

SECRETARY'S CERTIFICATE

I, **GASPAR R. ANDRES, JR.**, Filipino, of legal age, with principal office at 4th Flr Low rise Pacific Star Building, Se. Gil Puyat Cor. Makati Ave., Makati City, after having been sworn according to law, hereby depose and state:

1. I am the duly elected and qualified Corporate Secretary of **VULCAN INDUSTRIAL & MINING CORPORATION** (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines with principal address at 9/F Quad Alpha Centrum, 125 Pioneer St., Mandaluyong City and listed on The Philippine Stock Exchange, Inc. since August 31, 1970;
2. As Corporate Secretary, I have custody and access to the corporate records of the Corporation, including, but not limited to, the books and records of the transfer agent;
3. Based on the records of the Corporation as of December 31, 2022 (the "Covered Period"), the Corporation's capital structure is as follows:

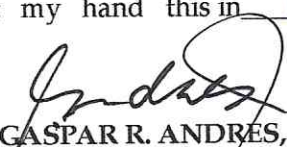
Authorized Capital Stock	Php 4,000,000,000
Number, Classes of Shares, Par Value per Share	4,000,000,000 Common Shares at Php1.00 Per Share
Issued and Outstanding Shares	1,450,000,000
Fully-paid Shares	963,944,338
Treasury Shares	0
Outstanding Shares	1,450,000,000
Listed Shares	963,944,338
Certificated Shares	60,291,526

4. Based on the records of PDTC as of the Covered Period, there are 903,652,812 lodged shares, broken down, as follows:

PCD Nominee - Filipino	890,733,331
PCD Nominee - Non-Filipino	12,919,481

5. All issued shares are duly and validly issued in accordance with existing laws, rules and regulations and are likewise listed in The Philippine Stock Exchange, Inc. ("PSE"). However, there are 486,055,662 shares which have been issued but have not been fully paid; there has been no call by the Board for payment of these shares.
6. All lodged shares are validly issued and listed on the PSE.
7. There are 486,055,662 issued and outstanding shares which are not yet listed.

IN WITNESS WHEREOF, I have hereunto set my hand this in MAKATI CITY
JAN 09 2023, Philippines.


GASPAR R. ANDRES, JR.
Corporate Secretary

SUBSCRIBED AND SWORN to before me, a notary public in and for the city named above,
personally appeared SSS with ID No. 03-2246688-5, who is personally known to me
to be the same person who executed the foregoing instrument, signed the same in my presence
and who took an oath before me, as to such instrument.

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ATTY. GEORGE DAVID D. SITON
NOTARY PUBLIC FOR MAKATI CITY
NOT. REG. NO. 0014086/3-29-2019
EXPIRATION DATE: 03-29-2023
OFFICE: EXECUTIVE BLDG., CANTERA MAKATI AVE., COR. JUPITER ST., MAKATI CITY