Minutes of the Annual Meeting
of the Stockholders
of
PREMIERE HORIZON ALLIANCE CORPORATION[1]
Held on 24 November 2025, 10:00 am
At Unit 1705, 17/F East Tower, Tektite Towers, Exchange Road, Ortigas Center, Pasig City, Metro Manila, Philippines via Zoom teleconferencing platform at: https://us02web.zoom.us/j/8834791898?omn=87278978520

STOCKHOLDERS PRESENT:[2]	**ALSO PRESENT:**
Esteban G. Peña Sy	Abdussabor Sawadjaan, Jr.
Marian Peña	Ma. Wincel D. Chang
Brandon P. Leong	Mariflor M. Sandoval
Geronimo B. Halili	Christine M. Galita
Christina P. Leong	Anne Renner
Maria Clara A. Camacho	Jarodelyn N. Mabalot
Leslie S. Tan	Mary Zoelli R. Velasco
Steven Cesar G. Virata	Kristina C. Durana
Orlando S. Mercado	Ma. Venica Gerardine Audrey I. Jose
Eugenio T. Tan[3]	Alfonso Cay-an (Valdes)
Ernest Sze Lok Yeung[4]	Christine Celestial (Valdes)
Raul Ma. F. Anonas[5]	Karen Joy Rogodo (Valdes)
	Ericka Dela Cruz (STSI)
	Jorge Roito Hirang, Jr.[6]

Prior to the start of the meeting proper, a video of the Philippine National Anthem was shown, which was followed by an invocation led by Ms. Christina P. Leong.

I. Call to Order

The Chairman of the Board of Directors ("Board") of Premiere Horizon Alliance Corporation ("PHA" or the "Corporation"), Mr. Esteban G. Peña Sy ("Mr. Peña Sy") welcomed all the stockholders to the Annual Stockholders Meeting ("ASM") of PHA.

[1] This draft minutes shall still be subject to the approval of the stockholders during the next stockholders' meeting.
[2] Attended in person either in the principal office or virtually.
[3] Attended virtually
[4] Attended virtually
[5] Attended virtually
[6] As Proxy for stockholders Andres A. Del Rosario and Augusto Antonio C. Serafica

Mr. Peña Sy acknowledged the presence of the following members of the Board and Management:

Director, President & CEO	*Eugenio T. Tan*
Director & Executive Vice President	*Marian Peña*
Director & Treasurer	*Brandon P. Leong*
Director & Group Chief Financial Adviser	*Ernest Sze Lok Yeung*
Director	*Esteban G. Peña Sy*
Director	*Atty. Geronimo B. Halili*
Director & Chief Investment Officer	*Christina P. Leong*
Senior Vice President	*Mariflor M. Sandoval*
Independent Director	*Maria Clara A. Camacho*
Corporate Secretary	*Atty. Jarodelyn N. Mabalot*

The Chairman also acknowledged the presence of the management team's legal counsel, Atty. Abdussabor Sawadjaan, Jr, and the Corporation's external auditors from Valdes Abad & Company, CPAs ("Valdes").

The meeting was called to order at 10:00 a.m.

The Corporate Secretary, Atty. Jarodelyn N. Mabalot ("Atty. Mabalot") recorded the meeting in compliance with the Securities and Exchange Commission's ("SEC") requirements for meetings held via remote communication. Atty. Mabalot advised all in attendance that there will be visual and audio recordings of the meeting. The participants verified that they can clearly see and hear the proceedings.

II. Proof of Notice and Certification of Quorum

Atty. Mabalot certified that the notice of the ASM, along with the Definitive Information Statement, have been uploaded in Philippine Stock Exchange ("PSE") Edge and the Corporation's website. Atty. Mabalot added that the notice of the ASM was also published in the business sections of the Daily Tribune and Manila Times on 22 and 23 October 2025, in compliance with the rules issued by the SEC.

Atty. Mabalot reported that based on the attendance record issued by Stock and Transfer Services Inc. ("STSI"), the Corporation's stock and transfer agent, as of 10:00 AM, the stockholders who were participating in the meeting virtually and by proxy totaled 3,265,304,832 of the Corporation's shares, constituting 57.20% of its total outstanding capital stock as of 20 October 2025 record date. Based on this, Atty. Mabalot stated that there was a quorum for the transaction of business.

