

**Minutes of the Annual Meeting
of the Stockholders
of
PREMIERE HORIZON ALLIANCE CORPORATION**

Held on June 28, 2024
at the principal office of the Corporation
and via videoconference facility

<https://us02web.zoom.us/j/86599566134?pwd=T0xwUERGWndzTC9VNjRPQ1I5RUNxQT09>

DIRECTORS PRESENT:

Emmanuel G. Herbosa
Raul Ma. F. Anonas
Eugenio T. Tan
Marian Pena
Brandon P. Leong
Geronimo B. Halili
Esteban G. Peña Sy
Ernest Sze Lok Yeung
Arvin Eduard H. Cruz

ALSO PRESENT:

Andrea E. Katipunan
Felicidad N. Diloy
Roland Jay C. Agno
Leslie Anne M. Castillo
Ana Liza Aquino
Andres Del Rosario
Christina Leong
Keinth Roger Castillo
Leslie Sze Tan
Thomas Consolacion
Bel Fernando
Gilbert Olivares
John Cruz
Kimberly Mae Samson
Luisito Gepuela
Maria Teresa Corpuz
Tin Galita

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 Tin Galita.

1. Call to Order

The Chairman of the Board of Directors (the "Board") of Premiere Horizon Alliance Corporation (the "Company" or "PHA"), Mr. Emmanuel G. Herbosa, presided over the meeting and called the same to order. The Assistant Corporate Secretary, Andrea E. Katipunan, recorded the minutes of the proceedings. The proceedings were recorded in compliance with the Securities and Exchange Commission's ("SEC's") requirements for virtual board meetings.

2. Roll Call

The Chairman acknowledged the presence of the following members of the Board and Management at the meeting:

Independent Director & - Emmanuel G. Herbosa
Chairman

Director, President & CEO	-	Eugenio T. Tan
Director, Executive Vice President/COO & Corporate Information Officer, SEC Compliance Officer	-	Raul Ma. F. Anonas
Director and Executive Vice President	-	Marian Pena
Director and Treasurer	-	Brandon Benito P. Leong
Director & Group Chief Financial Adviser	-	Ernest Sze Lok Yeung
Director	-	Esteban G. Peña Sy
Director	-	Geronimo B. Halili
Independent Director	-	Arvin Eduard H. Cruz
Assistant Corporate Secretary	-	Andrea E. Katipunan
Senior Vice President & Assistant Treasurer	-	Andres A. Del Rosario
First Vice President & Investor Relations Officer/ CFO, GLCI	-	Ana Liza G. Aquino
Chief Investment Officer	-	Christina P. Leong

The Chairman also acknowledged the presence of the Company's 2023 external auditors, Reyes Tacandong & Co.

3. *Proof of Notice and Certification of Quorum*

The Assistant Corporate Secretary reported that in accordance with the Company's By-laws, copies of the notice of meeting were delivered to each stockholder of record at least 2 weeks prior to the meeting. A copy of the notice, together with the Definitive Information Statement, minutes of the previous meeting, and other documents related to the meeting were also published in Business Mirror and the Daily Tribune on June 6 and 7, and were made accessible through the Company's website. Stockholders who successfully registered within the prescribed period were included in the determination of quorum. By attending or voting through proxy or by participating remotely in the meeting, a stockholder was deemed present for purposes of determining quorum.

Based on this, the Assistant Corporate Secretary certified that there were present at the meeting stockholders owning **2,977,340,326** shares representing **52.16%** of the outstanding capital stock. Therefore, a quorum existed for the transaction of business.

The Chairman stated that although the Company is holding this meeting also virtually, the Company had taken steps to ensure that the stockholders will have an opportunity to participate in the meeting to the same extent as possible as they would have had they attended in person.

The Assistant Corporate Secretary explained the participation and voting procedures adopted for the meeting as follows:

Under the Company's By-Laws, every stockholder is entitled to one vote for each share of stock standing in his/her name in the books of the Company. For the election of directors, each stockholder may cumulate his/her votes.

Stockholders who successfully register for this meeting are given the opportunity to cast their votes through the submission of proxy forms or voting forms. There are five (5) items for approval excluding the adjournment, as indicated in the agenda set out in the Notice. The proposed resolutions for each of these items will be shown on the screen later.

For items other than the election of directors, 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 to vote for one or some nominees only, in such number of shares as the stockholders prefer; provided that the total number of votes cast do not exceed the number of shares owned by them multiplied by the number of directors to be elected.

