

**VIVANT CORPORATION**

Organizational Meeting of the Board of Directors

June 24, 2010 at 11:00 AM

Cebu Country club, Banilad Cebu City

**PRESENT:**

Mr. Dennis N.A. Garcia  
Mr. Ramontito E. Garcia  
Mr. Charles Sylvestre A. Garcia  
Mr. Gil A. Garcia II  
Mr. Jose Marko Sarmiento  
Mr. Efren P. Sarmiento  
Mr. Elbert M. Zosa  
Mr. Emil Andre M. Garcia  
Atty. Jesus B. Garcia. Jr.

**NOT PRESENT:**

Mr. Alfred V. Ty  
Amb. Raul Ch. Rabe

**ALSO PRESENT:**

Mr. Arlo A.G. Sarmiento – Chief Operating Officer  
Atty. Jess Anthony N. Garcia – Corporate Secretary  
Atty. Joan A. Giduquio-Baron – Asst. Corporate Secretary/Compliance Officer  
Atty. Macario C. Padullo, Jr. – Finance Manager

**I. CALL TO ORDER**

The incumbent Chairman, Mr. Dennis N.A. Garcia, called the meeting to order at 11:00AM and presided over the same. The Corporate Secretary, Atty. Jess Anthony N. Garcia recorded the minutes of the proceedings.

## **II. PROOF OF NOTICE AND CERTIFICATION OF QUORUM**

Upon motion duly made and seconded, the minutes of the previous Meeting of the Board of Directors was duly approved and adopted.

## **III. ELECTION OF COMPANY OFFICERS FOR 2010-2011**

The following were elected as officers for 2010-2011:

Chairman of the Board	Mr. Dennis N.A. Garcia
President	Mr. Ramontito E. Garcia
Treasurer	Mr. Gil A. Garcia II
Chief Operating Officer	Mr. Arlo A.G. Sarmiento
Secretary & Chief Information Officer	Atty. Jess Anthony N. Garcia
Assistant Secretary & Compliance Officer	Atty. Joan A. Giduquio-Baron

## **IV. ELECTION OF THE MEMBERS OF THE FOLLOWING COMMITTEES FOR 2010-2011**

The following were elected as chairmen and members of the following committees:

### **A. EXECUTIVE COMMITTEE**

Chairman	Mr. Dennis N.A. Garcia
Members	Mr. Ramontito E. Garcia
	Mr. Emil Andre M. Garcia
	Mr. Charles Sylvester A. Garcia
	Mr. Gil A. Garcia II
	Mr. Efren P. Sarmiento
	Mr. Jose Marko G. Sarmiento

### **B. COMPENSATION COMMITTEE**

Chairman	Mr. Dennis N.A. Garcia
Members	Mr. Ramontito E. Garcia

Atty. Jesus B. Garcia, Jr.  
Mr. Arlo A.G. Sarmiento  
Atty. Jess Anthony N. Garcia

**C. NOMINATION & ELECTION COMMITTEE**

Chairman Atty. Jesus B. Garcia, Jr.  
Members Mr. Dennis N.A. Garcia  
Mr. Ramontito E. Garcia  
Mr. Arlo A.G. Sarmiento

**D. AUDIT COMMITTEE**

Chairman Atty. Jesus B. Garcia, Jr.  
Members Mr. Ramontito E. Garcia  
Mr. Elbert M. Zosa  
Mr. Gil A. Garcia II

**E. FINANCE COMMITTEE**

Chairman Mr. Elbert M. Zosa  
Members Atty. Jesus B. Garcia, Jr.  
Mr. Efren P. Sarmiento

**V. DIVIDENDS DECLARATION**

After motion duly made and seconded, the Board unanimously approved the declaration of cash dividend of Php 0.11700 per share to stockholders of record as of July 12, 2010, and payable on August 5, 2010.


**VI. ADJOURNMENT**

There being no other matters discussed, the meeting was adjourned at 12:00 noon upon motion made and duly seconded.




**ATTY. JESS ANTHONY N. GARCIA**  
Corporate Secretary

Attested by:



**DENNIS N.A. GARCIA**  
Chairman



**JOSE MARKO G. SARMIENTO**  
Director




**RAMONTITO E. GARCIA**  
President



**CHARLES SYLVESTRE A. GARCIA**  
Director

**EFREN P. SARMIENTO**  
Director



**GIL A. GARCIA II**  
Director

**ELBERT M. ZOSA**  
Director

**EMIL ANDRE M. GARCIA**  
Director

**ATTY. JESUS B. GARCIA, JR.**  
Independent Director