

REPUBLIC OF THE PHILIPPINES)
CITY OF MANILA) SS

SECRETARY'S CERTIFICATE

I, (*name of the Company's Secretary*), of legal age, Filipino and with office address at (*the Company's office address*), after having been duly sworn to in accordance with law, hereby certify that:

1. I am duly appointed (*position of the signee*) of (*Name of the Company*) ("the Company"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines with office address at (*company's office address*).
2. At the meeting of the Board of Directors of the Company held on (*date the meeting was held*), at least majority of the Directors being present and acting throughout, passed and approved the following resolution:

**Use of Computer-Generated Bureau of Internal Revenue ("BIR")
Withholding Tax Certificates (BIR Form No. 2307)**

WHEREAS, the Company intends to issue computer-generated BIR Form 2307 to its suppliers and payees, as may be necessary, in order to improve the operational efficiency and accuracy of its financial reporting.

NOW, THEREFORE, it is hereby resolved by the Company, through its Board of Directors:

1. To approve the use of the computer-generated BIR withholding tax certificate (i.e., BIR Form 2307);
2. To authorize and appoint the following employees / representatives, whose specimen signature appears below, as the authorized representatives of the Company, and hereby giving the, the authority to sign, approve and execute the said BIR certificates, as may be required:

Name of Authorized Representative 1	<u>signature of the authorized representative</u>
Name of Authorized Representative 2	<u>signature of the authorized representative</u>
Name of Authorized Representative 3	<u>signature of the authorized representative</u>

3. The foregoing resolutions are in force and effect and have not been revoked, revised or otherwise amended.

IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of ____ in _____, Philippines.

SIGNATURE
NAME OF THE SIGNEE
Company's POSITION

SUBSCRIBED AND SWORN to before me this ____ day of _____ in _____,
Philippines, affiant exhibiting to me his Passport, with Passport No. _____,
issued in _____ City on _____.

Doc. No. ____;
Page No. ____;
Book No. ____;
Series of 2020.

Sample draft only