Votes received through proxy forms and voting forms are validated by Stock Transfer and Services, Inc., the Company's Stock and Transfer Agent. 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 this meeting.

For all items in the agenda to be approved today, other than the election of directors, the vote of the stockholders representing at least a majority of the outstanding capital stock will be sufficient to approve the matter.

For the election of directors, the nine (9) nominees receiving the highest number of votes will be declared the duly elected members of the Board of Directors for the current term.

Finally, stockholders, once successfully registered, are also given an opportunity to raise questions or express comments limited to the agenda items by submitting the same through email prior to the meeting, or through the Zoom portal or by email during the meeting. Questions and comments will be replied to via email.

These participation and voting procedures are also contained in the Definitive Information Statement, accessible to all stockholders through the Company's website and on PSE Edge.

4. *Approval of Minutes of Previous Stockholders' Meeting on September 12, 2023*

The next matter on the agenda was the approval of the Minutes of the previous meeting of the stockholders held on September 12, 2023, an electronic copy of which has been made available on the Company's website. The Assistant Corporate Secretary presented the proposed resolution and the voting results.

Upon motion duly made and seconded, the following resolutions were approved:

"**RESOLVED**, that the minutes of the Annual Stockholders' Meeting of Premiere Horizon Alliance Corporation held on September 12, 2023 be, as it is hereby, approved."

The Assistant Corporate Secretary noted for the record that stockholders owning **2,977,340,326** shares representing **52.16%** of the outstanding capital stock voted in favor of approving the minutes, 0 shares voted against, and 0 shares abstained on the motion.

5. *Approval of Management Report and Audited Financial Statements for the year ended December 31, 2023*

The next item on the agenda was the presentation of the Management Report including the Company's Audited Financial Statements ("AFS") for the year ended December 31, 2023. The Company's President and CEO, Eugenio T. Tan presented the Company's operational highlights and financial results, and the AFS for the year ended December 31, 2023.

After the presentation, the Assistant Corporate Secretary presented the proposed resolution and the voting results.

Upon motion duly made and seconded, the following resolutions were approved:

"**RESOLVED**, that the Annual Report of Management as presented by the President and the Company's Audited Financial Statements for the year ended December 31, 2023 be, as they are hereby, approved."

The Assistant Secretary noted for the record that stockholders owning **2,977,340,326** shares representing **52.16%** of the outstanding capital stock voted in favor of approving the Management Report and AFS for the year ended December 31, 2023, 0 shares voted against, and 0 shares abstained on the motion.

6. *Approval and Ratification of Acts of the Board of Directors and Management from the date of the last stockholders' meeting to date*

The next item on the agenda was the ratification and approval of the acts of the Board of Directors and Management of the Company undertaken from the last stockholders' meeting to date. A summary of the acts for ratification was included in the Definitive Information Statement and was flashed on the screen.

The Assistant Corporate Secretary read the acts for ratification from the date of the last stockholders' meeting as follows:

Date of Meeting	Resolution
September 12, 2023	<p>Election of the Company's officers for 2023 to 2024</p> <p>Reorganization of the board committees</p> <p>Grant of authority to engage lawyers for the complaint-affidavit for estafa filed by Augusto Antonio C. Serafica, Jr. docketed as NPS Docket No. 23H-01089 and any other case that the Company may institute and any other case that may be filed against the Company</p>
February 5, 2024	<p>Assignment of all corporate regulatory affairs to EVP Marian Pena</p> <p>Assignment of all legal affairs to EVP Marian Pena</p> <p>Appointment of EVP Marian Pena to liaise with PHA's external counsel, Gatmaytan, Yap, Patacsil, Gutierrez, and Protacio (C&G Law)</p> <p>Grant of authority to EVP Marian Pena to initiate the listing of PHA's unlisted shares with the Philippine Stock Exchange</p> <p>Withdrawal of Atty. Gilbert Santos from PHA versus Augusto Serafica Case # NPS Docket no. XV-14-INV-23 H-01089</p> <p>Approval of reactivation of PHA's Dollar and Euro Bank Accounts with Banco de Oro</p>
April 12, 2024	<p>Approval and release of the Audited Financial Statements for Fiscal Year 2023</p> <p>Approval of the Annual Report (SEC Form 17-A) for calendar year ended December 31, 2023</p> <p>Approval of the Information Statement (SEC Form 20-IS) for the Annual Stockholders' Meeting to be held in 2024</p> <p>Setting of the annual stockholders' meeting date and record date</p>

