

**MINUTES OF THE ANNUAL MEETING OF STOCKHOLDERS  
ANGLO PHILIPPINE HOLDINGS CORPORATION**

Held on July 26, 2024, 2:00 PM  
VIA REMOTE COMMUNICATION  
(Zoom Webinar)

**Directors Present:**

Presentacion S. Ramos	Adrian S. Arias
Gerard Anton S. Ramos	Reynaldo E. Nazarea
Adrian Paulino S. Ramos	Laurito E. Serrano – Independent Director
Maureen Alexandra S. Ramos-Padilla	Honorio A. Poblador III - Independent Director
Christopher M. Gotanco	Nicholas Justin H. Ang - Independent Director
Roberto V. San Jose	

**Also Present:**

Gilbert V. Rabago  
Iris Marie U. Carpio-Duque  
Josephine L. Ilas

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<b>Total Number of Shares Issued and Outstanding</b>	<b>3,003,302,538</b>
<b>Total Number Shares Present and Represented:</b>	<b>2,441,977,510</b>
<b>Total Percentage:</b>	<b>81.31%</b>

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**I. CALL TO ORDER**

The Chairman, Mr. Gerard Anton S. Ramos called the meeting, via remote communication to order. Atty. Iris Marie U. Carpio-Duque, Corporate Secretary, was the Secretary of the Meeting and recorded the minutes of the proceedings.

**II. CERTIFICATION OF QUORUM**

The Secretary announced that in compliance with the rules issued by the Securities and Exchange Commission (SEC) on the alternative mode for distributing the Notice of Meeting, information on the date, time and place of meeting has been published in the respective Business Sections of Malaya Business Insight and The Daily Tribune on July 4 and 5, 2024, both in print and online format. Likewise, notices were sent via email to stockholders as indicated in the corporate records. The electronic copy of the amended Notice and Agenda, the Definitive Information Statement, management report, annual report in SEC Form 17-A, and other required documents are also available at the Company's website [anglophil.com](http://anglophil.com) and uploaded on the PSE Edge portal.

She further certified that as verified by the Transfer Agent, PSTI, at this Meeting there were present, registered or represented by proxy, stockholders holding **Two Billion Four Hundred Forty-One Million Nine Hundred Seventy-Seven Thousand Five Hundred Ten (2,441,977,510)** shares of stock, representing **81.31%** of the Corporation's total outstanding capital stock. There was therefore a quorum for the transaction of business at this meeting.

She also informed the Stockholders and participants that the meeting was being recorded, and that upon adjournment, the link to the recorded webcast of this meeting will be posted on the Company's website for two (2) consecutive weeks. Within this period, Stockholders may raise with the Company, any issues, clarifications and concerns on the Annual Stockholders' Meeting conducted.

**III. APPROVAL OF THE MINUTES OF THE LAST STOCKHOLDERS'  
MEETING**

Upon motion duly made and seconded, the reading of the minutes of the last stockholders' meeting held on July 28, 2023, copies of which were earlier distributed to the stockholders, was dispensed with and the same was considered complete and accurate, and unanimously approved without reading.

Thereafter, the following resolution was approved:

**”RESOLVED**, that the Minutes of the Stockholders' Meetings held on July 28, 2023 of Anglo Philippine Holdings Corporation is hereby approved, confirmed and ratified.”

The Secretary certified that a total of **Two Billion Four Hundred Forty-One Million Nine Hundred Seventy-Seven Thousand Five Hundred Ten (2,441,977,510)** shares of stock, shares representing 100% of the total voting shares represented in this July 26, 2024 meeting have voted in favor of the approval of the Minutes of the Stockholders' Meetings held on July 28, 2023 of Anglo Philippine Holdings Corporation.

#### **IV. MANAGEMENT REPORT**

The Presiding Officer then gave the floor to the President, Mr. Adrian Paulino S. Ramos, to present the Management Report and briefly presented the financial and operations highlights for year 2023 and explained the salient points thereof.

Thereafter, upon motion duly made and seconded, the following resolution was unanimously approved:

**“RESOLVED**, that the Management Report and Audited Financial Statements for the year ended December 31, 2023, is hereby noted and approved.”

