



11. Indicate the item numbers reported herein: **Item 9 – Postponement of Stockholders’ Meeting**

“WHEREAS, the Amended By-Laws dated September 27, 2019 of Melco Resorts and Entertainment (Philippines) Corporation (“**MRP**” or the “**Corporation**”) requires the holding of its Annual Stockholders’ Meeting (“**ASM**”) every third Monday of May of each calendar year.

WHEREAS, on March 16, 2020, the Office of the President issued Proclamation No. 929 which imposed an Enhanced Community Quarantine (“**ECQ**”) throughout Metro Manila from March 17, 2020 and was subsequently extended to until May 15, 2020.

WHEREAS, on May 12, 2020, it was further announced that Metro Manila will be placed under Modified Enhanced Community Quarantine (“**MECQ**”) from May 16 to May 31, 2020.

WHEREAS, the Philippine Amusement and Gaming Corporation suspended all land-based casino operations in Metro Manila, including City of Dreams Manila, for the duration of the ECQ and MECQ.

WHEREAS, due to closure of the business of the Corporation, the risks on health and safety brought about by the COVID-19 pandemic, the restrictions on movement and conduct of regular business as a result of the ECQ and the uncertainty of when the Corporation may be able to conduct business and resume normal operations, the Board of Directors and the Management of the Corporation have deemed it prudent and proper to postpone the holding of the ASM originally scheduled to be held on Monday, June 22, 2020, 2:30 p.m. at City of Dreams Manila, Asean Avenue cor. Roxas Boulevard, Brgy. Tambo, Parañaque City, 1701 Philippines.

RESOLVED, as it is hereby resolved, that the Annual Stockholders’ Meeting of the Corporation be postponed.

RESOLVED, that pursuant to Securities and Exchange Commission (SEC) Notice dated April 3, 2020 requiring all publicly-listed companies (PLCs) to file a 17-C Report disclosing said postponement in lieu of an Affidavit of Postponement, the Board authorized the Corporate Secretary, Atty. Marie Grace A. Santos, to file said 17-C Report and cause the same to be submitted to SEC.

RESOLVED, that the Board authorized the President, Mr. Clarence Yuk Man Chung, to reschedule the ASM to an indicative date on November 2020, or to any other date he deems proper.

RESOLVED FURTHER, that in connection with the actions contemplated by the foregoing resolutions, each of the President and Chairman of the Board, Treasurer, Property President/Chief Operating Officer, and Vice President, Legal Affairs, Philippines or Corporate Secretary of the Corporation (collectively, the “Authorized Representatives”) or, if applicable, any attorney of any Authorized Representative supported by relevant supporting documents (collectively, the “Authorized Persons”) be authorized, in the name and on behalf of the Corporation or the relevant subsidiary, to do such further acts and things and to sign such documents as any such Authorized Persons might deem necessary or appropriate, including to do and perform (or procure to be done and performed), in the name and on behalf of the Corporation or its subsidiaries, all such acts and to sign, make, execute, deliver, issue or file (or procure to be signed, made, executed, issued, delivered or filed) with any person including, but not limited to, any stock exchange, governmental authority or agency, all such

agreements, documents, instruments, certificates, consents, waivers, notifications and announcements and all amendments to any such agreements, documents, instruments, certificates, consents, waivers, notifications or announcements and where any such documents be required to be sealed or executed as a deed by affixing the corporate/common seal of the Corporation or the relevant subsidiary, to affix thereto the seal countersigned by any such Authorized Person and to pay, or procure to be paid, all such payments, in each case as any of them might deem necessary or advisable to carry out the intent of the foregoing resolutions, the authority for the taking of such acts and things and the signing, making, execution, delivery, issue and filing of such of the foregoing to be conclusively evidenced thereby.

RESOLVED FINALLY, that any and all actions of the Corporation and/or any of its subsidiaries, or any Authorized Person, or such other duly authorized person, taken in connection with the actions contemplated by the foregoing resolutions prior to the date of these resolutions be ratified, confirmed, approved and adopted in all respects as if such actions had been presented to all Directors for approval, and approved by them prior to such action being taken.”

### **SIGNATURE**

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

### **MELCO RESORTS AND ENTERTAINMENT (PHILIPPINES) CORPORATION**

By:



**MARISSA T. ACADEMIA**  
Compliance Officer

**May 21, 2020**  
Date

REPUBLIC OF THE PHILIPPINES )  
CITY OF PARAÑAQUE ) S.S.

