

THE COMPANIES ACT 2006

**COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
Of**

BANK OF THE PHILIPPINE ISLANDS (EUROPE) PLC

(the "Company")

Circulation Date: 1st September 2020

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 we, being the sole eligible member of the Company, irrevocably agree that the following Resolution is passed as an Ordinary Resolution:

Ordinary Resolution

THAT, in accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in Paragraph 5 of the memorandum of association of the Company, which by virtue of section 28 of the Companies Act 2006 is treated as a provision of the Company's articles of association, is hereby revoked and deleted.

Signature:

Print Name: **Cezar Consing**

For & on behalf of the sole shareholder, Bank of the Philippine Islands

Date: 1st September 2020

NOTES:

- 1 You may either:
 - 1.1 agree to the above resolution; or
 - 1.2 decline to agree the above resolution
- 2 If you agree to the above resolution, please indicate your agreement by signing and dating this document where indicated and returning it to the Company by 29th Sept 2020 using one of the following methods:
 - 2.1 delivering it by hand c/o Lu Oliphant Solicitors LLP, 10 Bloomsbury Way, London WC1A 2SL;
 - 2.2 sending it by post to c/o Lu Oliphant Solicitors LLP, 10 Bloomsbury Way, London WC1A 2SL;
- 3 If the Company has not received sufficient agreement by that date the resolution will lapse.
- 4 Once you have indicated your agreement to the resolution, you may not revoke that agreement.
- 5 If you do not agree to the above resolution, you do not need to do anything. If no response is received from you as indicated above, you will be counted as withdrawing your agreement to the above resolution.

