

EAGLE RIDGE GOLF AND COUNTRY CLUB, INC.
Minutes of the Annual Stockholders' Meeting
Main Clubhouse, Eagle Ridge Golf & Country Club, General Trias, Cavite
and via Zoom videoconference¹
23 October 2025

1. *Call to Order*

The Chairman of the Board, Mr. Miguel Rene A. Dominguez (the “Chairman”), called the meeting to order and presided over the same.

2. *Certification of Notice and Quorum*

The Secretary, Ms. Mariza Santos-Tan, certified that management had timely notified all stockholders of the meeting. She also reported that at least 1,489 shares, representing 31.62% of the Corporation’s outstanding capital stock, were present or duly represented based on management’s tally. The Secretary thus confirmed that a quorum existed for the transaction of business.

The Chairman of the Election Committee (the “ELECOM Chairman”), Mr. Carlitos P. Quiogue, explained the voting procedures, a written copy of which was included in the Definitive Information Statement.

The Secretary then presented material information on the stockholders and their voting rights, and informed the body of the matters to be taken up in the meeting.

3. *Approval of the Minutes of the Annual Meeting of the Stockholders held on 24 October 2024*

The Chairman proceeded with the discussion on the approval of the Minutes of the 2024 Annual Stockholders’ Meeting (the “Minutes”). The Secretary informed the body that all stockholders had been provided with a copy of the Minutes.

No questions were raised, and all shares present and duly represented voted in favor of dispensing with the reading and approving the Minutes. The Chairman therefore declared the Minutes approved.

4. *Approval of the Annual Report, and the 2024 Audited Financial Statements*

The Chairman requested the General Manager, Mr. Antonio Carlos Ocampo, to present the Annual Report and the 2024 Audited Financial Statements.

The General Manager reported that for the year ended December 31, 2024, the Corporation achieved revenues of ₱293.0 million, an increase of ₱30.7 million from 2023, mainly due to a 12% growth in billed membership and the implementation of green fee increases. Corresponding expenses rose to ₱239.8 million from ₱210.8 million, reflecting continued investment in service quality.

The revalued land cost remained at ₱12.27 billion, and total assets stood at ₱13.161 billion, indicating financial stability. Golf rounds were steady, with a 3.38% increase among regular members.

For the first half of 2025, revenues increased by 3.54%, driven by an 8% rise in billed members, while membership share prices continued to appreciate, highlighting market confidence in the Corporation.

¹ Zoom Meeting ID No. 998 9088 6410

All shares present and duly represented voted in favor of approving the Annual Report and the 2024 Audited Financial Statements. Upon such affirmative vote, the Chairman declared them approved, and it was resolved that:

STOCKHOLDERS' RESOLUTION NO. ERGCCI 2025/10-23-01

“RESOLVED, that the Annual Report of Management, and the Company’s Audited Financial Statements for the year ended December 31, 2024, be, as they are hereby, approved.”

5. Ratification of Acts of the Board and Management

The Chairman presented the next item—the ratification of the acts of the Board and Officers of the Corporation since the previous annual meeting. The Secretary confirmed that management had not received any inquiries on the matter.

A majority of the shares present and duly represented voted in favor of the ratification. Upon such vote, the Chairman declared the acts approved, confirmed, and ratified, and it was resolved that:

STOCKHOLDERS' RESOLUTION NO. ERGCCI 2025/10-23-02

“RESOLVED, that all acts, contracts, resolutions and actions, authorized and entered into by the Board of Directors and Management of the Company from the date of the last Stockholders’ Meeting up to the present be, as they are hereby, approved, ratified and confirmed.”

6. Appointment of External Auditors

The next item was the appointment of the Corporation’s external auditors. The Secretary reported that no inquiries had been received on this matter.

A majority of the shares present and duly represented voted in favor of the reappointment of SyCip Gorres Velayo & Co. as the Corporation’s independent external auditors for the years 2025–2026, and it was resolved that:

STOCKHOLDERS' RESOLUTION NO. ERGCCI 2025/10-23-03

“RESOLVED, That the audit firm of SyCip Gorres Velayo & Co., be, as it is hereby, appointed as the Company's independent external auditors for the year 2025 -2026.”

7. Election of Directors (including Independent Directors)

The Chairman requested the ELECOM Chairman to report on the nominees for the Board. The ELECOM Chairman reported that ten (10) nominations were received for nine (9) available seats—seven (7) regular and two (2) independent directors.

The nominees for regular directors were:

- a. Mr. Marco C. Alcantara;
- b. Mr. Philip J. Chien;
- c. Mr. Miguel Rene A. Dominguez;
- d. Mr. Alfredo G. Pareja;
- e. Mr. Exequiel D. Robles;
- f. Mr. Vicente R. Santos; and
- g. Ms. Mariza Santos-Tan.

The nominees for independent directors were:

- a. Mr. Marcos Rustico D. De Jesus;
- b. Mr. Michael Angelo C. Medina; and
- c. Mr. Ramil L. Villanueva.

The Secretary presented the Board's justification for the re-nomination of Mr. Ramil L. Villanueva as an Independent Director, as follows:

"The skills and knowledge of Mr. Ramil Villanueva in the financial/accounting/information technology areas plus his familiarity with Club members, being an active golf player himself, helps the Board a lot in the decision-making process as he studies and analyzes issues diligently and thus, is able to contribute in understanding the matters presented to the Board.

"The combination of the experience and knowledge Mr. Ramil Villanueva is advantageous to the Company, aside from supporting a good balance in the composition of the Board, and is consequently, beneficial to the shareholders. Mr. Ramil Villanueva has been a key member of the Board, and has proven himself as an exemplary and industrious Independent Director since he assumed office."

The Secretary then reported the results of the voting as follows:

Name of Nominee	No. of Votes
Villanueva, Ramil L.	1,514
Pareja, Alfredo G.	1,371
Robles, Exequiel D.	1,216
Santos, Vicente R.	1,208
Santos-Tan, Mariza R.	1,109
Chien, Philip J.	817
Alcantara, Marco Angelo C.	675
Dominguez, Miguel Rene A.	670
De Jesus, Marcos D.	661
Medina, Michael Angelo C.	477

Upon such vote, the Chairman declared that all seven (7) nominees for regular directors were duly elected as members of the Board for 2025–2026, and that the two (2) nominees for independent directors with the highest number of votes were also duly elected for the same term, or until their successors are elected and qualified, and it was resolved that:

STOCKHOLDERS' RESOLUTION NO. ERGCC I 2025/10-23-04

"RESOLVED, that the following were elected as the Club's Board of Directors for the year 2025 -2026:

1. Mr. Marco C. Alcantara;
2. Mr. Philip J. Chien;
3. Mr. Miguel Rene A. Dominguez;
4. Mr. Alfredo G. Pareja;
5. Mr. Exequiel D. Robles;
6. Mr. Vicente R. Santos;
7. Ms. Mariza Santos-Tan;
8. Mr. Marcos Rustico D. De Jesus as Independent Director; and
9. Mr. Ramil L. Villanueva as Independent Director."

8. Adjournment

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

Attested by:

Mariza R. Santos-Tan
Corporate Secretary

Miguel Rene A. Dominguez
Chairman of the Meeting