

**COL FINANCIAL GROUP, INC.**  
Special Stockholders' Meeting  
27 September 2024, Friday, 2:00 P.M.  
conducted virtually via <https://shareholders.colfinancial.com>

<b>Shareholders Present:</b>	<b>No. of Outstanding and Voting Shares</b> 4,330,468,799	<b>Percentage of Total</b> 90.98%
<b>Directors Present:</b>	Edward K. Lee Alexander C. Yu Conrado F. Bate Hernan G. Lim Raymond C. Yu Paulwell Han Wellington C. Yu Kosuke Mizuno Arthur Gerrard Gindap Roberto C. Benares Betty C. Siy-Yap	Founder, Chairman and Director Vice-Chairman & Director Director Director Director Director Director Director Independent Director Independent Director Independent Director
<b>Also Present:</b>	Sharon T. Lim Stephanie Faye B. Reyes	Corporate Secretary Assistant Corporate Secretary

**1. Call to Order and Proof of Notice**

The Chairman of the Board called the meeting to order. The Corporate Secretary ("Secretary") reported that stockholders as of record date of 4 September 2024 were notified of the meeting as follows:

- The Notice of the Meeting was sent to stockholders via courier or personal delivery on 6 September 2024; and
- Digital copies of the Corporation's Information Statement, Management Report, 2<sup>nd</sup> Quarterly Report, Notice and Agenda for the Stockholders' Meeting, and other pertinent documents were also uploaded and may be viewed in the Corporation's website and the PSE Edge.

**2. Determination of Quorum, Instruction on Rules of Conduct and Voting Procedures**

The Secretary certified that there was a quorum for the meeting. Out of the total authorized capital stock of the Corporation of Four Billion Seven Hundred Sixty Million (4,760,000,000) common shares, Four Billion Three Hundred Thirty Million Four Hundred Sixty-Eight Thousand Seven Hundred Ninety-Nine (4,330,468,799) shares constituting ninety point ninety-eight percent (90.98%) of the subscribed and outstanding capital stock entitled to vote were present in the meeting.

Thereafter, the Secretary explained that the rules of conduct and voting procedures are set forth in the Definitive Information Statement. She highlighted, among others, the following points:

- Stockholders who registered in the Shareholders' Portal ("Portal") by 5:00 pm on 13 September 2024 may send their questions or comments either by email to the corporate secretary or by inputting their questions or comments directly in the Portal in the space provided for in the tab marked as 'Legal'.
- There are two (2) resolutions proposed for adoption in the meeting.
- Stockholders who successfully registered in the Portal may cast their votes on the proposed resolutions through the Portal until 3:00 pm of 27 September 2024.
- The votes cast as of 13 September 2024 after the end of the proxy validation process have been tabulated. These votes are from stockholders owning Four Billion Three Hundred Thirty Million Four Hundred Sixty-Eight Thousand Seven Hundred Ninety-Nine (4,330,468,799) voting shares, representing approximately One Hundred percent (100%) of the total voting shares represented in this meeting and ninety point ninety-eight percent (90.98%) of the total outstanding voting shares. The results of the preliminary tabulation will be referred to throughout the meeting. However, the results of the final tabulation of votes with full details of the affirmative and negative votes and abstentions will be reflected in the minutes of the meeting.

### **3. Approval of the Minutes of the Previous Meeting**

The Chairman presented the minutes of the previous stockholders' meeting held on 26 April 2024. The stockholders passed and approved the following resolution:

**"RESOLVED**, that the minutes of the meeting of the stockholders held on 26 April 2024 be, as it is hereby confirmed, ratified, and approved."