Mr. Peña Sy stated that although the Corporation was holding the meeting virtually, PHA had taken steps to ensure that the stockholders would have an opportunity to participate in the meeting to the same extent as possible as they would have had they attended in person. Mr. Peña Sy turned the floor to Atty. Mabalot to discuss the participation and voting procedures adopted for the meeting.

Atty. Mabalot explained that under the Corporation's By-Laws, every stockholder was entitled to one vote for each share of stock standing in his/her name in the books of the Corporation.

Stockholders who have successfully registered for the meeting were given the opportunity to cast their votes through their registered proxy forms or submitted voting forms.

She explained that there were four (4) items for approval excluding the adjournment, as indicated in the agenda set out in the notice of the ASM. The proposed resolutions for each of these items were shown on the screen. For each item, the stockholders have the option to either vote in favor of or against a matter for approval, or to abstain.

For the election of directors, the stockholders have the option to vote their shares for each of the nominees, not vote for any nominee, or vote for one or some nominees only, in such number of shares as the stockholders prefer; provided that the total number of votes cast does not exceed the number of shares owned by them multiplied by the number of directors to be elected. The nominees receiving the highest number of votes of the stockholders present in person or by proxy and entitled to vote, shall be the directors, pursuant to the Corporation's By-Laws

It was also noted that the votes received through proxy forms and voting forms have been validated by STSI. The results of the voting, with full details of the affirmative and negative votes, as well as abstentions, will be reflected in the minutes of the meeting.

For all items in the agenda to be approved, except for the election of the directors, the vote of the stockholders representing at least a majority of the quorum present shall be sufficient to approve the matter.

Finally, stockholders, once successfully registered, were also given an opportunity to raise questions or express comments limited to the agenda items by submitting the same through electronic mail prior to the meeting, or through the Zoom portal, or by email during the meeting. Questions and comments would be replied to via email. These participation and voting procedures were also contained in the Definitive Information Statement, accessible to all stockholders through the Corporation's website and on PSE Edge.

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III. Approval of Minutes of the Special Stockholders' Meeting held on 31 July 2025

Mr. Peña Sy informed the stockholders and directors that there was a group of stockholders that have manifested their objections to the items in the agenda as indicated in their "Letter Objection"[7]. He stated that the Corporation has formally responded to the letter and addressed each of the objections therein. Nonetheless, their objections have been duly noted and votes considered in determining whether each agenda item was approved or denied.

Mr. Peña Sy proceeded to the next item on the agenda which was the approval of the minutes of the Special Stockholders' Meeting ("SSM") held on 31 July 2025. Atty. Mabalot certified that an electronic copy of the minutes of the meeting was made available on the Corporation's website after the adjournment of the stockholders' meeting. Atty. Mabalot also certified that the same minutes were appended to the Definitive Information Statement, which was made available on the PSE Edge and the Corporation's website for stockholders to download prior to the meeting.

Mr. Peña Sy stated that since the minutes had been made available to all stockholders, it is presumed that these have been read and reviewed. Nonetheless, Mr. Peña Sy stated that any stockholder may send comments or questions in the chatbox or via email to CorpSec1@pha-corp.com, which shall be responded to via email after the meeting.

There being no comments made, Mr. Peña Sy entertained a motion to dispense with the reading of the minutes of the SSM dated 31 July 2025, and for the approval of the same.

A motion to dispense with the reading and approve the minutes of the SSM dated 31 July 2025 was duly made and seconded.

There being 3,002,729,074 votes representing 52.60 % of the issued and outstanding shares of the Corporation and 91.96 % of the quorum in favor of the approval of the minutes, and 262,575,758 votes representing 4.60% of the issued and outstanding shares of the Corporation and 8.04% of the quorum objecting thereto, Atty. Mabalot stated that the requisite majority vote for the dispensation of the reading of the minutes of the SSM dated 31 July 2025 and the approval thereof had been obtained.

The following resolution was approved:

[7] Letter Objection dated 10 November 2025.

