

**I. CALL TO ORDER**

Upon the request of the Chairman, Dr. Lucio C. Tan, the President, Mr. Kyle Ellis C. Tan (KCT) called the meeting to order. Mr. KCT thereafter announced that he shall preside over the meeting, also upon request of the Chairman.

**II. PROOF OF NOTICE**

Mr. KCT asked the Corporate Secretary, Atty. Lea Anne S. Tuazon, to confirm that the stockholders were notified of the Special Stockholders' Meeting.

The Corporate Secretary replied that in accordance with the requirements of the Securities and Exchange Commission, the Notice for the Special Stockholders' Meeting was published in the business section of two (2) newspapers of general circulation, in print and online format, for two (2) consecutive days. The Corporate Secretary further stated that the Affidavits of Publication to this effect were executed by representatives from The Philippine Star and the Business Mirror, the newspapers utilized by Management and that the Notice of Meeting was also posted on the website of the Corporation. In view of the foregoing, the Corporate Secretary thereafter certified that all stockholders of record were duly notified of this meeting.

**III. CERTIFICATION OF QUORUM**

Mr. KCT then requested the Corporate Secretary to show proof of quorum for the meeting. The Corporate Secretary certified that stockholders duly registered to attend the meeting via remote communication and represented by proxy are a total of FIVE BILLION SIX HUNDRED SIXTY NINE MILLION TWO HUNDRED TWENTY SIX THOUSAND EIGHT HUNDRED FIFTY FIVE (5,669,226,855) shares or 95.55% of the Corporation's FIVE BILLION NINE HUNDRED THIRTY THREE MILLION SEVENTEEN THOUSAND EIGHT HUNDRED SEVENTY TWO (5,933,017,872) total issued and outstanding shares, hence a quorum existed for the valid transaction of business.

**IV. VOTING RIGHTS**

Before proceeding to the meeting proper, Mr. KCT requested the Corporate Secretary to discuss the voting rights, rules of conduct, and voting procedure for the Special Stockholders' Meeting.

The Corporate Secretary replied that the voting rights of each stockholder as well as the requirements and procedure for participation and voting through remote communication were summarized in the Corporation's Information Statement which was uploaded to the Corporation's website and are summarized as follows:

1. First, only those stockholders who have completed the registration and verification procedures on or before November 3, 2025 are allowed to attend and participate in this meeting and are considered in determining the quorum for today's meeting.
2. Second, stockholders were given until November 6, 2025 to send questions and comments on the agenda of the meeting to the following email address: **eton\_asm@pnb.com.ph**. Questions received will be addressed later in the meeting. Queries sent but not answered during this meeting due to time constraints will be replied to by the Corporation through email.
3. Third, stockholders who have completed the registration and verification procedure may vote by submitting their Ballot/Voting Forms to the following email address: **eton\_asm@pnb.com.ph** on or before November 6, 2025.



- 4. Stockholders who could not attend the meeting through remote communication had until the close of business hours on November 6, 2025 to send their Proxy Form to the aforementioned email address.
- 5. Finally, the votes cast through ballots and by proxy shall be tabulated. The results of the tabulation will be reported in the meeting.

V. **APPROVAL OF THE AMENDMENT OF THE SEVENTH ARTICLE OF THE ARTICLES OF INCORPORATION OF THE CORPORATION BY INCREASING THE PAR VALUE OF THE CORPORATION'S SHARES FROM ONE PESO (P1.00) TO FOUR HUNDRED PESOS (P400.00)**

The proposed change in par value of common shares and amendment of the Seventh Article of the Articles of Incorporation of the Corporation were presented. Thereafter, Mr. KCT inquired from the Corporate Secretary whether there were inquiries received on this matter. In reply to Mr. KCT's inquiry, the Corporate Secretary said that the Corporation did not receive any inquiry in relation thereto.

Thereafter, following a brief discussion and upon motion duly made and seconded, the amendment of the Seventh Article of the Articles of Incorporation of the Corporation by increasing the par value of the Corporation's shares from One Peso (P1.00) to Four Hundred Pesos (P400.00) was approved, thus:

**STOCKHOLDERS' RESOLUTION NO. 2025-EPPI-05**

**"RESOLVED**, That the par value per share of the Corporation be, as it is hereby, increased from One Peso (P1.00) per share to Four Hundred Pesos (P400.00) per share thereby decreasing the number of shares corresponding to the authorized and subscribed capital stock of the Corporation;

**"RESOLVED FURTHER**, That any fractional share resulting from the increase in par value be, as it is hereby, rounded down to the nearest whole number and the corresponding paid-in capital be returned to the shareholders;

**"RESOLVED FURTHERMORE**, That the pertinent provision of the Articles of Incorporation of the Corporation, more particularly the Seventh Article thereof, be, as it is hereby, amended accordingly;

**"RESOLVED FINALLY**, That the Corporation's Corporate Secretary, Atty. Lea Anne S. Tuazon, be, as she is hereby, authorized to do such acts as may be necessary or required to implement the foregoing."

As certified by the Corporate Secretary, the votes on the motion to approve the amendment of the Seventh Article of the Articles of Incorporation of the Corporation by increasing the par value of the Corporation's shares from One Peso (P1.00) to Four Hundred Pesos (P400.00) are as follows:

|                     | For           | Against | Abstain |
|---------------------|---------------|---------|---------|
| No. of Voted Shares | 5,669,226,855 | -       | -       |
| % of Shares Voted   | 95.55%        | -       | -       |

VI. **APPROVAL OF THE DELEGATION TO THE BOARD OF DIRECTORS OF THE AUTHORITY TO AMEND, MODIFY, REPEAL OR ADOPT NEW BY-LAWS**

The proposal to delegate to the Board of Directors the authority to amend the Corporation's By-Laws was then presented. Thereafter, Mr. KCT inquired from the Corporate Secretary whether there were inquiries received on this matter, to which the latter replied that there was none.

Thereafter, upon motion duly made and seconded, the delegation to the Board of Directors of the authority to amend the Corporation's By-Laws was approved, thus:

STOCKHOLDERS’ RESOLUTION NO. 2025-EPPI-06

“RESOLVED, as it is hereby resolved, that the stockholders of Eton Properties Philippines, Inc. hereby delegate the power to amend, modify, repeal, or adopt new By-Laws to the Board of Directors.”

As certified by the Corporate Secretary, the votes on the motion to approve the delegation to the Board of Directors of the authority to amend the Corporation’s By-Laws was then presented are as follows:

|                     | For           | Against | Abstain |
|---------------------|---------------|---------|---------|
| No. of Voted Shares | 5,669,226,855 | -       | -       |
| % of Shares Voted   | 95.55%        | -       | -       |

VII. ADJOURNMENT

There being no other items to discuss, and upon motion duly made and seconded, the meeting was adjourned.

CERTIFIED CORRECT:

  
LEA ANNE S. TUAZON  
CORPORATE SECRETARY

ATTESTED BY:

  
KYLE ELLIS C. TAN  
PRESIDENT AND CHIEF EXECUTIVE OFFICER