As tabulated by the Secretary, the votes on the motion for the approval of the minutes of the 26 April 2024 Stockholders' Meeting were as follows:

	Yes	No	Abstain
Approval of the Minutes of the Previous Meeting	4,330,468,799	-	-

### **4. Ratification of the Declaration of Stock Dividends**

The President discussed the proposed stock dividends to be declared by the Corporation. The stockholders passed and approved the following resolution:

**"RESOLVED**, that the Stockholders of COL Financial Group, Inc. (the "Corporation") representing at least two-thirds (2/3) of its outstanding common shares hereby ratify and approve the following resolutions of the Board of Directors:

**"RESOLVED**, that COL FINANCIAL GROUP, INC., (the "Corporation") approves, as it hereby approves, the declaration of stock dividends equivalent to twenty-five percent (25%) of the Corporation's outstanding capital stock, amounting to One Hundred Nineteen Million Pesos (Php119,000,000.00) or One Billion One Hundred Ninety Million (1,190,000,000) common shares, with a par value of Ten Centavos (Php0.10) per share (the "Stock Dividends") to be paid on 14 November 2024 ("Payment Date") to all stockholders of record as of 23 October 2024 ("Record Date");

“RESOLVED FURTHER, that the Stock Dividends shall be sourced from the authorized and unissued capital stock of the Corporation;

“RESOLVED FURTHER, that the fractional shares resulting from the Stock Dividend declaration will be paid in cash based on the closing price on Record Date and computed up to two (2) decimal places;

“RESOLVED FURTHERMORE, that in connection with the foregoing, the following are hereby approved:

- a. The filing of the Application for Listing, Listing Agreement, and any other required documents with the PSE for the listing of the Stock Dividends; and
- b. The authority of the Board of Directors of the Corporation and such other persons as are duly authorized by them (“Authorized Persons”) to sign, execute, deliver, and/or amend, for and on behalf of the Corporation, in connection with or as contemplated by the additional listing of the Stock Dividends, any and all documents, contracts, agreements, certificates, undertakings and instruments as may be required or necessary to give effect to the foregoing resolutions, and to do such further acts and things as any such Authorized Persons shall deem necessary or appropriate in connection with, or to carry out the actions contemplated by, the foregoing resolutions, including to do and perform (or cause to be done and performed), in the name and on behalf of the Corporation, all such acts, and to make, execute, deliver, issue, or file (or cause to be made, executed, delivered, or filed) with any person including any governmental authority or agency, all such agreements, documents, instruments, certificates, consents and waivers, and all amendments to any such agreements, documents, instruments or certificates, and to pay, or cause to be paid, all such payments, as any of them may deem necessary or advisable to carry out the intent of the foregoing resolutions, the authority for the taking of any such action and the execution and delivery of such of the foregoing to be conclusively evidenced thereby;

“RESOLVED, FINALLY, that any and all resolutions approved by the Board of Directors of the Corporation which are inconsistent with the foregoing resolution are hereby revoked and superseded.”

As tabulated by the Secretary, the votes on the motion for the ratification of the declaration of stock dividends were as follows:

	Yes	No	Abstain
Ratification of the Declaration of Stock Dividends	4,330,468,799	-	-



**5. *Other Matters and Adjournment***

No questions were raised by the stockholders. There being no other matters to take up, the meeting was adjourned.

Certified correct by:

(originally signed)

**ATTY. SHARON T. LIM**

Corporate Secretary

Annex A

Attendance of Stockholders  
COL Financial Group, Inc.  
2024 Special Stockholders' Meeting  
27 September 2024