Date of Meeting	Resolution
	<p>Grant of authority to management for the reversal of dividends payable in 2024 amounting to Php39.8 Million</p> <p>Grant of authority to President/Chief Executive Officer Eugene Tan, and EVP Marian Pena, in relation to PHA's solar project initiatives</p> <p>Grant of authority to President/Chief Executive Officer Eugene Tan to approve the organizational structure and functional chart of PHA and its subsidiaries</p> <p>Appointment of Atty. Geronimo Halili as PHA's new legal officer</p> <p>Appointment of Atty. Arvin Edvard Cruz to replace Atty. Lester Nazarene V. Ople for the case entitled, "Nuovo Gran CT Inc. vs. Squidpay Technology, Inc., et al.", docketed as Civil Case No. R-MNL-22-06284-CV, pending before Branch 45 of the Regional Trial Court of the Manila City</p>
May 27, 2024	<p>Recission of the Contract to Sell dated December 7, 2017 between PHA and West Palawan Premiere Development Corporation (WPP) covering a parcel of land located in Bacungan, Puerto Princesa City covered by TCT No. 074-02014000724 registered with the Registry of Deeds for Puerto Princesa</p> <p>Reversal of the previous transfers by PHA to WPP of rights relating to four properties covered by Tax Declaration Nos. 028-52031, 028-52034, 002-25313, and 002-25314</p> <p>Grant of authority to President & CEO Eugene Tan and EVP Marian Pena to transform one of PHA's non-operating subsidiaries, PH Mining Development Corporation, for renewable power business development</p> <p>Grant of authority to nominate and elect Marian Pena, Christina Leong, Brandon Leong, and Leslie Tan to replace Helenita Ong, Vicente Ferdinand Penaflor, Raul Ma. F. Anonas, Andres Del Rosario, and Joseph Jeeben Segui (resigned) as directors of PH Mining Development Corporation</p>

Date of Meeting	Resolution
	<p>Grant of authority to appoint Atty. Geronimo Halili to replace Atty. Tamsin Prado as the Corporate Secretary of the following subsidiaries of PHA: Premiere Horizon Business Services Inc. (PHBSI), PH Mining and Development Corporation (PHMDC); PH Agriforest Corporation (PHAC); Digiwave Solutions Incorporated (DSI); Concepts Unplugged Business Environment Solutions (Cubes) Inc.; and PH Big Bounty Entertainment Inc. (PBBEI).</p> <p>Discussion on Marian Pena's overpayment of PhP37.5 Million</p>
June 25, 2024	Grant of authority to EVP Marian Pena to act as proxy for PHA in the PH Mining and Development Corp. Annual Stockholders' Meeting

Thereafter, the Assistant Corporate Secretary presented the proposed resolution and the voting results.

Upon motion duly made and seconded, the following resolutions were approved:

"RESOLVED, that all acts, contracts, resolutions and actions, authorized and entered into by the Board of Directors and Management of the Company from the date of the last annual stockholders' meeting up to the present be, as they are hereby, approved, ratified and confirmed."

The Assistant Corporate Secretary noted for the record that stockholders owning **2,977,340,326** shares representing **52.16%** of the outstanding capital stock voted in favor of ratifying and approving the acts, 0 shares voted against, and 0 shares abstained on the motion.

7. *Election of Directors*

The next item on the agenda was the election of the members of the Board of Directors.

The Assistant Corporate Secretary explained that under the SIXTH Article of the Company's Amended Articles of Incorporation, there are nine (9) seats in the Board of Directors. The Company is required to have at least two (2) independent directors. Further, the Assistant Corporate Secretary stated that under SEC rules, all nominations for director shall be submitted to and evaluated by the Nominations and Compensation Committee, now known as Corporate Governance Committee. Nominations for Independent Directors shall appear in the Final List of Candidates set forth in the Definitive Information Statement or other reports submitted to the SEC, and no other nominations shall be entertained from the floor.

The Assistant Corporate Secretary informed the stockholders that the Company received a total of seven (7) nominations for Regular Directors, and two (2) for Independent Directors. The nominees are:

For Regular Directors:

1. EUGENIO T. TAN
2. RAUL MA. F. ANONAS
3. MARIAN PENA
4. BRANDON BENITO P. LEONG
5. ERNEST SZE LOK YEUNG
6. ESTEBAN G. PEÑA SY
7. GERONIMO B. HALILI

For Independent Directors:

8. EMMANUEL G. HERBOSA
9. ARVIN EDUARD H. CRUZ

Full details of the background and qualifications of the nominees have been disclosed in the Company's Definitive Information Statement.

