

**MINUTES OF THE SPECIALMEETING
OF THE BOARD OF DIRECTORS OF
KAISER INTERNATIONAL HEALTHGROUP INC.**

Held at the Ground Floor, King's Court Building 1, 2129 Chino Roces Avenue, Makati City
on the 25thday of September2020, at 2:00 P.M.

PRESENT:

**DR. TITO P. TORRALBA
DR. LEAH U. YOLO
DR. JONATHAN DISRAELI S. SALVADOR
DR. JOSE J. DURAN
ATTY. TRANQUIL GERVACIO S. SALVADOR III
ATTY. JOHANNES B. OLA
ATTY. MANUELITO S. INSO**

I. CALL TO ORDER

The Chairman, Dr. Tito P. Torralba, called the meeting to order and thereafter presided over the same. The Corporate Secretary, Atty. Tranquil Gervacio S. Salvador III, certified to the existence of a quorum and recorded the minutes thereof.

II. QUORUM

The Secretary certified that a quorum was present for the purposes of conducting a meeting and transacting business.

III. CREATION OF CORPORATE GOVERNANCE COMMITTEE

The Chairman recommended the creation of a Corporate Governance Committee that will formulate, implement, and adopt a Corporate Governance manual. The Corporate Governance Committee is tasked to assist the Board in the performance of its corporate governance responsibilities, including the functions of identifying the quality of directors aligned with the company's strategic direction.

On the other hand, the Dr. Jonathan Disraeli S. Salvador, nominated Atty. Johannes B. Ola as Chairman of the Corporate Governance Committee and Dra. Leah u. Yolo and Atty. Manuelito S, Inso as members. He added that the following persons are qualified to act as such. Upon motion duly made by Atty. Tranquil Gervacio S. Salvador III and seconded by Dr. Jose S. Duran, the following resolutions were unanimously approved:

“RESOLVED, as it is hereby resolved, that the Board of Directors of the Corporation approved the creation of Corporate Governance Committee consisting of three (3)

members of the Board of Directors, two (2) of whom are independent directors, as follows:

Chairman : **ATTY. JOHANNES B. OLA** - Independent Director
Members : **DRA. LEAH U. YOLO**
ATTY. MANUELITO S. INSO - Independent Director

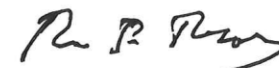
RESOLVED, FINALLY, that the Board of Directors of the Corporation be as it is hereby empowered and authorized to create and implement a Manual on Corporate Governance that shall serve as a guide in the creation of the committee."


IV. ADJOURNMENT

There being no further business to transact, the meeting was adjourned on motion duly made and seconded.


ATTY. TRANQUIL GERVACIO S. SALVADOR III
Director / Corporate Secretary

Attested by:

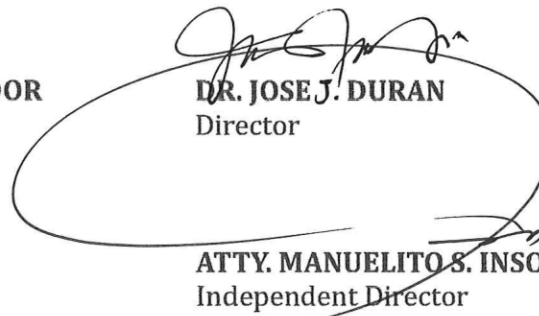

DR. TITO P. TORRALBA
Chairman of the Board


LEAH U. YOLO
Director / President


DR. JONATHAN DISRAELI S. SALVADOR
Director


DR. JOSE J. DURAN
Director


ATTY. JOHANNES B. OLA
Independent Director


ATTY. MANUELITO S. INSO
Independent Director