

**MINUTES OF MEETING OF THE BOARD OF DIRECTORS
of**

EVER GOTESCO RESOURCES AND HOLDINGS, INC.

12th Floor Ever Gotesco Corporate Center, 1958 C.M. Recto Avenue, Manila

The Board of Directors of Ever Gotesco Resources and Holdings, Inc. (the "Corporation") met pursuant to a notice to each member of the Board in a regular meeting held at the 12th Floor Ever Gotesco Corporate Center, 1958 C.M. Recto Avenue, Manila on April 4, 2014.

Directors Present:

Jose C. Go
Evelyn C. Go
Joel T. Go
Lourdes G. Ortiga
Jonathan Go
Christian Grant Yu Tomas

Director Absent:

Antonio Jamon Jr.

Also Present:

Christine P. Base
Vicente Villa Canoneo
Caesar Certeza
Cynthia Dizon

A. CALL TO ORDER

Mr. Jose C. Go, Chairman of the Board, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Christine P. Base, took the minutes of the meeting.

B. PROOF OF THE REQUIRED NOTICE OF MEETING AND CERTIFICATION OF QUORUM

The Secretary certified that majority of the Directors were present thus there was a quorum for the valid transaction of any business which may properly come before the meeting.

C. APPROVAL OF MINUTES

The Minutes of the Board Meeting held on February 17, 2014 was approved by a unanimous vote of all the Directors present.

CP Base

D. APPROVAL OF RESOLUTION

The following resolution was approved by the directors present:

I. APPROVAL OF THE FINANCIAL STATEMENTS OF THE CORPORATION AS OF DECEMBER 31, 2013

The only item for approval of the Board of Directors is the approval of the financial statements of the Corporation as of December 31, 2013. Upon motion duly made and seconded, the Board approved and issued the following resolution:

Resolution No. 2014-02-03



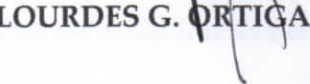
"RESOLVED, that the Board of Directors of Ever Gotesco Holdings and Resources Inc. (the "Corporation"), hereby approves the Financial Statements of the Corporation as of December 31, 2013 and hereby authorizes the issuance thereof."

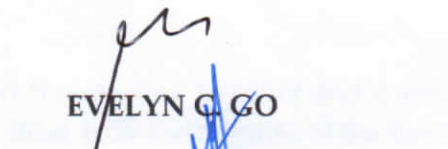


E. ADJOURNMENT

There being no further business to come before the meeting, upon motion duly made, seconded, and unanimously carried, the meeting was adjourned.


CHRISTINE P. BASE
Corporate Secretary

Attested by:


JOSE C. GO

JOEL T. GO

LOURDES G. ORTIGA


EVELYN C. GO

JONATHAN GO

CHRISTIAN GRANT YU TOMAS