The nominees receiving the highest number of votes for the seven (7) available seats for Regular Director, and for the two (2) available seats for Independent Director, shall be declared as the duly elected members of the Board of Directors for 2024-2025.

At the request of the Chairman, the Assistant Corporate Secretary announced that based on the tabulation and validation by the Company's stock and transfer agent, stockholders owning **2,977,340,326** shares representing **52.16%** of the outstanding capital stock, voted to elect all the nine (9) candidates to the Board of Directors. These candidates are therefore the duly elected members of the Board of Directors of the Company for the term 2024-2025.

8. *Message from the Chairman, and CEO's letter to stockholders*

After the election, the Chairman and the CEO respectively shared a short message to the stockholders.

9. *Approval of the Appointment of Reyes Tacandong & Co. as External Auditor of the Company for 2024*

The next item on the agenda was the appointment of the Company's external auditor for 2024. As requested by the Chairman, Mr. Geronimo Halili, being a member thereof, presented the recommendation of the Company's Audit Committee.

Mr. Halili stated that the Company's Audit Committee has reviewed the qualifications of Reyes Tacandong & Co. and is endorsing its appointment for the 2024 as the Company's external auditors.

Premiere Horizon Alliance Corporation
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At the request of the Chairman, the Assistant Corporate Secretary presented the proposed resolution and the voting results.

Upon motion duly made and seconded, the following resolutions were approved:

"RESOLVED, that the accounting firm Reyes Tacandong & Co. be, as it is hereby, reappointed as the Company's external auditor for the year 2024."

The Assistant Corporate Secretary noted for the record that stockholders owning 2,977,340,326 shares representing 52.16% of the outstanding capital stock voted in favor of approving the appointment of Reyes Tacandong & Co., 0 shares voted against, and 0 shares abstained on the motion.

10. Other matters

The Chairman asked the Assistant Corporate Secretary whether there were questions raised or comments made on the agenda. The Assistant Corporate Secretary responded that there were no questions raised or comments made by email prior to the meeting, and that for any questions that may have been raised through email or on the Zoom portal during the meeting, the response will be sent via email as well.

11. Adjournment

There being no other matters on the agenda, on motion duly made and seconded, the Chairman adjourned the meeting. He advised the stockholders that a copy of the recorded proceedings will be made available to the stockholders upon request while the minutes of the meeting will be made available on the Company's website. The Chairman also thanked everyone present.

ATTEST:


Emmanuel G. Herbosa
Chairman of the Meeting


Arvin Edward H. Cruz
Independent Director


Andrea E. Katipunan
Assistant Corporate Secretary

Annex "A"
(Voting Results and Attendance Report)

AGENDA ITEMS	ACTION			
Item 1. Call to Order	No action necessary.			
Item 2. Roll Call	No action necessary.			
Item 3. Proof of Notice and Certification of Quorum	No action necessary.			
	FOR	%	AGAINST	ABSTAIN
Item 4. Approval of Minutes of Previous Stockholders' Meeting on September 12, 2023	2,977,340,326	52.16%	0	0
Item 5. Approval of Management Report and Audited Financial Statements for the year ended December 31, 2023	2,977,340,326	52.16%	0	0
Item 6. Approval and Ratification of Acts of the Board of Directors and Management from the date of the last stockholders' meeting to date	2,977,340,326	52.16%	0	0
Item 7. Election of Directors	Votes per nominee shown below.			
For Regular Directors:	Votes per nominee shown below.			
EUGENIO T. TAN	2,977,340,326	52.16%	0	0
RAUL MA. F. ANONAS	2,977,340,326	52.16%	0	0
MARIAN PENA	2,977,340,326	52.16%	0	0
BRANDON BENITO P. LEONG	2,977,340,326	52.16%	0	0
ERNEST SZE LOK YEUNG	2,977,340,326	52.16%	0	0
ESTEBAN PEÑA SY	2,977,340,326	52.16%	0	0
GERONIMO B. HALILI	2,977,340,326	52.16%	0	0
For Independent Directors:	Votes per nominee shown below.			
EMMANUEL G. HERBOSA	2,977,340,326	52.16%	0	0
ARVIN EDUARD H. CRUZ	2,977,340,326	52.16%	0	0
Item 9. Approval of the Appointment of Reyes Tacandong & Co. as External Auditor of the Company for 2024	2,977,340,326	52.16%	0	0
Item 10. Other Matters	No action necessary.			
Item 11. Adjournment	No action necessary.			

Percentage is based on total and outstanding voting shares of PHA (5,708,359,504)