

CYBER BAY CORPORATION
Minutes of the Special Meeting of the Board of Directors
Held on 26 February 2025
via Videoconference

DIRECTORS PRESENT:

MARIA FARAH Z.G. NICOLAS-SUCHIANCO
RAUL TITO MAXELMO A. ESTRELLA
CHERYL S. SALDAÑA-DE LEON
RYAN V. ROMERO
JOSE MARTIN A. LOON
RHOGEL S. GANDINGCO
LUIS A. VERA CRUZ, JR.
EVITA C. CABALLA
PATRICIA ANN L. BULAWIT

1. CALL TO ORDER

The Chairperson, Atty. Maria Farah Z.G. Nicolas-Suchianco, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Ryan V. Romero, recorded the minutes of the meeting.

2. CERTIFICATION OF QUORUM AND WAIVER OF NOTICE

The Corporate Secretary confirmed that all the directors can clearly see and hear the proceedings and that a quorum was present for the transaction of business by the Board, there being present all of the directors of the Corporation. The directors consented to waive their right to formal notice of this meeting.

3. AUTHORITY TO APPROVE THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31 DECEMBER 2024

Upon motion duly made and seconded, the Board passed and approved the following resolutions:

"RESOLVED, that the Corporation be authorized to approve its Audited Financial Statements as of and for the year ended 31 December 2024, as audited by its external auditor, R.G. Manabat & Co.;

"RESOLVED FURTHER, that the following persons be authorized and empowered to sign, execute, endorse, and deliver, for and on behalf of the Corporation, any and all documents including the Corporation's Annual Income Tax Return, Statement of Management's Responsibility for the Annual Tax Return, and Statement of Management's Responsibility for Financial Statements of the Corporation, and perform such acts as may be necessary to effect the foregoing resolution:

<u>NAME</u>	<u>DESIGNATION</u>
Maria Farah Z.G. Nicolas-Suchianco	Chairperson
Raul Tito Maxelmo A. Estrella	President
Patricia Ann L. Bulawit	Treasurer;



"RESOLVED FINALLY, that the foregoing resolutions shall remain valid, subsisting, and enforceable unless subsequently modified, revoked, rescinded, or suspended by a resolution of the Board of Directors."

4. ADJOURNMENT

There being no other matters to discuss, the meeting was adjourned upon motion duly made and seconded.

Certified correct:


RYAN V. ROMERO
Corporate Secretary and Director

Attested:


MARIA FARAH Z.G. NICOLAS-SUCHIANCO
Chairperson

Minutes read and approved


RAUL TITO MAXELMO A. ESTRELLA
Director


CHERYL S. SALDAÑA-DE LEON
Director

JOSE MARTIN A. LOON
Director

RHOGEL S. GANDINGCO
Director

LUIS A. VERA CRUZ, JR.
Director

EVITA C. CABALLA
Director

PATRICIA ANN L. BULAWIT
Director