

SECRETARY'S CERTIFICATE

I, **ATTY. KATRINA G. DE CASTRO**, of legal age, Filipino, with office address at BDO Corporate Center, 7899 Makati Avenue, Makati City, after having been sworn in accordance with law, hereby depose and certify that:

1. I am the Assistant Corporate Secretary of **BDO LIFE ASSURANCE COMPANY, INC.** formerly known as GENERALI PILIPINAS LIFE ASSURANCE COMPANY, INC. (referred to as the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with principal office address at BDO Corporate Center, 7899 Makati Avenue, Makati City;
2. At a duly convened meeting of the Board of Directors held on **02 December 2017**, where a quorum was present, the Board of Directors approved the following:

RESOLUTION No. 17-034

"RESOLVED, That the Board of Directors of BDO Life Assurance Company, Inc. (the "Company") approve, as it hereby approves the proposed schedule of the Board of Directors and Annual Stockholders' Meetings of the Company for the year 2018, as follows:

January 6	December 2017 regular meeting
*January 18	January 2018 regular meeting
February 24	February 2018 regular meeting
March 22	March 2018 regular meeting Annual Stockholders' Meeting Organizational Board Meeting
*April 26	April 2018 regular meeting
May 26	May 2018 regular meeting
June 30	June 2018 regular meeting
*July 26	July 2018 regular meeting
August 25	August 2018 regular meeting
September 29	September 2018 regular meeting
*October 25	October 2018 regular meeting
December 1	November 2018 regular meeting

Meetings to be held on the last Thursday of the month following the end of every quarter, except January 18, 2018.

3. I hereby certify that the above-quoted resolution is existing and has not been amended in whole or in part.

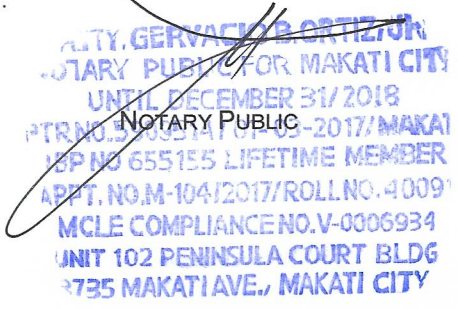

ATTY. KATRINA G. DE CASTRO
 Assistant Corporate Secretary

MAKATI CITY

MAY 30 2018

SUBSCRIBED AND SWORN to before me on _____, by affiant exhibiting to me her Passport No. EC4194785 expiring on 17 May 2020.

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NOTARY PUBLIC FOR MAKATI CITY
 UNTIL DECEMBER 31/2018
 PTR NO. 3035741 OF 03-2017/MAKATI
 IBP NO 655155 LIFETIME MEMBER
 APPT. NO. M-104/2017/ROLL NO. 4009
 MCLE COMPLIANCE NO. V-0006934
 UNIT 102 PENINSULA COURT BLDG
 735 MAKATI AVE., MAKATI CITY