



SECRETARY'S CERTIFICATE

The undersigned, **ATTY. NEIL L. NABUAB**, Corporate Secretary of the Philippine National Oil Company (hereinafter, **PNOC**), a corporation with original charter created under Presidential Decree No. 334, as amended, with principal office at PNOG Building 6, Energy Center, Rizal Drive, Bonifacio Global City, Taguig, Metro Manila,

HEREBY CERTIFIES AND STATES THAT:

In a Regular Meeting held on 12 December 2025, at which a quorum was present, the Governing Board of Directors of PNOG, upon the Management's recommendation, resolved to adopt the following internal policy, to wit:

"The appointment of the Department Manager of the Internal Audit Office (IAO), and his or her dismissal or removal from office, including any other Internal Auditor from IAO, requires the prior recommendation of the Board's Audit Committee, without prejudice to applicable Civil Service Commission's rules and regulations governing Plantilla positions."

Accordingly, the Board approved the following amendments to the PNOG Manual of Corporate Governance and the PNOG Manual of Approvals:

1. PNOG Manual of Corporate Governance, Section No. 2, Subject No. 15, inclusion of the following as an additional function of the Audit Committee:
 - a. Recommend the appointment of the Department Manager of the Internal Audit Office (IAO), and his or her dismissal or removal from office, including any other Internal Auditor from the IAO, without prejudice to applicable Civil Service Commission's rules and regulations governing Plantilla positions.
2. PNOG Manual of Approvals, Section 4: Approval Limits, Page 2, inclusion of the following provision: "For the Department Manager of the Internal Audit Office, the Board Audit Committee's endorsement must first be secured prior to his or her appointment".



Main Office

- PNOG Building 6, Energy Center, Rizal Drive, Bonifacio Global City Taguig, Philippines 1634
- [+632] 8789 7662
- www.pnoc.com.ph
- information@pnoc.com.ph

Industrial Park

- Barangay Batangas Dos, Mariveles Bataan, Philippines 2105
- [+6347] 244 5884 and 86
- industrialpark@pnoc.com.ph

Energy Supply Base

- Barangay Mainaga, Mabini Batangas, Philippines 4202
- +63 917 140 5303
- energysupplybase@pnoc.com.ph

This Secretary's Certificate is hereby issued this 14th day of January 2026 at Taguig City, Philippines upon the request of the Strategy Management Office.


ATTY. NEIL L. NABUAB
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this 02/03/2026 at Taguig, Metro Manila, Affiant, in his capacity as Corporate Secretary of PNOG, exhibiting to me his Tax Identification No. 724-752-480-000 issued on 28 June 2018.

Doc. No. 471 ;
Page No. 96 ;
Book No. VII ;
Series of 2026.


CARL PHILIP N. BATUCAN
Appointment No. 4 (2026-2027)
Notary Public for Taguig City
Until 31 December 2027
PNOG Bldg. VI, Energy Center, Rizal Drive
Bonifacio Global City, Taguig
Roll No. 67061
PTR No. 6043073/01-06-2026/Mandakuyong
IBP No. 581950/01-01-2026
MCLE Compliance No. VIII-BEP000168