"**WHEREAS,** the Board of Directors of Premiere Horizon Alliance Corporation ('Corporation') duly convened and held a Special Stockholders' Meeting on 31 July 2025 ('Meeting');

"**WHEREAS**, the minutes of the Meeting had been prepared and sent to each of the stockholders for their review and approval;

"**NOW, THEREFORE,** for and in consideration of the foregoing premises, the stockholders hereby resolve as follows:

"**RESOLVED,** that the Corporation hereby approves the minutes of the Meeting."

Mr. Peña Sy reminded Atty. Mabalot to ensure that the minutes of the meeting reflect the tabulation of votes for all agenda items requiring stockholders' approval.

Mr. Peña Sy took the opportunity to address the stockholders. He welcomed and thanked all who attended the ASM. Mr. Peña Sy noted that there were some stockholders who objected to certain agenda items and assured everyone that the rights and votes of the objecting stockholders would be respected and protected.

Mr. Peña Sy also expressed his honor and gratitude to be elected as the Chairman of the Board. He mentioned that he accepted the position with humility and a very strong sense of responsibility. He stated that while PHA had gone through a rough time, the future was bright for the Corporation. With the help of experts and the Corporation's management team, he hopes to achieve great things for the benefit of the shareholders, as well as for the benefit of the country's economy.

Further, Mr. Peña Sy stated that the Corporation was working to improve its governance in order to be a model publicly listed company. In line with this goal, he expressed his excitement in welcoming to the Board two new members, Mr. Orlando S. Mercado ("Mr. Mercado") and Mr. Steven Cesar G. Virata ("Mr. Virata") as the Corporation's potential independent directors, in addition to the incumbent independent director, Ms. Maria Clara A. Camacho ("Ms. Camacho"). He hoped that the stockholders would support them.

Mr. Peña Sy shared that Mr. Mercado was a former senator and secretary of National Defense and is also a regular lecturer in SEC and PSE accredited seminars for good corporate governance. On the other hand, Mr. Virata is an expert and an outstanding project consultant and this is what the Corporation currently needs. He added that with a very strong lineup of independent directors, the Corporation reinforces its commitment to good governance.

Mr. Peña Sy similarly expressed his confidence in the incumbent corporate secretarial team, Corporate Secretary, Atty. Mabalot, and Assistant Corporate Secretary, Atty. Nasha Jemimah R. Reyes-Ferrer, together with the assistance of the legal team, that PHA will experience smooth and efficient corporate operations. In addition, the Corporation has appointed Valdes as its external auditor, which would help ensure transparency and proper accounting of the Corporation's records.

He welcomed these new pillars of PHA, expressing confidence that their contributions would strengthen the Company's pursuit of good governance. Mr. Peña Sy also acknowledged the exceptional management team under the able leadership of Mr. Eugenio T. Tan ("Mr. Tan"), noting their professionalism and diligent efforts in steering the Corporation forward.

Finally, he assured shareholders that the Corporation was in capable hands. He emphasized the management team's commitment to doing its best, exercising strong foresight as it enters new projects, and pursues innovation. He expressed gratitude for the shareholders' continued support and conveyed optimism that PHA will deliver better results in the coming year.

After concluding his message, Mr. Peña Sy invited the President, Mr. Tan, to deliver his message.

Mr. Tan delivered the following message to the stockholders:

"My dear fellow shareholders, welcome to the annual stockholders meeting of Premiere Horizon Alliance Corp. This gathering reminds us of the resilience of nature --- how storms and earthquakes test the earth's strength yet our earth adapts and emerges stronger. In the same way, this past year has tested our resolve, but PHA has not only endured; we have transformed. Under the dynamic leadership of our new Chairman, Steven Peña Sy, and with the unwavering support of our Board and dedicated team, we have navigated turbulent waters with discipline and foresight. Chairman Sy brings decades of experience in leading public companies across Asia and a proven track record in hospitality ventures, thus positioning PHA for sustainable growth and innovation.

Our Board remains a cornerstone of strength and expertise, driven by unwavering dedication and hard work. We are honored to welcome two distinguished independent director nominees: Orlando S. Mercado, PhD, former Senator, Secretary of Defense, and Ambassador, whose governance and policy expertise will sharpen our strategic outlook; and Stevan Cesar G. Virata, a veteran in aviation and management consulting, who brings invaluable insights in real estate, renewable energy, and human capital development.