The Secretary certified that a total of **Two Billion Four Hundred Forty-One Million Nine Hundred Seventy-Seven Thousand Five Hundred Ten (2,441,977,510)** shares of stock, shares representing 100% of the total voting shares represented in this July 26, 2024 meeting voted in favor of the approval of the Management Report and Audited Financial Statements for the year ended December 31, 2023.

#### **V. RATIFICATION OF THE ACTS OF THE BOARD OF DIRECTORS AND MANAGEMENT**

The Stockholders then reviewed the acts and decisions of the Board of Directors and the Management of the Corporation from the last annual stockholders' meeting to date, as flashed on the screen. After discussion and on motion made and duly seconded, the following resolution was approved:

**“RESOLVED**, that all acts and resolutions of the Board of Directors, its Committees and Management of Anglo Philippine Holdings Corporation (the “Corporation”) taken or adopted since the annual stockholders' meeting last July 28, 2023 until the date of this meeting July 26, 2024 be, as they are hereby, approved, ratified and confirmed.”

The Secretary certified that a total of **Two Billion Four Hundred Forty-One Million Nine Hundred Seventy-Seven Thousand Five Hundred Ten (2,441,977,510)** shares of stock, shares representing 100% of the total voting shares represented in this July 26, 2024 meeting voted in favor of the approval of all acts and resolutions of the Board of Directors, its Committees and Management of Anglo Philippine Holdings Corporation (the “Corporation”)

taken or adopted since the annual stockholders' meeting last July 28, 2023 until the date of this meeting July 26, 2024

## VI. ELECTION OF DIRECTORS

The next item on the agenda was the election of directors. Upon nominations made and duly seconded, the following persons were elected by the stockholders present or represented, as Directors of the Corporation for the current year and until their successors shall have been duly elected and qualified:

Presentacion S. Ramos  
Gerard Anton S. Ramos  
Adrian Paulino S. Ramos  
Maureen Alexandra S. Ramos-Padilla  
Christopher M. Gotanco  
Adrian S. Arias  
Reynaldo E. Nazarea  
Roberto V. San Jose  
Laurito E. Serrano  
Honorio A. Poblador III  
Nicholas Justin H. Ang

Messrs. Laurito E. Serrano, Honorio A. Poblador III and Nicholas Justin Ang, are independent directors in compliance with Section 8 of the Securities Regulation Code and its implementing rules and regulations.

The Secretary certified that the above Directors each received at least **Two Billion Four Hundred Forty-One Million Nine Hundred Seventy-Seven Thousand Five Hundred Ten (2,441,977,510)** shares of stock, representing 100% of the total voting shares represented in this meeting.

## VII. APPOINTMENT OF EXTERNAL AUDITORS

Thereafter, the meeting proceeded with the appointment of the external auditors of the Corporation for the current year. Upon motion made and duly seconded, the following resolution was unanimously adopted:

**“RESOLVED**, that Sycip Gorres Velayo & Co. is hereby appointed external auditors of the Company for fiscal year 2024.”

The Secretary certified that a total of **Two Billion Four Hundred Forty-One Million Nine Hundred Seventy-Seven Thousand Five Hundred Ten (2,441,977,510)** shares of stock, shares representing 100% of the total voting shares represented in this July 26, 2024 meeting voted in favor of the reappointment of SGV & Co. as the Company's external auditor for 2024.

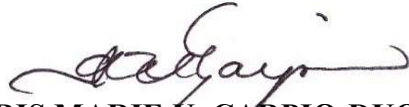
## VIII. OPEN FORUM

Pursuant to the Guidelines for participating in this meeting via remote communication, the floor was opened for any questions comments from Stockholders pertaining to the items in the Agenda. Stockholders were requested to send their questions in advance by sending an email bearing the subject “ASM Question/Comment.” However, as mentioned by the Secretary, there were no questions raised or emailed.

**IX. ADJOURNMENT**

There being neither questions from the floor nor further business to transact, upon motion duly made and seconded, the meeting was thereupon adjourned.

**CERTIFIED TRUE COPY:**



**IRIS MARIE U. CARPIO-DUQUE**  
Secretary of the Meeting

**ATTEST:**

**GERARD ANTON S. RAMOS**  
Chairman of the Board and Presiding Officer

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