the appointment and authority of **ATTY. CARLO ROBERTO C. SOLIS** as the Corporation's Compliance Officer before the **INSURANCE COMMISSION (IC)** and the **ANTI-MONEY LAUNDERING COUNCIL**, for purposes of compliance with **IC Circular Letter No. 2019-65, R.A. 9160**, and other pertinent laws/rules/issuances, with full power and authority to do, execute and perform any and all necessary acts in furtherance of the Corporation's compliance, with authority to sign and accomplish the necessary documentation to render effective the foregoing resolution."

3. The foregoing is in accordance with the records of the Corporation.


4. The foregoing resolutions have not been revoked, amended, nor in any manner modified, and accordingly, the same may be relied upon until written notice to the contrary is issued by the Corporation.

IN WITNESS WHEREOF, I have hereunto affixed my signature this JUL 28 2025 day of July 2025 in Pasay City, Metro Manila.


ATTY. CARLO ROBERTO C. SOLIS
Corporate Secretary

SUBSCRIBED AND SWORN to before me this JUL 28 2025 day of July 2025, affiant exhibiting to me his Non-Professional Driver's License No. N26-07-007636 bearing his photograph and signature, in accordance with Rule II, Section 12 and Rule IV Section 2 (b) of the 2004 Rules on Notarial Practice.

Doc. No.: 95 ;
Page No.: 20 ;
Book No.: 1 ;
Series of 2025.


ATTY. SARRAH E. DE GUZMAN
Notary Public for Pasay City
Commission No. 25-31, until 31 December 2026
Roll of Attorneys No. 75695
IBP O.R. No. 494377; 02 January 2025; Pangasinan
PTR No. PC8842025; 02 January 2025; Pasay City
MCLE Compliance No. VIII - 0033664; 14 May 2025
147 Williams Street, Pasay City 1300 Metro Manila