To reinforce governance and operational excellence, we have appointed a new Corporate Secretary, engaged new external auditors, and strengthened our legal and finance teams with Atty. Abdussabor Sawadjaan, Jr. as Group Legal Counsel and Ma. Lea Baligod as Group Finance Controller. These strategic additions ensure robust compliance and financial stewardship as we move forward.

Despite headwinds, our financial position remains stable, and we are implementing measures to further strengthen our balance sheet and liquidity. Our goal is clear: to strategically position PHA among the top publicly listed companies in governance and investor relations. We continue to uphold transparency in our plans of action, ensuring that every decision reflects accountability and long-term value creation for our shareholders.

Our subsidiaries continue to be engines of growth and innovation, delivering exceptional value across our portfolio. Goshen Land Capital Inc. ("GLCI") has successfully completed the Stanford property in Baguio and proudly launched the New Clark Garden Residences—an eight-building, low-rise condominium development poised to redefine modern living. This landmark project is on track for completion by December 2026, signaling our commitment to quality and progress.

In Palawan, we are advancing a bold vision in partnership with our mining arm, Premiere Georesources and Development Inc. ("PGDI"), and our real estate arm, West Palawan Premiere ("WPP"). Together, we are strategically aligning with government initiatives, including the transformative Palawan Mega Ecozone Project. This initiative unlocks unprecedented opportunities in renewable energy, townships, airport infrastructure, tourism services, and sustainable development, positioning us at the forefront of regional growth.

Looking ahead, Public-Private Partnership ventures in the pipeline will drive critical progress in airport and port operations and management privatization, as well as power generation within San Vicente's flagship tourism enterprise zone. These projects are not just investments, they are catalysts for sustainability, economic resilience, and a future where our companies can potentially lead in building vibrant communities and world-class destinations.

Our vision transcends sectors like real estate and mining. We are building a culture and legacy that positions PHA as a diversified enterprise with a strong entertainment and media arm. Our film library of nearly 400 perpetual rights represents a unique strategic asset, opening doors to partnerships across entertainment platforms. We are committed to unlocking the full potential of these holdings, driving renewed interest and creating long-term value for our stakeholders.

At PHA, success is defined by more than numbers, it's about transforming strategic investments into resilient cash flows, sharpening our unit economics, and delivering ESG outcomes that matter. It's about alignment—management, the Board, and our shareholders—so we move forward with one purpose. To our employees: your dedication and integrity power our progress. To the communities we serve: your trust is the foundation of our growth. And to our shareholders: your confidence and patience inspire us to pursue disciplined growth and enduring value.

As we look ahead, challenges will arise, but with a strong leadership team, a clear roadmap, and your unwavering support, I am confident that PHA will not only weather the storms but thrive. We will remain pragmatic, accountable, and bold where it matters—transforming today's efforts into tomorrow's returns.

Thank you very much."

After thanking Mr. Tan for his message, Mr. Peña Sy acknowledged the presence of former Director Raul Ma. F. Anonas, who attended the meeting virtually, and thanked him for participating in the ASM.

IV. Presentation of the Annual Report and Ratification of the 2024 Audited Financial Statements

Mr. Peña Sy moved on to the next item on the agenda which was the Presentation of the Annual Report and Ratification of the 2024 Audited Financial Statements ("AFS").

Mr. Peña Sy explained that the submission of the annual report was repeatedly delayed because it was only in the SSM held last 31 July 2025 where the appointment of Valdes as PHA's external auditors for the period ending 31 December 2024 was ratified by the stockholders. Hence, the Corporation was only able to submit its Annual Report containing the AFS to the regulatory bodies after this period. As a result, on 18 August 2025, the PSE officially lifted the trading suspension it previously imposed on the Corporation for the non-submission of its annual report.

He then invited Mr. Ernest Yeung ("Mr. Yeung") to present the AFS of the Corporation.

Mr. Yeung began by stating that the 2024 AFS was posted on the PHA website on 18 August 2025, thus he will focus on the highlights of the financial performance of PHA and the subsidiaries – Goshen Land Capital Inc., Premiere Georesources and Development Inc., West Palawan Premiere Development Corporation (collectively, the "Group").

