

MINUTES OF THE ANNUAL MEETING OF STOCKHOLDERS

of

ANGLO PHILIPPINE HOLDINGS CORPORATION

Held on July 27, 2012, 3:00 PM
At the Santan Room, EDSA Shangri-La Hotel
Ortigas Center, Mandaluyong City

1. Call to Order

Mr. Alfredo C. Ramos acted as Chairman of the Meeting, called the meeting to order and presided over the same. Atty. Roberto V. San Jose was Secretary of the Meeting and recorded the minutes of the proceedings.

2. Certification of Quorum

The Secretary announced that notices of the meeting had been sent to the stockholders in accordance with the By-Laws and, in addition, published in the July 24, 2012 issue of the Philippine Daily Inquirer, and the July 20, 2012 issue of the Manila Bulletin. He also certified that there were present in person or by proxy, stockholders owning at least 62.85% of the issued capital stock (the list of attendees is available at the office of the Corporation). He therefore certified to the presence of a quorum for the transaction of corporate business.

3. Approval of the Minutes of the Last Stockholders' Meetings

Upon motion duly made and seconded, the minutes of the last stockholders' meeting held on July 29, 2011, copies of which were earlier distributed to the stockholders, were unanimously approved.

4. Management Report

Upon motion duly made and seconded, the Management Report and the Corporation's financial statements for the previous year, which were presented by the Corporation's President, were noted and approved.

5. 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. After discussion and on motion made and duly seconded, the following resolution was approved:

“RESOLVED, That all contracts, acts, proceedings, elections and appointments heretofore made or taken by the Board of Directors and the Management of Anglo Philippine Holdings Corporation (the “Corporation”) for the year 2010 to date be, and the same are, hereby approved, ratified and confirmed.”

6. Election of Directors

The Chairman announced that the meeting would proceed to the election of directors. Upon nominations made and duly seconded, the following persons were elected by the stockholders present as Directors of the Corporation for the current year and until their successors shall have been duly elected and qualified:

ALFREDO C. RAMOS
CHRISTOPHER M. GOTANCO
FRANCISCO A. NAVARRO
PRESENTACION S. RAMOS
AUGUSTO B. SUNICO
ADRIAN S. RAMOS
CECILIA R. LICAUCO
ANTON S. RAMOS
ROBERTO V. SAN JOSE
RAMONCITO Z. ABAD
RENATO C. VALENCIA

The Chairman acknowledged that the independent directors were Messrs. Ramoncito Z. Abad and Renato C. Valencia.

7. 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 the stockholders of Anglo Philippine Holdings Corporation (the “Corporation”) approve, ratify and confirm, as they do hereby, the appointment of Sycip Gorres Velayo & Co. as the external auditors of the Corporation for the current year.”

8. Adjournment

There being no further business to transact, the meeting was thereupon adjourned.

ATTEST:

(SGD.) ALFREDO C. RAMOS
Chairman of the Stockholders' Meeting

(SGD.) ROBERTO V. SAN JOSE
Secretary of the Stockholders' Meeting