

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS
OF
EVER GOTESCO RESOURCES AND HOLDINGS, INC.**
12th Floor, Ever Gotesco Corporate Plaza, 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 Plaza, 1958 C.M. Recto Avenue, Manila on May 13, 2022.

Directors Present:

Joel T. Go
Evelyn C. Go
Jonathan T. Go
Lourdes G. Ortiga
Christian Grant Yu Tomas
Caesar R. Certeza
Francisco A. Sanchez III

Also Present:

Atty. Christine P. Base

A. CALL TO ORDER

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

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

The Secretary certified that all 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 RESOLUTIONS

The following resolutions were approved by the Directors present.

I. POSTPONEMENT OF THE ANNUAL STOCKHOLDERS' MEETING

The first item for approval by the Board of Directors is the postponement of the Annual Stockholders' Meeting from the last Friday of August, as per by-laws, to September 14, 2022. Upon motion duly made and seconded, the Board approved and passed the following resolution:

✓ *rephase*

Resolution No. 2022-01-01

"RESOLVED, that the Board of Directors of Ever Gotesco Resources and Holdings, Inc. (the "Corporation") hereby approves the postponement of the annual stockholders' meeting of the Corporation from last Friday of August (date of annual meeting per By-Laws) to September 14, 2022."

II. APPROVAL OF THE FINANCIAL STATEMENTS AS OF DECEMBER 31, 2021

The next item for approval by the Board of Directors is the approval of the Company's Financial Statements as of December 31, 2021 and for the issuance thereof. The Chairman, President, Chief Financial Officer and the Corporate Secretary were also authorized to sign any and all documents to its effect. Upon motion duly made and seconded, the Board approved and passed the following resolution:

Resolution No. 2022-01-02

"RESOLVED, that Ever Gotesco Resources and Holdings, Inc. (the "Corporation") approves the Financial Statements of the Company as of December 31, 2021 and hereby authorizes the issuance thereof;

RESOLVED FURTHER, to authorize the Chairman, President, Chief Financial Officer, and the Corporate Secretary, to sign any and all documents to effect the foregoing; and

RESOLVED FINALLY, to authorize management to cause the filing of the necessary reports to relevant regulatory agencies and instrumentalities."

III. APPROVAL OF THE ANNUAL AND SUSTAINABLE REPORTS

The next item for approval by the Board of Directors is the approval of the Corporation's Annual Report (SEC 17-A) and the Corporation's Sustainability Report. Upon motion duly made and seconded, the Board approved and passed the following resolution:

Resolution No. 2022-01-03

"RESOLVED, that the Board of Directors of Ever Gotesco Resources and Holdings, Inc. ("Corporation") hereby approves the SEC 17-A Annual Report and Annex-A Sustainability Report of the Corporation"

IV. APPROVAL OF THE INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

The next item for approval by the Board of Directors is the approval of the Corporation's Integrated Annual Corporate Governance Report (I-ACGR) and to authorize the Corporation's Chairman, President, Corporate Secretary, Compliance Officer, and Independent Directors to sign the I-ACGR and for the management to cause the filing thereof to relevant regulatory agencies. Upon motion duly made and seconded, the Board approved and passed the following resolution:

Resolution 2022-01-04

***"RESOLVED*, that Ever Gotesco Resources and Holdings, Inc. (the "Corporation") be authorized to approve the Integrated Annual Corporate Governance Report ("I-ACGR") as presented by management;**

***RESOLVED FURTHER*, to authorize the Company's Chairman, President, Corporate Secretary, Compliance Officer, and Independent Directors to sign the I-ACGR; and**

***RESOLVED FINALLY*, to authorize management to cause the filing of the I-ACGR to relevant regulatory agencies and instrumentalities."**

V. APPROVAL OF FINANCIAL STATEMENT AS OF MARCH 31, 2022

The next and last item for approval by the Board of Directors is the approval of the financial statement as of March 31, 2022, to authorize the Chairman, President, Chief Financial Officer, and the Corporate Secretary to sign any and all documents to its effect, and for the management to cause the filing of the necessary reports to relevant regulatory agencies. Upon motion duly made and seconded, the Board approved and passed the following resolution:

Resolution 2022-01-05

***"RESOLVED*, that Ever Gotesco Resources and Holdings, Inc. (the "Corporation") approves the Financial Statements of the Company as of March 31, 2022 and hereby authorizes the issuance thereof;**

***RESOLVED FURTHER*, to authorize the Chairman, President, Chief Financial Officer, and the Corporate Secretary, to sign any and all documents to effect the foregoing; and**

***RESOLVED FINALLY*, to authorize management to cause the filing of the necessary reports to relevant regulatory agencies and instrumentalities."**

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 I. BASE
Corporate Secretary

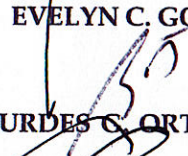
ATTESTED BY:


JOEL T. GO


JONATHAN T. GO

CHRISTIAN GRANT YU TOMAS


EVELYN C. GO


LOURDES C. ORTIGA


CAESAR R. CERTENZA

FRANCISCO A. SANCHEZ III