He reported the following:

The 2024 consolidated Group revenue slumped by 58%, principally due to the real property business. Gross profit likewise decreased by the same amount whereas the gross margin remained constant. Profit before tax and net income surged by 47%, by virtue of the huge revaluation gains of the Group's properties located in Palawan and Baguio.

The Group's cash position fell by 56%; whereby there was a large collection of subscription receivables in 2023 but not in in 2024. Total assets and shareholders' equity also soared due to the revaluation gains of the properties in Palawan and Baguio. Although total debt went up as a result of property development requirements, the gearing of the Group remained constant by virtue of the increase in equity and liabilities.

Goshen Land Capital Inc. ("GLCI")

This subsidiary is 55% held by PHA and is also the strongest revenue generator of the Group. GLCI's 2024 revenue fell by 63%, as the Company's new project development was on hold during COVID. There is a change of the Company's strategy to diversify outside of Baguio. The Company's gross profit went down by 61% because of the loss of revenue whereas the gross margin remained constant. Net income went up because GLCI also had revaluation gains on property in Baguio.

Premiere Georesources and Development Inc. (**PGDI**)

PGDI's hauling operation fell by 46% while total revenue dropped by 26%. This was caused by the falls of global steel and nickel prices. The nickel prices appeared to bottoming out in 2025 and PGDI's major client is also very optimistic with the medium-term outlook of the nickel prices. Apart from hauling, PGDI was also spending money on renewing the mineral production sharing agreement of its limestone mines in Palawan.

West Palawan Premiere Development Corporation ("WPPDC")

The performance of the Palawan entity declined in terms of total assets, equity, and net income. The 2024 financials of WPPDC were principally affected by the return of several properties back to the Group holding entity.

Moving forward, the Group should focus on business development to improve revenue and cash positions, as well as enhance asset utilization through the various business opportunities such as the film business and the new policies relating to Palawan outlined earlier by Mr. Tan.

After thanking Mr. Yeung for his report, Mr. Peña Sy again stated that there is a group of stockholders who objected to this particular agenda item as indicated in their Letter of Objection. He stressed that, as earlier stated, their votes would be considered in determining whether such agenda item is approved or denied. Further, he mentioned that should anyone have any comments or questions, he or she may send the same in the chatbox or via email to CorpSec1@pha-corp.com, which will be responded to via email after the meeting.

He then opened the floor for a motion on the approval on the ratification of the 2024 AFS.

A motion was duly made and seconded.

There being 3,002,729,074 votes representing 52.60% of the issued and outstanding shares of the Corporation and 91.96% of the quorum in favor of the approval of the 2024 Audited Financial Statements, and 262,575,758 votes representing 4.60% of the issued and outstanding shares of the Corporation and 8.04% of the quorum objecting thereto, Atty. Mabalot stated that the requisite majority vote for the dispensation of the reading of the minutes of the SSM dated 31 July 2025 and the approval thereof had been obtained.

The following resolution was approved:

> "**WHEREAS,** the Corporation's external auditor, Valdes Abad and Company, CPAs ('Valdes'), has finalized the audit of the Corporation's financial statements for the period ended 31 December 2024;
>
> "**WHEREAS,** the Corporation's Audit and Risk Oversight Committee has validated and endorsed the audited financial statements for the period ended 31 December 2024 ('AFS'), and the Board of Directors has likewise approved the same on 13 August 2025, subject to the Stockholders' ratification;
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> "**WHEREAS,** the Stockholders of the Corporation, during the Annual Stockholders Meeting held on 24 November 2025, have ratified and approved the AFS as audited by Valdes;
>
> "**NOW, THEREFORE, BE IT RESOLVED,** that the Corporation hereby confirms the ratification and approval by the Stockholders of the AFS for the period ended 31 December 2024, as audited by Valdes."

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V. Approval and Ratification of all Acts and Resolutions of the Board of Directors, the Committees, and the Management from the date of the last ASM to date as reflected in the records of the Company

Mr. Peña Sy proceeded to the next item on the agenda, which was the approval and ratification of all acts and resolutions of the Board, the Committees, and the Management from the date of the last ASM to date as reflected in the records of the Company.

