

REPUBLIC OF THE PHILIPPINES)  
City of Manila ) ss

SECRETARY'S CERTIFICATE

I, **SERGIO F. APOSTOL**, Filipino, of legal age, with office address at 9 Mendiola Street, San Miguel, City of Manila, after having duly sworn to in accordance with law after having been duly sworn in accordance with law, do hereby depose and state that:

1. That I am the duly elected, qualified and incumbent Corporate Secretary of Centro Escolar University (the "Corporation"), a corporation duly organized and existing under and by virtue the laws of the Republic of the Philippines, with principal office and place of business at 9 Mendiola St., San Miguel, Manila.
2. As such Corporate Secretary of CEU, I have in my possession the records of the corporation.
3. At the special meeting of the Board of Directors of the Corporation held in the afternoon of 31 May 2024 at which a quorum was present, the following resolutions were approved:

**"RESOLVED**, that a cash dividend of **Pesos: One and 20/100 (PHP1.20)** per share be paid on 05 August 2024 to all common stockholders of record as of 11 July 2024;

**"RESOLVED, FURTHER**, to carry out the foregoing, that the amount of PESOS: **FOUR HUNDRED FORTY-SIX MILLION EIGHT HUNDRED NINETY-SEVEN THOUSAND TWO HUNDRED EIGHTY (PHP446,897,280.00)** be appropriated out of the unrestricted retained earnings of the corporation for the period ended 31 May 2023".

4. I further certify that the above Resolutions remain effective and subsisting, and have not been amended, modified or repealed, and the same are still in full force and effect.

IN WITNESS THEREOF, I have hereto set my hands this 31st day of May, 2024, in the City of Manila, Philippines.

  
**ATTY. SERGIO F. APOSTOL**  
Corporate Secretary

SUBSCRIBED AND SWORN to before me this \_\_\_\_ day of 2024 at \_\_\_\_\_  
\_\_\_\_\_ exhibiting to me his \_\_\_\_\_ as competent proof of  
identity bearing his signature and photograph.

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