<u>For Approval by the Stockholders at the 2027 Annual Stockholders' Meeting</u>

FILINVEST LAND, INC.

MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING

Held on 23 April 2026 at 3:00 p.m.
Conducted virtually *via* Microsoft Teams
from The Beaufort, 5th Avenue corner 23rd Street
Bonifacio Global City, Taguig

I. ATTENDANCE

STOCKHOLDERS PRESENT/REPRESENTED[1]:

Number of Outstanding Common Shares	22,383,759,506	
Number of Outstanding Preferred Shares	8,000,000,000	
Total Number of Outstanding Shares	30,383,759,506	
Total Number of Shares Present and Represented	**25,763,071,072**	**84.79%**

ALSO PRESENT:

Board of Directors ("Board"):

Name	Position/Board Committees
Mr. Jonathan T. Gotianun	Chairman Member – Executive Committee Member – Corporate Governance Committee Member – Audit and Risk Management Oversight Committee ("ARMOC")
Ms. Lourdes Josephine Gotianun Yap	Vice-Chairperson Chairperson – Executive Committee Chairperson – Compensation Committee Member – ARMOC
Mr. Tristaneil D. Las Marias	President and Chief Executive Officer ("CEO") Member – Executive Committee
Mr. Michael Edward T. Gotianun	Director Member – Executive Committee
Mr. Francis Nathaniel C. Gotianun	Director Member – Executive Committee
Ms. Rhoda A. Huang	Director Member – Executive Committee
Atty. Ephyro Luis B. Amatong	Lead Independent Director Chairman – Corporate Governance Committee

[1] Annex "A" hereof provides for the list of Stockholders and their mode of attendance.

Name	Position/Board Committees
	Chairman – Related-Party Transaction Committee Member – Compensation Committee Member – ARMOC
Dr. Ernesto S. De Castro	Independent Director Member – Corporate Governance Committee Member – Related-Party Transaction Committee Member – Compensation Committee Member – ARMOC
Mr. Gemilo J. San Pedro	Independent Director Chairman – ARMOC Member – Related-Party Transaction Committee Member – Corporate Governance Committee Member – Compensation Committee

Officers:

Name	Position
Ana Venus A. Mejia	EVP, Treasurer, Chief Finance Officer and Chief Operations Officer
Estrella C. Elamparo	Compliance Officer
Katrina O. Clemente-Lua	Corporate Secretary and Corporate Information Officer
Jennifer C. Lee	Assistant Corporate Secretary
Melissa Regina C. Ortiz	Investor Relations Officer

Representatives of the Stock Transfer Agent – Stock Transfer Service, Inc.:

Name	Position
John Kristofer Paolo L. Herrera	Supervisor
Simone Ann Von A. Delan	Securities Processor

Representatives of the External Auditor – SyCip Gorres Velayo & Co.:

Name
Ysmael S. Acosta
Marlon Quero
Wanessa G. Salvador
John Vincent V. Divina

Others:

Name	Position
Ysmael V. Baysa	Filinvest Development Corporation (“FDC”) – Chief Operating Officer
Ven Christian S. Guce	FDC – Treasurer and concurrent Chief Finance Officer
Ma. Ruiza R. Hernane	FDC – Corporate Secretary

Carolyn Cherie B. Fernandez	Sharepro, Inc. and Dreambuilders Pro, Inc. – President
Catherine A. Ilagan	Filinvest Alabang, Inc. – President and CEO

II. CALL TO ORDER

The Chairman of the Board of Directors (the “Board”) of Filinvest Land, Inc. (the “Company”, the “Corporation” or “FLI”), Mr. Jonathan T. Gotianun, presided over the meeting, while the Corporate Secretary, Atty. Katrina O. Clemente-Lua, recorded the minutes thereof.

After the national anthem, the Chairman called the meeting to order and welcomed the stockholders. He also acknowledged the presence of the Company’s senior management officers, representatives of its external auditor, SyCip Gorres Velayo & Co., and representatives of its stock transfer agent, Stock Transfer Service, Inc. (“STSI”), who joined the meeting through the live webcast.

III. CERTIFICATION OF SERVICE OF NOTICE AND QUORUM

The Chairman then requested the Corporate Secretary to report on the service of notice of the meeting, and whether there was a quorum at the meeting. The Corporate Secretary confirmed that, in accordance with the Securities and Exchange Commission (“SEC”) Notice dated 11 March 2026, the notice of the meeting, together with a copy of the Information Statement and the Audited Financial Statements, was posted on the Company’s website and disclosed through PSE EDGE on 27 March 2026. The Notice of Meeting was also published in the business sections of the Philippine Star and Business World on 30 March 2026, and 31 March 2026, respectively, both in print and online.

Based on the online registration and proxies received by the Office of the Corporate Secretary, which was tabulated with the assistance of the Company’s stock transfer agent, STSI, the Corporate Secretary certified that out of the 22,383,759,506 outstanding common shares and 8,000,000,000 outstanding preferred shares of stock or a total of 30,383,759,506 outstanding shares of the Company as of the record date or 4 March 2026, 25,763,071,072 shares representing 84.79% of the total issued and outstanding shares of the Company were present at the meeting. The breakdown of the stockholders present in terms of mode of attendance are set forth below:

Mode of Attendance	Number of Shares	Percentage of Shares
Present by proxy	25,751,597,162	84.7545%
Voting *in absentia*	109,596	0.0004%
Remote Communication	11,364,314	0.0374%
Total Number of Shares Present or Represented in the Meeting	**25,763,071,072**	**84.79%**

There being a quorum, the Chairman declared the meeting duly convened and open for business.