The following Summary of Resolutions were presented on the screen:

August 20, 2024	1. Appointment of Mr. Eugenio Tan and Ms. Marian Peña as proxies for the Corporation in all the stockholders meetings of its subsidiaries 2. Authorizing the Corporation, through its subsidiaries, to allocate parcels of land for the development of solar and wind renewable energy projects 3. Authorizing the Corporation, through its subsidiaries, to participate in Green Energy Auction Program and other markets 4. Authorizing the Corporation to infuse funds and capital to its subsidiaries as may be necessary for the renewable energy projects
December 11, 2024	1. Cancellation of the property dividends (costing 268,000,000 shares of stock with par value 0.10 per share) 2. Grant of Authority to Ms. Marian Peña and Divina Law to file an answer and counterclaims in the civil case entitled Carlos C. Cruz and Belina T. Cruz vs. PGDI, PHA, Roberto B. Ortiz, et. al.
December 16, 2024	Appointment of Ms. Christina P. Leong as Investors Relations Officer
January 27, 2025	Appointment of Atty. Jarodelyn N. Mabalot and Atty. Nasha Jemimah R. Reyes-Ferrer as Secretary and Assistant Secretary, respectively, of the Corporation
February 6, 2025	1. Approval of the Management Report 2. Change of counsel for the additional share listings of the Corporation from Castillo Laman Tan Pantaleon & San Jose to Divina Law Offices 3. Designation of proxy for Joint Special Board and Stockholders' Meeting of West Palawan Premiere Development Corporation on 7 February 2025 4. Topographic Survey for Acquisition of land located in Brgy. Bacungan, Puerto Princesa, Palawan

	5. Approval of the creation of an internal audit team (for the audit of the additional share listings of the Corporation)
February 10, 2025	Approval of Audit and Risk Oversight Committee's (AROC) recommendation concerning the overpayments made by Ms. Marian Peña for her subscription of shares
February 25, 2025	1. Approval of Ms. Marian Peña's overpayment and the adjustment of entries to reflect the overpayment 2. Appointment of Ernest Yeung as additional Class A signatory 3. Directive for involved parties to submit explanations/ information/ documents, defer listing of shares including Private Placement 3 if partial listing is permitted, and to authorize a representative to break open, inspect, collect company information
March 27, 2025	1. Ratification of the Corporation's loans with Ms. Marian Peña 2. Approval of Final Deloitte Report dated 27 February 2025 3. Approval of Internal Audit Reports on Private Placements 2, 3, and 4 under Notice of Approval dated 2 December 2024 4. Approval of the withdrawal of the Listing of shares covered by Private Placements 2,3, and 4
April 14, 2025	1. Confirmation and adoption of correcting entries in the Corporation's accounting books 2. Appointment of the following officers: a. Compliance Officer – Atty. Geronimo B. Halili b. Chief Information Officer – Christina P. Leong c. Assistant Treasurer – Helenita D. Ong
May 15, 2025	1. Roll-over of loans with a total of 15M from the Bank of the Philippine Islands (BPI) 2. Approval and ratification of BPI loan, designation of new Class A and B signatories 3. Appointment of proxies for the Meetings of Goshen Land Capital Inc. and Premiere Georesources and Development Inc.

Again, Mr. Peña Sy noted that a group of stockholders have objected to this agenda item as indicated in their Letter of Objection. As earlier stated, their votes will be considered in

June 5, 2025	1. Approval of the Corporation's Revised Manual of Corporate Governance 2. Update the Corporation's authorized representatives and signatories in its dealings with various government agencies namely BIR, SSS, PhilHealth, and HDMF
August 13, 2025	1. Ratification the appointment of Vicente Ferdinand A. Penaflor as the Corporation's internal auditor for the year 2025 2. Election of Mr. Esteban Peña Sy as the new Chairman of the board of directors 3. Election of Ms. Maria Clara A. Camacho as the new Chairperson of the Committees on Corporate Governance, Related Party Transactions, and AROC
August 22, 2025	1. Approval of the Corporation's Nominations Policy 2. Authorization of Mr. Eugenio T. Tan as the new authorized representative of the Corporation for all its transactions relative to the revocation and declaration of trust for all of the Corporation's subsidiaries and for all other the corporations where it holds shares
September 10, 2025	1. Approval of the Final List of Candidates for Election to the Board of Directors in the Annual Stockholders' Meeting on 24 November 2025 2. Approval of the Nominations of Officers

determining whether this agenda item is approved or denied. Mr. Peña Sy also stated that any stockholder may send comments or questions in the chatbox or via email to CorpSec1@pha-corp.com, which shall be responded to via email after the meeting.

