



Republic of the Philippines
House of Representatives
Quezon City, Metro Manila

07 September 2020

HONORABLE BERNADETTE “BH” HERRERA

Deputy Majority Leader
House of Representatives
Quezon City

Dear Hon. Herrera:

This refers to your Honor’s letter dated 3 September 2020, requesting for a Certification that the House of Representatives consents to your Honor holding the position of Director of APOLLO GLOBAL CAPITAL, INC., a publicly listed holding company.

The House of Representatives maintains the position that neither the Secretary General nor the Speaker, as political and administrative head of the House of Representatives, possesses the power and duty to oversee a Member’s private engagement, business or profession, which does not involve, affect or impede the Member’s official functions. It is, therefore, unnecessary for the House of Representatives to consent to or allow a Member to assume any position in a publicly listed corporation.

In taking on any private engagement, however, the Honorable Members of the House of Representatives need always to consider the constitutional and statutory prohibitions on conflict of interest¹ to avoid any violation.

¹ 1987 Constitution, Article VI, Section 14. No Senator or Member of the House of Representatives may personally appear as counsel before any court of justice or before the Electoral Tribunals, or quasi-judicial and other administrative bodies. Neither shall he, directly or indirectly, be interested financially in any contract with, or in any franchise or special privilege granted by the Government, or any subdivision, agency, or instrumentality thereof, including any government-owned or controlled corporation, or its subsidiary, during his term of office. He shall not intervene in any matter before any office of the Government for his pecuniary benefit or where he may be called upon to act on account of his office.

Republic Act No 3019, Section 3. Corrupt practices of public officers . — In addition to acts or omissions of public officers already penalized by existing law, the following shall constitute corrupt practices of any public officer and are hereby declared to be unlawful:

(i) Directly or indirectly becoming interested, for personal gain, or having a material interest in any transaction or act requiring the approval of a board, panel or group of which he is a member, and which exercises discretion in such approval, even if he votes against the same or does not participate in the action of the board, committee, panel or group.

For your Honor's information and guidance.

Very truly yours,


JOSE LUIS G. MONTALES
Secretary General

Doc. No. 13523

Interest for personal gain shall be presumed against those public officers responsible for the approval of manifestly unlawful, inequitable, or irregular transactions or acts by the board, panel or group to which they belong.

Republic Act No. 6713, Section 3 (i) - "Conflict of interest" arises when a public official or employee is a member of a board, an officer, or a substantial stockholder of a private corporation or owner or has a substantial interest in a business, and the interest of such corporation or business, or his rights or duties therein, may be opposed to or affected by the faithful performance of official duty.

RA 6713, Section 7. Prohibited Acts and Transactions. — In addition to acts and omissions of public officials and employees now prescribed in the Constitution and existing laws, the following shall constitute prohibited acts and transactions of any public official and employee and are hereby declared to be unlawful:

- (a) Financial and material interest. — Public officials and employees shall not, directly or indirectly, have any financial or material interest in any transaction requiring the approval of their office.*

CERTIFICATION OF INDEPENDENT DIRECTOR

I, Deogracias "Deo" G. Contreras, Jr., Filipino, of legal age and a resident of 28 Dodge St., Filinvest 2 Batasan Hills, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of APOLLO GLOBAL CAPITAL, INC. (FORMERLY: YEHEY! CORPORATION) and have been its independent director since 07 January 2020 (where applicable).
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/ RELATIONSHIP	PERIOD OF SERVICE
N/A	N/A	N/A

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of APOLLO GLOBAL CAPITAL, INC. (FORMERLY: YEHEY! CORPORATION), as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am related to the following director/officer/substantial shareholder of covered company and its subsidiaries and affiliates) other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code. (where applicable)

NAME OF DIRECTOR/OFFICER/ SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OF RELATIONSHIP
N/A	N/A	N/A

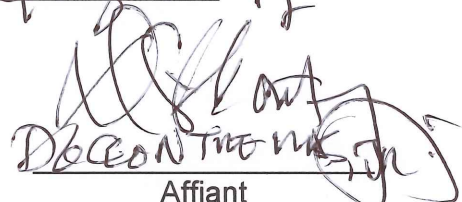
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding/I disclose that I am the subject of the following criminal/administrative investigation or proceeding (as the case may be):

OFFENSE CHARGED/INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS
N/A	N/A	N/A

6. (For those in government service/affiliated with a government agency or GOCC) I have the required written permission or consent from the (head of the agency/department) to be an independent director in _____ N/A _____, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.


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, Code of Corporate Governance and other SEC issuances.
8. I shall inform the Corporate Secretary of APOLLO GLOBAL CAPITAL, INC. (FORMERLY: YEHEY! CORPORATION) of any changes in the abovementioned information within five days from its occurrence.

Done, this 18th ^{AUG 24 2020} day of August, at MAKATI CITY.


Affiant

August 2020 SUBSCRIBED AND SWORN to before me this AUG 24 2020 day of August at MAKATI CITY, affiant personally appeared before me and exhibited to me his Passport No. EC6633871 issued at DFA NCR East on 29 January 2016.

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Series of 2020.


JEAN MAUREEN P. DOMINGUEZ
Appointment No. M-237
Notary Public for Makati City
Until December 31, 2021
Liberty Center-Picazo Law
104 H.V. Dela Costa Street, Makati City
Roll of Attorney's No. 73253
PTR No. 8148400/Makati City/01-20-2020
IBP No. 101860/Makati City/ 01-07-2020
MCLE Exempted-Admitted to the bar in 2019

CERTIFICATION OF INDEPENDENT DIRECTOR

I, Klarence Dy, Filipino, of legal age and a resident of 100 Guirayan Street, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of APOLLO GLOBAL CAPITAL, INC. (FORMERLY: YEHEY! CORPORATION) and have been its independent director since 20 October 2015 (where applicable).
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/ RELATIONSHIP	PERIOD OF SERVICE
Boulevard Holdings, Inc.	Independent Director	Independent Director since April 7, 2017.

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of APOLLO GLOBAL CAPITAL, INC. (FORMERLY: YEHEY! CORPORATION), as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am related to the following director/officer/substantial shareholder of covered company and its subsidiaries and affiliates) other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code. (where applicable)

NAME OF DIRECTOR/OFFICER/ SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OF RELATIONSHIP
N/A	N/A	N/A

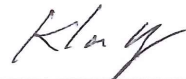
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding/I disclose that I am the subject of the following criminal/administrative investigation or proceeding (as the case may be):

OFFENSE CHARGED/INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS
N/A	N/A	N/A

6. (For those in government service/affiliated with a government agency or GOCC) I have the required written permission or consent from the (head of the agency/department) to be an independent director in _____ N/A _____, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.

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, Code of Corporate Governance and other SEC issuances.
8. I shall inform the Corporate Secretary of APOLLO GLOBAL CAPITAL, INC. (FORMERLY: YEHEY! CORPORATION) of any changes in the abovementioned information within five days from its occurrence.

Done, this AUG 24 2020 day of MAKATI CITY.



Affiant

SUBSCRIBED AND SWORN to before me this AUG 24 2020 day of MAKATI CITY at MAKATI CITY, affiant personally appeared before me and exhibited to me his Passport No. P1260017A issued at DFA Manila on 17 December 2016.

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JEAH MAUREEN P. DOMINGUEZ
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