**SECRETARY'S CERTIFICATE**

I, **MARIE GRACE A. SANTOS**, of legal age, Filipino, with business address at City of Dreams Manila, Asean Avenue cor. Roxas Boulevard, Brgy. Tambo, Parañaque City 1701, after having been duly sworn in accordance with law, state that:

1. I am the Corporate Secretary of Melco Resorts and Entertainment (Philippines) Corporation (the “**Corporation**” or “**MRP**”), a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal place of business at Asean Avenue cor. Roxas Boulevard, Brgy. Tambo, Parañaque City 1701.

2. I hereby certify that on May 16, 2020, the members of the Board of Directors of the Corporation unanimously approved the following Resolutions:

WHEREAS, the Amended By-Laws dated September 27, 2019 of Melco Resorts and Entertainment (Philippines) Corporation (“**MRP**” or the “**Corporation**”) requires the holding of its Annual Stockholders’ Meeting (“**ASM**”) every third Monday of May of each calendar year.

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WHEREAS, on May 12, 2020, it was further announced that Metro Manila will be placed under Modified Enhanced Community Quarantine (“**MECQ**”) from May 16 to May 31, 2020.

WHEREAS, the Philippine Amusement and Gaming Corporation suspended all land-based casino operations in Metro Manila, including City of Dreams Manila, for the duration of the ECQ and MECQ.

WHEREAS, due to closure of the business of the Corporation, the risks on health and safety brought about by the COVID-19 pandemic, the restrictions on movement and conduct of regular business as a result of the ECQ and the uncertainty of when the Corporation may be able to conduct business and resume normal operations, the Board of Directors and the Management of the Corporation have deemed it prudent and proper to postpone the holding of the ASM originally scheduled to be held on Monday, June 22, 2020, 2:30 p.m. at City of Dreams Manila, Asean Avenue cor. Roxas Boulevard, Brgy. Tambo, Parañaque City, 1701 Philippines.

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RESOLVED, that pursuant to Securities and Exchange Commission (SEC) Notice dated April 3, 2020 requiring all publicly-listed companies (PLCs) to file a 17-C Report disclosing said postponement in lieu of an Affidavit of Postponement, the Board authorized the Corporate Secretary, Atty. Marie Grace A. Santos, to file said 17-C Report and cause the same to be submitted to SEC.

RESOLVED, that the Board authorized the President, Mr. Clarence Yuk Man Chung, to reschedule the ASM to an indicative date on November 2020, or to any other date he deems proper.

RESOLVED FURTHER, that in connection with the actions contemplated by the foregoing resolutions, each of the President and Chairman of the Board, Treasurer, Property President/Chief Operating Officer, and Vice President, Legal Affairs, Philippines or Corporate Secretary of the Corporation (collectively, the "Authorized Representatives") or, if applicable, any attorney of any Authorized Representative supported by relevant supporting documents (collectively, the "Authorized Persons") be authorized, in the name and on behalf of the Corporation or the relevant subsidiary, to do such further acts and things and to sign such documents as any such Authorized Persons might deem necessary or appropriate, including to do and perform (or procure to be done and performed), in the name and on behalf of the Corporation or its subsidiaries, all such acts and to sign, make, execute, deliver, issue or file (or procure to be signed, made, executed, issued, delivered or filed) with any person including, but not limited to, any stock exchange, governmental authority or agency, all such agreements, documents, instruments, certificates, consents, waivers, notifications and announcements and all amendments to any such agreements, documents, instruments, certificates, consents, waivers, notifications or announcements and where any such documents be required to be sealed or executed as a deed by affixing the corporate/common seal of the Corporation or the relevant subsidiary, to affix thereto the seal countersigned by any such Authorized Person and to pay, or procure to be paid, all such payments, in each case as any of them might deem necessary or advisable to carry out the intent of the foregoing resolutions, the authority for the taking of such acts and things and the signing, making, execution, delivery, issue and filing of such of the foregoing to be conclusively evidenced thereby.

RESOLVED FINALLY, that any and all actions of the Corporation and/or any of its subsidiaries, or any Authorized Person, or such other duly authorized person, taken in connection with the actions contemplated by the foregoing resolutions prior to the date of these resolutions be ratified, confirmed, approved and adopted in all respects as if such actions had been presented to all Directors for approval, and approved by them prior to such action being taken.

3. The foregoing Resolutions have not been altered, modified, nor revoked and that the same are now in full force and in effect.

4. This Certification is issued to attest to the truth of the foregoing Resolutions.

IN WITNESS WHEREOF, I have hereunto set my hand on May \_\_\_\_, 2020 at Parañaque City.

  
**MARIE GRACE A. SANTOS**  
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this \_\_\_\_ of May 2020 in Parañaque City, affiant exhibiting to me her Passport No. P4765321A issued at DFA, Manila, valid until October 18, 2022.

Doc. No. \_\_\_\_;  
Page No. \_\_\_\_;  
Book No. \_\_\_\_;  
Series of 2020.