Mr. Peña Sy entertained a motion to approve and ratify all acts and resolutions of the Board, the Committees, and the Management from the date of the last ASM to date as reflected in the records of the Company.

There being 3,002,729,074 votes representing 52.60% of the issued and outstanding shares of the Corporation and 91.96% of the quorum in favor of the ratification and approval of all acts and resolutions of the Board, and 262,575,758 votes representing 4.60% of the issued and outstanding shares of the Corporation and 8.04% of the quorum objecting thereto, Atty. Mabalot stated that the requisite majority vote for the dispensation of the reading of the minutes of the SSM dated 31 July 2025 and the approval thereof had been obtained

The following resolution was approved:

> "**RESOLVED,** that all acts, decisions, and resolutions of the Corporation's Board of Directors, Committees, and Management from the date of the last Annual Stockholders' Meeting on 28 June 2024, up to the date of this meeting, as reflected in the records of the Corporation, be, as they are hereby, approved, ratified and confirmed."

VI. Election of Directors

Mr. Peña Sy moved on to the final item on the agenda which was the Election of Directors.

He explained that under the Sixth (6th) Article of the PHA's Amended Articles of Incorporation, there are nine (9) seats in the Board of Directors. In addition, the Corporation is required to have at least two (2) independent directors. He also pointed out that pursuant to the PHA's Nominations Policy, the Corporate Governance Committee is required to pre-screen and evaluate all nominations for the members of the Board of Directors of the Company in accordance with the qualifications, disqualifications, and restrictions set forth in the Revised Corporation Code, Securities Regulation Code, the Corporation's Articles of Incorporation, By-Laws, and its Manual of Corporate Governance. After the deliberations of the Committee, they shall approve and publish a Final List of Candidates and endorse the same for the approval of the Board of Directors.

Thus, on 10 September 2025, the Corporate Governance Committee convened and held a meeting for the preparation, endorsement, and approval of the Final List of Candidates containing the names of the qualified nominees for election as directors of PHA, whether regular or independent. Subsequently, on the same date, the Board approved said Final List of Candidates for election to the Board at this ASM.

Mr. Peña Sy explained that, consistent with the provisions of the Nominations Policy, the list is deemed conclusive and binding and serves as the sole basis for the election of the directors, regular or independent, during this ASM. Only those nominees whose names appear in the Final List of Candidates are eligible for election as director, and no further nominations will be allowed.

Mr. Peña Sy also stated that all nominations were accepted by each nominee, and the Final List of Candidates was published on the PHA website on 10 September 2025.

The names of the nominees, along with their professional profiles, were each flashed on the screen.

Mr. Peña Sy stated that the Corporation received six (6) nominations for Regular Directors, and three (3) nominations for Independent Directors. The nominees were:

1. Mr. Esteban G. Peña Sy
2. Mr. Eugenio T. Tan
3. Ms. Marian Peña
4. Mr. Brandon P. Leong
5. Atty. Geronimo B. Halili
6. Mr. Ernest Sze Lok Yeung
7. Mr. Steven Cesar G. Virata – Independent Director
8. Ms. Maria Clara A. Camacho – Independent Director
9. Mr. Orlando S. Mercado – Independent Director

Mr. Peña Sy stated that any stockholder may send comments or questions in the chatbox or via email to CorpSec1@pha-corp.com, which shall be responded to via email after the meeting. There being no further comments, he requested Atty. Mabalot to state the tabulation of the votes cast for the election of the members of the Board.

Based on the tabulation and validation by the Corporation's stock and transfer agent, STSI, 3,002,729,074 votes representing 52.60% of the issued and outstanding shares of the Corporation and 91.96% of the quorum in favor of the approval of the 2024 Audited Financial Statements, and 262,575,758 votes representing 4.60% of the issued and outstanding shares of the Corporation and 8.04% of the quorum objecting thereto, Atty. Mabalot stated that the requisite majority vote for the dispensation of the reading of the minutes of the SSM dated 31 July 2025 and the approval thereof had been obtained.

