

**MINUTES OF THE SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF  
FONTANA RESORT & COUNTRY CLUB, INC.  
HELD ON 13 OCTOBER 2021 AT 9:00 A.M.  
(via video/teleconference)**

**DIRECTORS PRESENT:** MARY B. DE JESUS  
WU SHUIQING (Simon)  
CHEUNG WAI WA (Vera)  
ENRICO P. QUIAMBAO  
DAVID A. ANG

**ALSO PRESENT:** JUAN MIGUEL VICTOR C. DE LA FUENTE  
RONHEL VINN A. PAPA

**I. CALL TO ORDER**

In compliance with *SEC Memorandum Circular No. 6, Series of 2020*, the Special Meeting of the Board of Directors was conducted via video/teleconference. The Corporate Secretary, Atty. Juan Miguel Victor C. De La Fuente (“**Atty. De la Fuente**”), gave a roll call, after which the attending members each stated, for the record, their full names and locations. All the members confirmed that they could completely and clearly see and/or hear one another and that they received the agenda and all the materials for the meeting. They also disclosed their location and the specific type of device, which they were using for said teleconference.

Thereafter, Atty. De La Fuente reminded everyone to identify themselves before speaking.

The Chairperson, Ms. Mary B. De Jesus called the meeting to order and presided over the same. Atty. De la Fuente recorded the minutes thereof.

**II. CERTIFICATION OF QUORUM**

The Chairperson of the Meeting inquired with the Secretary of the Meeting whether a quorum existed. Since all the Directors were present, the Secretary of the Meeting certified as to the existence of a quorum for the valid conduct of business.

**III. APPROVAL ON THE ENGAGEMENT OF ALAS OPLAS & CO., CPAs  
AS THE CORPORATION’S EXTERNAL AUDITOR FOR 3-YEAR PERIOD  
ENDING 31 DECEMBER 2021 TO 31 DECEMBER 2023**

The Chairman informed the Board that the Audit Committee of the Club approved on 08 October 2021 the engagement of the services of Alas Oplas & Co., CPAs, as the Club’s external auditor for a three (3)-Year Period from period ending

31 December 2021 until the period ending 31 December 2023. The Chairman recommended to the Board of Directors the approval on the engagement of the services of Alas Oplas & Co., CPAs. Upon motion duly made and seconded, the Board resolves as follows:

**Board Resolution No. 01-2021-Oct13**

**“RESOLVED, AS IT HEREBY RESOLVED,** that the Board of Directors of **FONTANA RESORT & COUNTRY CLUB, INC.** (the **“Club”**) hereby approves the election of **ALAS OPLAS & CO., CPAs** as the Club’s External Auditor for the three (3)-Year period from the period ending 31 December 2021 until the period ending 31 December 2023, to serve as such until their successors are duly elected and qualified.

**RESOLVED FURTHER,** that the Board hereby authorizes and appoints its President & General Manager, **Mr. WU SHUIQING (Simon)** to sign, for and on behalf of the Board of Directors, the Letter of Engagement for External Audit Service of Alas Oplas & Co., CPAs.”

**IV. ADJOURNMENT**

Thereafter, there being no other business to discuss, the board meeting was adjourned at 10:00 A.M.

Certified Correct:

**JUAN MIGUEL VICTOR C. DE LA FUENTE**  
*Corporate Secretary*

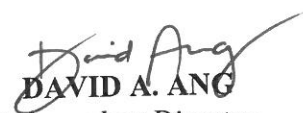
Minutes Read and Approved:

  
**MARY B. DE JESUS**  
*Chairman of the Board*

  
**WU SHUIQING (Simon)**  
*President & Director*

  
**CHEUNG WAI WA (Vera)**  
*Director*

  
**ENRICO P. QUIAMBAO**  
*Independent Director*

  
**DAVID A. ANG**  
*Independent Director*