

# MINUTES OF THE ANNUAL MEETING OF STOCKHOLDERS

of

## ANGLO PHILIPPINE HOLDINGS CORPORATION

Held on July 31, 2015, 2:30 PM  
At the Boracay Room, EDSA Shangri-La Hotel  
Ortigas Center, Mandaluyong City

### **1. Call to Order**

Mr. Alfredo C. Ramos acted as Chairman and called the meeting to order. 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. He also certified that there were present in person or by proxy, stockholders owning 2,563,919,560 shares representing at least 85.37% 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' Meeting**

Upon motion duly made and seconded, the minutes of the last stockholders' meeting held on May 20, 2014, copies of which were earlier distributed to the stockholders, were unanimously approved.

### **4. Management Report**

The President, Mr. Christopher M. Gotanco, presented the Report of Management.

Thereafter, 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 2014 to date be, as they hereby are, approved, ratified and confirmed."

## **6. Election of Directors**

The next matter was 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 PAULINO S. RAMOS  
 ANTON S. RAMOS  
 MAUREEN ALEXANDRA S. RAMOS-PADILLA  
 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, upon motion duly made and seconded, 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