

**MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING  
OF VIVANT CORPORATION**

Held at Cebu Country Club  
Banilad, Cebu City  
On June 27, 2014 at 10:00 A.M.

<u>STOCKHOLDERS PRESENT</u>	<u>SHARES REPRESENTED (%)</u>
Mai-I Resources Corporation-By Proxy	51.05%
JEG Development Corporation-By Proxy	<u>33.38%</u>
<b>Total Shareholdings Represented:</b>	<b>84.43 %</b>

**I. Call to Order**

The Chairman, Mr. Dennis N.A. Garcia, called the meeting to order at 10:00 o'clock A.M. and presided over the same.

**II. Certification of Notice And Existence of Quorum**

The Corporate Secretary, Atty. Jess Anthony Garcia, certified that notices of the meeting have been sent to all stockholders of record members not later than June 6, 2014 in accordance with the Corporation's by-laws, and with the presence of stockholders representing at least a majority of the issued and outstanding capital stock, there was quorum to transact business.

**III. Approval Of The Minutes Of The 2013 Annual Stockholders' Meeting**

Upon motion duly made and seconded, the minutes of the June 27, 2013 Annual Stockholders' Meeting was duly approved and adopted.

**IV. Annual Report Of Officers**

The Executive Vice President & COO, Arlo Angelo G. Sarmiento, delivered the Annual Report.

The Corporate Secretary was furnished a copy of the Report for his file.

V. **Ratification Of All Acts And Resolutions Of The Board Of Directors And Management In The Ordinary Course Of Business For The Fiscal Year 2013 up to and until the date of the Annual Stockholders' Meeting**

Upon motion duly made and seconded, the stockholders representing at least two-thirds (2/3) of the total issued and outstanding capital stock adopted and approved the following resolution:

“**RESOLVED**, THAT the Corporation approve, ratify, and adopt any and all official acts, transactions and resolutions entered into and adopted by the Board of Directors, the Management in the ordinary course of business for Fiscal Year 2013 up to and until the date of the Annual Stockholders' Meeting.”

VI. **Election Of Directors (Including Independent Directors)**

After nominations and casting of votes, the following were declared as duly elected members of the Board of Directors of the Corporation for 2014-2015 and until their successors have been duly elected and qualified:

1. Dennis N. A. Garcia
2. Emil Andre M. Garcia
3. Elbert M. Zosa
4. Gil A. Garcia, II
5. Charles Sylvestre A. Garcia
6. Ramonito E. Garcia
7. Eften P. Sarmiento
8. Jose Marko Anton G. Sarmiento
9. Johannes R. Hauri
10. Amb. Raul Ch. Rabe (Independent Director)
11. Atty. Jesus B. Garcia, Jr. (Independent Director)

VII. **Confirmation Of The Appointment Of The External Auditor**

Upon motion duly made and seconded, the stockholders representing at least two-thirds (2/3) of the total outstanding and issued capital stock adopted and approved the following resolution:

“**RESOLVED**, as it is hereby resolved to delegate to the Board of Directors the authority to appoint the External Auditor for 2014.”

**VIII. Other Matters And Adjournment**

There being no other matter to be discussed, the meeting was adjourned at 11:00 a.m., upon motion duly made and seconded.

Prepared by:

  
**JESS ANTHONY N. GARCIA**  
Corporate Secretary

  
**JOAN A. GIDDUQUIO-BARON**  
Assistant Corporate Secretary

Attested by:

  
**DENNIS N. GARCIA**  
Chairman of the Board