



ANNUAL STOCKHOLDERS' MEETING

December 17, 2020

Ratification of Acts of the Board of Directors and Management

The stockholders will be requested to ratify the acts, contracts, resolutions and deeds of the Board of Directors and management of the Company that were significant towards achieving the Company's performance and results. The list of acts for ratification from the date of the last annual stockholders' meeting up to the present, include the following:

1. Approval of the cancellation of the Memorandum of Agreement with SAMA Global Investment signed on January 17, 2019
2. Approval of election of Messrs. Felipe A. Judan and Danilo A. Antonio vice Messrs. Arsenio Benjamin E. Santos and Siso M. Lao
3. Approval and release of Audited Financial Statements for the year 2019
4. Approval of postponement of Annual Stockholders' Meeting and appointment of President as authorized representative to postpone and reset the date of the meeting in case the prevailing circumstances require
5. Approval of authority to transact and enter into a Memorandum of Agreement and related agreements with Marvin Dela Cruz, Raissa Abainza Queri, Enrico Alfonso Tamayo, Harrison Yap and Rogelio De Rama, the legal and/or beneficial owners of 100% of the outstanding capital stock of Squidpay Technology, Inc. ("SPT Shareholders");
6. Approval of appointment of Mr. Augusto Antonio C. Serafica, Jr. and Mr. Raul Ma. F. Anonas as authorized representatives and signatories of all contracts and documents relative to the subscriptions by the SPT Shareholders;
7. Approval of increase in authorized capital stock from Five Hundred Sixty Three Million Five Hundred Fifty Six Thousand Pesos (Php563,556,000) divided into Two Billion Two Hundred Fifty Four Million Two Hundred Twenty Four Thousand (2,254,224,000) common shares with par value of Twenty Five Centavos (Php0.25) each share, to One Billion Five Hundred Million Pesos (Php1,500,000,000.00) divided into Six Billion (6,000,000,000) common shares with a par value of Twenty Five Centavos (Php0.25) per share;
8. Approval of amendment of Article Seven of the Corporation's Articles of Incorporation;
9. Approval of subscription by SPT Shareholders and certain existing creditors to the increase in the Corporation's authorized capital stock;
10. Approval of corporate guaranty agreement in favor of Mr. Clemente Garcia binding the Corporation in a joint and several capacity to the loan obligation of Goshen Land Capital, Inc.