- A. CTS GLOBAL EQUITY GROUP, INC.
- B. STANDARD CHARTERED BANK
- C. CITIBANK N.A.
- F. ANG, VALENTINA L.
- G. BATE, CONRADO F.
- H. LEE, EDWARD K.
- I. LEE, LYDIA
- J. LIM, HERNAN GO
- K. LITMAN, JOEL A.
- L. TAN, JESSALYNN L.
- M. GUERZON, ANTONIO GABRIEL R.
- N. GUERZON, MARIA CARMEN R.
- O. GUERZON, NICOLE THERESE R.
- P. HAN, PAULWELL
- Q. YU, RAYMOND C.
- R. MIZUNO, KOSUKE
- S. YU, WELLINGTON C. OR YU, VICTORIA O.
- T. SIY-YAP, BETTY C.
- U. BENARES, ROBERTO C.
- V. COL FINANCIAL GROUP, INC. (*held for the following beneficial owners*):
  - 1. YU, A. N.
  - 2. GINDAP, A. G.
  - 3. LEE, L. C. OR TAN, A. L.
  - 4. TAN, A. L. OR TAN II, B. C.
  - 5. TOLEDO, J. A.
  - 6. ARCELLANA, A. E.
  - 7. ARCELLANA, A. E. OR ARCELLANA, A. E.
  - 8. ANG, V. L.
  - 9. ANG, A. L.
  - 10. ANG, A. L. OR ANG, V. C.
  - 11. KAMIAS REALTY CORPORATION
  - 12. BATE, C. F. OR BATE, K. L.
  - 13. ANG, C. O. OR CHENG, J. C.
  - 14. BARRINGTON CARPETS
  - 15. CITIMEX, INC
  - 16. LIMBONHAI, M. G.
  - 17. LINGAT, D. M.

18. LEE, E.C.
19. TEO, E. L. OR LEE, E. C.
20. ELLEE & CO., INC.
21. LEE, L. C.
22. LEE, E. K. OR LEE, L. C.
23. MENDIOLA, G. E.
24. MENDIOLA, J. E. OR MENDIOLA, G. E.
25. TANCHULING, P. M. OR TANCHULING, V. B.
26. CHING, J. B.
27. SAN MIGUEL, M. B.
28. FISERV RESOURCES, INC.
29. HGL DEVELOPMENT CORP.
30. HOC PO FEEDS CORPORATION
31. LIM, N. T.
32. LIM, H. G. OR LIM, D. T.
33. LIM, B. T. OR LIM, H. G.
34. LIM, I. T. OR LIM, H. G.
35. CUAN, I. T. OR CUAN, B. U.
36. MARIPOSA, S. L.
37. MARIPOSA, T. C. OR MARIPOSA, A. C.
38. REAZON, J. M.
39. BARREDO, J. G.
40. BARREDO, M. G. OR BARREDO, J. G.
41. QUITON, J. J.
42. TAN, R. C.
43. TAN, J. L.
44. TAN, R. C. OR TAN, J. L.
45. YU, A. C. OR MATEO, J. C.
46. YU, A. T.
47. LITMAN, J. A. OR MONDIDO, A. R.
48. LEE, K. O.
49. ONG, K. S.
50. VELARDE, J. L. OR VELARDE, L. E.
51. PE, M. W.
52. VIÑAS, M. C. OR VIÑAS, V. L.
53. MONTEVERDE, M. J.
54. YU, A. C.
55. YU, E. N.
56. YU, D. C. OR YU, J. L.
57. NG, M. O.
58. NG, R. O. OR NG, M. O.
59. GUERZON, M. R.
60. GUERZON, A. R.
61. FAUSTO, M. F.
62. FAUSTO, M. F. OR FAUSTO, M. V.

63. CANOY, A. S.
64. BAUTISTA, N. J. OR BAUTISTA, K. A.
65. ANG, P. O.
66. HAN, P.
67. HAN, K.
68. CHUA, R. A.
69. YU, M. L.
70. YU, J. L. OR YU, R. L.
71. ORTEZA, J. P.
72. ORTEZA, R. P.
73. LAÑEDA, R. G.
74. LAÑEDA, R. A. OR LAÑEDA, R. L.
75. YU, R. L.
76. TEO, D. C.
77. MAGHARI, M. G. OR MAGHARI, S. A.
78. CHIKIAMCO, T. V. OR CHIKIAMCO, P. V.
79. CHIKIAMCO, P. V. OR LIM, S. T.
80. CHUA, N. D.
81. CHAN, R. A.
82. OBLEA, M. OR OBLEA, S. SR.
83. ESTOLEYDES, V. M.