

**VALUE CARE HEALTHCARE SYSTEMS, INC.**

BOD ATTENDANCE

NO.	BOD NAME		DATE OF MEETING						Percentage
			15-Jan-20 Regular Meeting	3-Mar-20 Regular Meeting	27-Jul-20 Regular Meeting	30-Sep-20 Regular Meeting	25-Nov-20 Regular Meeting	21-Dec-20 Regular Meeting	
1	Dr. Samuel Ang	Chairman	/	/	/	/	/	/	100%
2	Dr. Patricia Tan	President & CEO/Director	/	/	/	/	/	/	100%
3	Dr. Jose Y. Garcia, Jr.	Director	Absent	/	/	/	/	/	83%
4	Dr. Lawrence O. Gotamco	Director	/	/	/	/	/	/	100%
5	Dr. Josefina C. Chua	Treasurer/Director	/	/	/	/	/	/	100%
6	Dr. Cesar S. Co	Director	/	/	/	/	/	/	100%
7	Robertson K. Laurel	Independent Director	/	/	/	/	/	/	100%
8	JohnLu G. Koa	Independent Director	/	/	/	/	/	/	100%
9	Owen Y. Lee	Independent Director	/	/	/	/	/	/	100%

**The following Board Resolutions were unanimously approved:**

(Notarized copy of said Minutes can be requested from the office of the Corporate Secretary)

**January 15, 2020**

Authorizing the Corporation to enter into fixed income transactions including Peso Government Securities, US Dollar Sovereign Bonds and Special Time Deposits with PNB

**March 3, 2020**

A. Enrollment in Sterling Bank Asia's the Optima Online Banking Facility, appointing Corporation's authorized representatives for purpose of enrollment and use of Optima Online Banking Facility of Sterling Bank of Asia.

B. Authority to Print Official Receipts  
The Corporation was given authority to apply for an Authority to Print its Official Receipts and Invoices with Bureau of Internal Revenue and further resolved that Mr. Arnold Lachica is hereby authorized to sign, execute, endorse

C. Updated Signatories  
To remove Charlotte C. Chante due to sale of latter share and her resignation as Asst. Treasurer.

Amending previous resolutions on the subject, that effective 3 March 2020, all deposits, withdrawals, and other transactions pertaining to any and all funds of the Corporation from its existing deposit account/s , whether time, placement, current or savings, with all depository banks by means of checks, draftts, withdrawal slips, report or other similar intruments shall be signed by Class A, B & C signatories.

**27 July 2020**

Joint Meeting of Board of Directors and Stockholders

- I. Nomination and Election of New Directors
- II. Approval of Audited Financial Statements of the Corporation for year ended December 31, 2019.
- III. Appointment of External Auditor - Maceda Valencia & Co. as External Auditor for fiscal year ending 31 December 2020.

Organizational Meeting of Board of Directors

- I. Election of Officers and Appointment of Committee Members
- II. Board Approval on Authority to Print Provisional Receipt and Authorizing Mr. Harvey Pramo of Trojan Computer Forms Manufacturing Corp. to sign, execute, endorse and deliver for and in behalf of the Corporation, any document and other writings of whatever nature or kind, and to execute and perform any and all acts and deeds proper and necessary, unders such terms and condition as he may deem to be most beneficial the Corporation.
- III. Authorized Signatories for Reportorial Requirements to Government Agencies - Patricia L. Tan, MD, President/CEO, Shirley M. Catibog, CFO and Vincent Ryan A. Notario -Human Resources Manager
- IV. Authorized Signatories for Providers Agreement - Elmer M. Palomata, MD, Service Agreement - Armando S. Macalino, Patricia L. Tan, MD - Lease Agreement.
- V. Availment of Bank of Philippine Islands (BPI) Banking Services

**30 September 2020**

- I. Appointment of Independent Director -Mr. Owen Y. Lee and shall replace Robertson K. Laurel as a member of the Compensation Committee

II. Approval on the opening of an account with First Metro Asset Management (FAMI) and the mutual funds it manages.

II. Approves opening of an account with First Metro Asset Management (FAMI) and mutual funds it manages.

Approves investment with FAMI amounting to Php100M including any additional amount that maybe invested in the future.

Approval of authorized signatories - any two (2) of the following - Dr. Samuel D. Ang, Dr. Patricia L. Tan, and Dr. Josefina C. Chua.

III. Resolved further, that any two (2) of the officers of the Corporation be authorized to do all acts , sign, execute and deliver, for and in behalf of the corporation the agreement/s, documents or instruments, checks and withdrawal slips, debit and credit instructions, forms as well as renewals, amendments or supplements thereto prescribed by PNB.

IV. Sale of Company Vehicle(Honda Civic)

**25 November 2020**

I. Appointment of Alternate Anti-Money Laundering (AML) Compliance Officer effective November 25,2020.

II. Appoinment of Data Protection Officer (DPO) effective 25 November 2020.

III. Appointment of Authorized Representatives pursuant to Securities and Exchange ("SEC") Memorandum Circular ("MC") No. 28,s.2020

IV. Authorized to enter into agreement with Artifnet Global and Dr. Patricia Tan as the authorized, with full power to delegate and negotiate for the said contract.

V. Approval of write-off bad debts in the amount of Fifty- One Million Four Hundred Twenty FourThousand Four Hundred Thirty Three and 43/100 (PhP51,424,433.43) for fiscal year December 31, 2020.

VI. Sale of Company Vehicle - Toyota Innova 2.5V DSL 2011 Model

**21 December 2020**

Approval of the proposed declaration of cash dividends. Dividend declared by the Corporation must be approved by Insurance Commission (CL 2020-66)