The following resolution was passed:

> "**RESOLVED,** that the following individuals have been duly nominated, qualified, and voted upon by the stockholders of the Corporation present and represented during the Annual Stockholders Meeting held on 24 November 2025; and having garnered the required number of votes, consisting of 3,002,729,074 votes representing 52.60% of the issued and outstanding shares of the Corporation and 91.96% of the quorum, the stockholders of the Corporation hereby declare that the following individuals have been duly elected as members of the Board of Directors of the

Corporation, to serve for the term 2025-2026 and until their successors have been duly elected and qualified:

1. Mr. Esteban G. Peña Sy
2. Mr. Eugenio T. Tan
3. Ms. Marian Peña
4. Mr. Brandon P. Leong
5. Atty. Geronimo B. Halili
6. Mr. Ernest Sze Lok Yeung
7. Mr. Steven Cesar G. Virata – Independent Director
8. Ms. Maria Clara A. Camacho – Independent Director
9. Mr. Orlando S. Mercado – Independent Director."

Mr. Peña Sy congratulated the newly elected board members of PHA and reminded them of their duty and responsibility to uphold good governance and transparency within the Corporation. He also stated that with the three newly elected independent directors, the shareholders can be assured of improved performance in the year ahead. He emphasized that the Board will do its best for the benefit of all shareholders. He also encouraged the shareholders to support the directors for the continued progress of PHA.

VII. Adjournment

There being no other matters on the agenda, Atty. Mabalot read the following resolutions:

> "**RESOLVED,** that the Corporate Secretary is authorized to issue certifications to attest to the foregoing resolutions; and
>
> "**RESOLVED, FINALLY,** that the foregoing resolutions shall continue and remain in full force and effect until revoked and/or amended by a subsequent resolution of the Board."

On motion duly made and seconded, Mr. Peña Sy adjourned the meeting. He advised the stockholders that the minutes of the meeting will be made available on the Corporation's website and thanked everyone present.

CERTIFIED TRUE AND CORRECT:

JARODELYN N. MABALOT
Corporate Secretary

ATTESTED BY:

ESTEBAN G. PEÑA SY
Director

BRANDON BENITO P. LEONG
Director

MARIAN PEÑA
Director

EUGENIO T. TAN
Director

GERONIMO B. HALILI
Director

ERNEST SZE LOK YEUNG
Director

ORLANDO S. MERCADO
Director

MARIA CLARA A. CAMACHO
Director

STEVEN CESAR G. VIRATA
Director

Premiere Horizon
Invigorating the Countryside

ANNEX A
(Voting Results)

AGENDA ITEMS	ACTION		
Item 1. Call to Order	No action necessary.		
Item 2. Proof of notice and certification of quorum	No action necessary.		
	FOR	**AGAINST**	**ABSTAIN**
Item 3. Approval of Minutes of the Special Stockholders' Meeting held on 31 July 2025	91.96%	8.04%	0%
Item 4. Presentation of the Annual Report and Ratification of the 2024 Audited Financial Statements	91.96%	8.04%	0%
Item 5. Approval and Ratification of all Acts and Resolutions of the Board of Directors, the Committees, and the Management from the date of the last ASM to date as reflected in the records of the Company	91.96%	8.04%	0%
Item 6. Election of Directors			
<u>For Regular Director:</u>			
Marian Peña	91.96%	8.04%	0%
Esteban Peña Sy	91.96%	8.04%	0%
Eugenio T. Tan	91.96%	8.04%	0%
Brandon P. Leong	91.96%	8.04%	0%
Geronimo B. Halili	91.96%	8.04%	0%
Ernest Sze Lok Yeung	91.96%	8.04%	0%
<u>For Independent Director:</u>			
Maria Clara A. Camacho	91.96%	8.04%	0%
Steven Cesar G. Virata	91.96%	8.04%	0%
Orlando S. Mercado	91.96%	8.04%	0%
Item 6. Other Matters *According to Proxy's Discretion*	No action necessary.		
Item 7. Adjournment	No action necessary.		

The percentage is based on total shares of PHA represented by proxy or in person during the meeting (3,265,304,832).