

CERTIFICATION



I, **ALBERTO P. FENIX, JR.**, Filipino, of legal age and a resident of 15-E The Baltimore, 102 Aguirre St. Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of **D.M. Wenceslao & Associates, Incorporated** (the "Corporation") and have been its independent director since February 23, 2018.
2. I am affiliated with the following companies or organizations:

| COMPANY/ORGANIZATION | POSITION/ RELATIONSHIP | PERIOD OF SERVICE |
|-----------------------------------|---------------------------|----------------------|
| SPC Power Corporation | Director | 1994-Present |
| Victoria's Milling Company | Director | 2012-2017 |
| Fenix Capital and Management Inc. | Chairman and President | 2009-Present |
| Alpina Realty Inc. | Chairman and President | 1993-2018 |
| Ivoclar Vivadent Inc. | President | 1993-2018 |
| VC Securities Corporation | Independent Director | 2019-Present |


3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Corporation, as provided for in Section 38 of the Securities and Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any of the directors/officers/substantial shareholders of the Corporation, its subsidiaries, and affiliates nor a relative in any other way than the relationship provided under Rule 38 of the Securities Regulation Code.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I am not an officer or director of any government agencies or Government-Owned and Controlled Corporations.
7. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Manual on Corporate Governance for Publicly Listed Companies and other SEC issuances.
8. I shall inform the Corporate Secretary of the Corporation of any changes in the abovementioned information within five (5) days from its occurrence.

Executed on MAY 09 2019, at PARAÑAQUE CITY


ALBERTO P. FENIX, JR.
Affiant

SUBSCRIBED AND SWORN to before me MAY 09 2019 at PARAÑAQUE CITY,
affiant personally appeared before me and exhibited to me his Phil. Passport
P4806335A expiring on October 23, 2022

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ATTY. ROBERTO R. SANGALANG
NOTARY PUBLIC - UNTIL DEC. 31, 2019
ROLL OF ATTORNEY'S No. 28026
PTR No. 1707823-E Jan. 03, 2019 - Parañaque City
IBP No. 1083680 - Oct. 04, 2017
MLA Chapter IV - 2018 / 2019; TIN 146-267-992
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