

**MINUTES OF THE SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF
FONTANA RESORT & COUNTRY CLUB, INC.
HELD ON 01 AUGUST 2022 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: ALEXANDER RAMOS
DARWIN CORPUZ

JUAN MIGUEL VICTOR C. DE LA FUENTE

I. CALL TO ORDER

In compliance with *SEC Memorandum Circular No. 6, Series of 2020*, the Regular 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

Since majority of the directors participated via video/teleconference calling from the respective address and device used:

<i>Directors</i>	<i>Device Used</i>	<i>Addresses</i>
MARY B. DE JESUS	Laptop	117 Rentas corner Juan Luna Streets, Binondo, Manila
WU SHUIQING (Simon)	Laptop	Fontana Clubhouse, Fontana Leisure Parks, C.M. Recto Highway, CFZ, Philipines

CHEUNG WAI WA (Vera)	Laptop	Fontana Clubhouse, Fontana Leisure Parks, C.M. Recto Highway, CFZ, Philipines
ENRICO P. QUIAMBAO	Laptop	10-6 Don Juan Avenue, Villa Teresa Subdivision, Angeles City
DAVID A. ANG	Laptop	1555 M. Adriatico Street, Ermita, Manila 1000

Also present:

ALEXANDER L. RAMOS	Laptop	Fontana Clubhouse, Fontana Leisure Parks, C.M. Recto Highway, CFZ, Philipines
DARWIN CORPUZ	Laptop	Fontana Clubhouse, Fontana Leisure Parks, C.M. Recto Highway, CFZ, Philipines
JUAN MIGUEL VICTOR C. DE LA FUENTE	Laptop	25 Rose Avenue, Pilar Village, Las Piñas City

the secretary of the Meeting certified as to the existence of a quorum for the valid conduct of business.

III. POSTPONEMENT OF THE ANNUAL STOCKHOLDERS' MEETING

The Chairperson informed the Board that the Annual Stockholders' Meeting ("ASM") of the Club will be held on 26 September 2022, and the need to send out notices and the necessary reports to the stockholders of record. The members of the Board discussed the status of accomplishing the required reports to be attached as annexes to the Definitive Information Statement ("DIS") and its impending presentation to its stockholders during the ASM. After deliberations thereon and upon motion duly made and seconded, the Board resolved as follows:

Board Resolution No. 01-2022-Aug01

"RESOLVED, AS IT IS HEREBY RESOLVED, that FONTANA RESORT & COUNTRY CLUB, INC. (the "Club") hereby notes the necessity for the postponement of its Annual Stockholders Meeting ("ASM") originally scheduled on the last Monday of September, or on 26 September 2022. As such, the Board hereby authorizes the postponement of the ASM as tentatively scheduled to 16 December 2022 for the fulfillment of the indispensable reports to be attached in the Definitive Information Statement ("DIS"), which will be subsequently presented for the for the information of and validation of its stockholders, and to allow the restructuring and streamlining of the management of the Club."

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



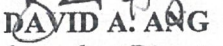
WU SHUIQING (Simon)
President & Director



CHEUNG WAI WA (Vera)
Director



ENRICO F. QUIAMBAO
Independent Director



DAVID A. ANG
Independent Director

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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



Imelda L. Meneses <ilmeneses@zglaw.com>

Re: URGENT: FOR E-SIGNATURE OF MS. MARY AND MR. DAVID.

Mannie Dungca <mannedungca@yahoo.com.ph>
To: "Century Pinnacle Land Development Inc." <centurypinnacle@yahoo.com>
Cc: Imelda Lu <ilmeneses@zglaw.com>

Tue, Aug 2, 2022 at 12:00 PM

Thank you mam tin.

On Tuesday, August 2, 2022, 11:56 AM, Century Pinnacle Land Development Inc. <centurypinnacle@yahoo.com> wrote:

Sir,

Please find the attached e-signed document for your reference and review.

On Tuesday, August 2, 2022 at 10:56:52 AM GMT+8, Mannie Dungca <mannedungca@yahoo.com.ph> wrote:

Dear Ms. Kristine,

Sending you herewith a copy of the Minutes of the Special Meeting of the BOD of FRCCI relating to the Postponement of the 2022 Annual Stockholders' Meeting for **E-SIGNATURE of Ms. Mary De Jesus and Mr. David asap.**

Please note that the said Minutes has been signed by Mr. Simon Wu, Ms. Vera Cheung and Atty. Enrico Quiambao. Once signed, kindly email back to me the signed copy because need to file a 17-C report to SEC until tomorrow.

Thank you very much.

Mannie Dungca
Paralegal
Fontana