

## SECRETARY'S CERTIFICATE

I, **FLORINA P. TAN**, of legal age, Filipino, with office address at 1905A West Tower, TekTite Towers, Exchange Road, Ortigas Center, Pasig City, after having been duly sworn in accordance with law, do hereby state that:

1. I am the duly elected and incumbent Corporate Secretary of **HSBC Investment and Insurance Brokerage, Philippines Inc.** (hereinafter "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with office address at 5<sup>th</sup> Floor HSBC Centre, 3058 Fifth Avenue West Bonifacio Global City, Taguig City.

2. As the Corporate Secretary, I am the custodian of the minutes of meetings and records of the Corporation, including its Stock and Transfer Book.

3. I certify that during the 21 June 2024 Annual Stockholders Meeting of the Corporation, wherein a quorum was present, the following matters were presented and approved:

### Minutes

DECISION: Upon motion by Mr. Homer Figueroa, seconded by Mr. Faulhaber, the stockholders resolved to approve the minutes and issued the following resolution:

"RESOLVED, that the stockholders of the Corporation hereby approve the Minutes of the 23 June 2023 Annual Stockholders Meeting, as recorded and presented."

### President's Report

DECISION: The stockholders noted the President's report.

### Treasurer's Report

DECISION: The stockholders noted the Treasurer's report.

### Confirmation and Ratification of the Acts or Resolutions of the Board of Directors and Corporate Officers

DECISION: Upon motion by Mr. Faulhaber seconded by Mr. Figueroa, the stockholders unanimously resolved as follows:

"RESOLVED, as it is hereby resolved, that all resolutions, acts, and proceedings of the Board of Directors and the corporate officers be, as they are hereby approved, confirmed and ratified."

### Election of Directors for 2024-2025

DECISION: The following were elected as members of the Board of Directors of the Corporation:

- Sandeep Uppal
- Peter Faulhaber
- Claudia Isabel Santander
- Margarita Patricia Foronda
- Colin Drummond
- Homer S. Figueroa (Independent Director)
- Margarita M. Batino (Independent Director)

### Appointment of External Auditor

DECISION: Upon motion by Mr. Faulhaber, seconded by Mr. Figueroa the stockholders unanimously resolved as follows:

"RESOLVED, that Isla Lipana & Co (PricewaterhouseCoopers) be, as it is hereby re-appointed as the Corporation's external auditor."

IN WITNESS WHEREOF, I have hereunto set my hand this 22<sup>nd</sup> day of January 2026 at Pasig City.

  
**FLORINA P. TAN**  
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this 22<sup>nd</sup> day of January 2026 in Pasig City by affiant who exhibited to me her Philippine Passport with No. P7800575B which will expire on 7 October 2031:

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Series of 2026.



  
**RIC JOHN F. VELASCO**  
Roll No. 65535

Commission No. 059  
Notary Public for Pasig City & Pateros  
Until December 31, 2027  
PTR No. 3919434, January 6, 2026, Pasig City  
IBP No. 587538, January 5, 2026, Quezon City  
MCLE Compliance No. VII-0030196, April 25, 2025