

**FOR APPROVAL OF THE STOCKHOLDERS  
ON THE 2020 ANNUAL STOCKHOLDERS’ MEETING**

MINUTES OF THE ANNUAL MEETING OF THE STOCKHOLDERS

**MJC INVESTMENTS CORPORATION**

Held at the Winford Hotel & Casino  
MJC Drive, Sta. Cruz, Manila

on June 27, 2019 at 2:00 P.M.

Total No. of Outstanding Shares	3,174,405,821
Total No. of Shares of Stockholders Present (In person and by proxy)	3,112,720,520
Percentage of Shares of Total No. of Shares of Stockholders Present	98.06%

**I. CALL TO ORDER**

The Chairman, Atty. Alfonso R. Reyno, Jr., called the meeting to order and presided over the same.

**II. PROOF OF NOTICE AND DETERMINATION OF QUORUM**

The Corporate Secretary certified that notices for the Annual Stockholders’ Meeting, together with the Definitive Information Statement, were sent by registered mail to all stockholders of record as of May 2, 2019, the date fixed by the Board of Directors for the determination of stockholders entitled to notice of, and to vote at the meeting.

The Corporate Secretary certified that there was a quorum to transact the business specified in the agenda, there being represented, in person or by proxy, stockholders owning 3,112,720,520 shares, representing 98.06% of the total issued and outstanding capital stock of the Company.

**III. APPROVAL OF THE MINUTES OF THE 2018 ANNUAL STOCKHOLDERS’ MEETING**

The next item in the agenda was the approval of the Minutes of the Annual Stockholders’ Meeting held on June 28, 2018.

Upon motion duly made and seconded, the minutes of the Annual Stockholders’ Meeting held on June 28, 2018 was unanimously approved.

**IV. PRESIDENT’S REPORT**

The President, Mr. Jeffrey Rodrigo L. Evora, presented the report on the operations of the Company for the year 2018 (the “**President’s Report**”).

Upon motion made and duly seconded, the stockholders noted and approved the President’s Report.

**V. APPROVAL OF THE ANNUAL REPORT AND AUDITED FINANCIAL STATEMENTS AS OF DECEMBER 31, 2018**

The next item in the agenda was the approval of the Company’s Annual Report and Audited Financial Statements as of December 31, 2018.

Upon motion made and duly seconded, the stockholders unanimously approved the Annual Report and Audited Financial Statements as of December 31, 2018.

**VI. APPROVAL AND RATIFICATION OF ALL ACTS OF THE BOARD OF DIRECTORS, BOARD COMMITTEES AND MANAGEMENT**

Upon motion duly made and seconded, all acts, contracts, investments and resolutions of the Board of Directors, Board Committees and Management from the last Annual Stockholders’ Meeting were unanimously approved, confirmed, and ratified.

**VII. ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS**

The Corporate Secretary stated the Company’s procedures for election of members of the Board of Directors. Under said procedures, there will be two rounds of voting. The first round shall be the election of nine (9) regular directors and the second round shall be the election of the two (2) independent directors.

The Chairman requested the Corporate Secretary to read the names of the persons who have been duly nominated and qualified as regular directors of the Company for year 2019-2020.

The Corporate Secretary then proceeded to read the names of the following individuals who were nominated in accordance with the provisions of the By-Laws:

ALFONSO R. REYNO, JR.  
CHAI SEO MENG  
JEFFREY RODRIGO L. EVORA  
ALFONSO VICTORIO G. REYNO III  
JOSE ALVARO D. RUBIO  
JOHN ANTHONY B. ESPIRITU  
GABRIEL A. DEE  
WALTER L. MACTAL  
DENNIS RYAN C. UY

Upon motion to declare all the nine (9) nominees elected as regular directors for the ensuing year duly made and seconded, the stockholders unanimously approved the motion, and the Chairman declared that all the nine (9) nominees were duly elected as regular directors of the Company for year 2019-2020.

After the election of the nine (9) regular directors, the Chairman proceeded to the election of the two (2) independent directors.

The Chairman requested the Corporate Secretary to read the names of the persons who have been duly nominated and qualified as independent directors of the Company for year 2019-2020.

The Corporate Secretary then proceeded to read the names of the following individuals who were nominated in accordance with the provisions of the By-Laws:

VICTOR P. LAZATIN  
BERNADETTE V. QUIROZ

Upon motion to declare the two (2) nominees elected as independent directors for the ensuing year duly made and seconded, the stockholders unanimously approved the motion, and the Chairman declared that the two (2) nominees were duly elected as independent directors of the Company for year 2019-2020, who shall act as such until their successors shall have been duly elected and qualified.

**VIII. APPOINTMENT OF EXTERNAL AUDITOR**

The Corporate Secretary stated that the SyCip, Gorres, Velayo & Co. (“**SGV**”) has been recommended for re-appointment as the external auditor of the Company for year 2019.

Upon motion duly made and seconded, the stockholders unanimously approved the appointment of SGV as the Company’s external auditor for year 2019.

**IX. ADJOURNMENT**

There being no further business to transact, on motion duly made and seconded, the meeting was thereupon adjourned.

**FERDINAND A. DOMINGO**  
*Corporate Secretary*

**ATTESTED:**

**ALFONSO R. REYNO, JR.**  
*Chairman of the Board*