

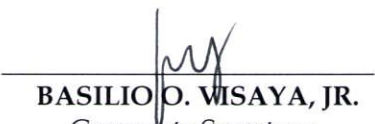
REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

CORPORATE SECRETARY'S CERTIFICATE

I, **BASILIO O. VISAYA, JR.**, of legal age, Filipino, with office address at 24th Floor, LKG Tower, Ayala Avenue, Makati City, Philippines, after being duly sworn in accordance with law, depose and say that:

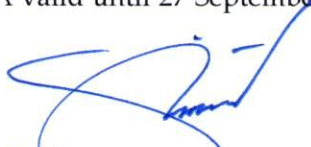
1. I am the duly elected Corporate Secretary of **THE MANUFACTURERS LIFE INSURANCE CORP. (PHIL.), INC.**, ("Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with office address at 16F LKG Tower, Ayala Avenue, Makati City, Philippines.
2. I hereby certify that based on the corporate records in my custody, the independent directors of the Company are as follows:
 - a. Atty. Janette Peña; and
 - b. Atty. Regina Rhoda Rara
3. I further certify that the said Independent Directors have no business or commercial dealings or designations in relation to the Corporation which could affect their functions as independent directors.
4. The foregoing are true and accurate as of date of this issuance.

IN WITNESS WHEREOF, I have affixed my signature this ____th day of JUN 15 2017 2017 at Makati City, Philippines.


BASILIO O. VISAYA, JR.
Corporate Secretary

SUBSCRIBED AND SWORN to before me by BASILIO O. VISAYA, JR. who is personally known to me to be the same person who presented this instrument and signed the instrument in my presence, this ___ day of JUN 15 2017, at Makati City, Philippines, with the affiant exhibiting to me his Passport No. P0397243A valid until 27 September 2021 issued in Manila.

Doc. No. 144
Page No. 30
Book No. I
Series of 2017.


ELEONOR E. PIÑERA
Notary Public from Makati City
Appointment No. NM 507 (2016-2017)
8th Floor, 13⁹ Corporate Center Valero Street
Salcedo Village, Makati City 1227
Roll of Attorneys No. 66302
Admitted to the BAR 2016
IBP No. 1058664; 01/06/2017; Quezon City
PTR No. 5913247; 01/05/2017; Makati City