IV. INSTRUCTIONS ON THE RULES AND CONDUCT OF VOTING PROCEDURES

The Chairman noted that while the Company is holding the meeting in a virtual format, the Company endeavored to provide the stockholders the opportunity to participate in the meeting to the same extent possible as in an in-person meeting. He then asked the Corporate Secretary to share the rules of conduct and voting procedures for the meeting.

The Corporate Secretary explained that the rules of conduct and voting procedures were set forth in the Definitive Information Statement and in the Explanation of Agenda Items which forms part of the Notice of the Annual Stockholders' Meeting. She highlighted the following points:

1. Stockholders who successfully registered under the shareholders' registration system were provided the instructions to access the digital voting ballot as well as the virtual meeting;
2. The deadline for voting *in absentia* and through proxy was on 10 April 2026;
3. After the voting, the Office of the Corporate Secretary, together with the Company's stock transfer agent, STSI, tabulated all the votes cast *in absentia* as well as *via* proxy;
4. The results of the voting will be reported after each item is taken up during the meeting; and
5. The stockholders were also given up to 10 April 2026 to submit any questions or comments they may have.

She further informed all the participants of the meeting that there would be a visual and audio recording of the entire proceedings.

V. APPROVAL OF THE MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING HELD ON 24 APRIL 2025

The Chairman inquired if copies of the minutes of the Annual Stockholders' Meeting held on 24 April 2025 were furnished to the stockholders.

The Corporate Secretary certified that electronic copies of the minutes were made available on the Company's website within five (5) business days from the said stockholders' meetings and included in the Information Statement of this year's annual stockholders' meeting. She reported that the resolution below was approved by at least a majority of the stockholders present or represented in the meeting, viz:

> *"**RESOLVED,** That the Minutes of the Annual Meeting of the Stockholders held on April 24, 2025 is hereby approved."*

The votes received for the adoption of the foregoing resolution are as follows:

	For	Against	Abstain
Number of Shares Voted	25,751,706,758	-	-
Percentage of Shares as to the Total Number of Shares Present and Represented in this Meeting	99.96%	-	-

VI. PRESENTATION OF THE MANAGEMENT'S REPORT

The pre-recorded report of the Company's President and CEO, Mr. Tristaneil D. Las Marias, on the Company's operations for the year ended 31 December 2025 and outlook for the year 2026 was then presented.

Thereafter, the President and CEO announced to the stockholders that, during the special meeting of the Board of Directors held immediately preceding the Annual Stockholders' Meeting, the Board of Directors approved the declaration of cash dividends from the unrestricted retained earnings of the Company as of 31 December 2025: (i) for common shares, regular cash dividends of Php0.05 per share; and (ii) for preferred shares, cash dividends of Php0.0005 per share. Dividends are payable on 22 May 2026 for stockholders of record as of 14 May 2026.

The Chairman thanked the President for his report.

VII. RATIFICATION OF THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2025

The Chairman proceeded to the next item in the agenda which was the ratification of the Audited Financial Statements ("AFS") for the year ended 31 December 2025. The Chairman asked the Corporate Secretary if the stockholders were furnished a copy of the same.

The Corporate Secretary reported that an electronic copy of the AFS was made available on the Company's website as well as attached to the Information Statement. She reported that the resolution below was approved by at least a majority of the stockholders present or represented in the meeting, viz:

> *"**RESOLVED**, That the Company's Audited Financial Statements for the year ended December 31, 2025 is hereby approved, confirmed and ratified."*

The votes received for the adoption of the foregoing resolution are as follows:

	For	Against	Abstain
Number of Shares Voted	25,751,706,758	-	-
Percentage of Shares as to the Total Number of Shares Present and Represented in this Meeting	99.96%	-	-

VIII. GENERAL RATIFICATION OF ALL THE ACTS, RESOLUTIONS AND PROCEEDINGS OF THE BOARD OF DIRECTORS, BOARD COMMITTEES AND MANAGEMENT UP TO 23 APRIL 2026

The next item in the agenda was the ratification of all the acts, resolutions and proceedings of the Board, Board Committees and Management from the date of the last annual stockholders' meeting until 23 April 2026, a summary of which was included in the Information Statement sent to all the stockholders of record prior to the annual stockholders' meeting.

The Corporate Secretary reported that the resolution below was approved by at least a majority of the stockholders present or represented in the meeting, viz:

> *"**RESOLVED,** That all the acts, resolutions and proceedings of the Board of Directors, Board Committees and Management from the date of the last Annual Stockholders' Meeting until April 23, 2026 are hereby approved, confirmed and ratified."*

The votes received for the adoption of the foregoing resolution are as follows:

	For	Against	Abstain
Number of Shares Voted	25,751,706,758	-	-
Percentage of Shares as to the Total Number of Shares Present and Represented in this Meeting	99.96%	-	-

IX. ELECTION OF DIRECTORS

The Chairman announced that the next item in the Agenda was the election of nine (9) directors, including three (3) independent directors of the Company for the year 2026 to 2027.

As requested by the Chairman, the Corporate Secretary announced the names of the persons nominated for election as directors and independent directors of the Company, and who were pre-screened by the Corporate Governance Committee, which convened as the Nominations Committee, in accordance with the Company's Revised Manual on Corporate Governance and Amended By-Laws, viz:

Directors:

1. Mr. Jonathan T. Gotianun
2. Ms. Lourdes Josephine Gotianun Yap
3. Mr. Tristaneil D. Las Marias
4. Mr. Michael Edward T. Gotianun
5. Mr. Francis Nathaniel C. Gotianun
6. Ms. Rhoda A. Huang

Independent Directors:

7. Atty. Ephyro Luis B. Amatong
8. Dr. Ernesto S. De Castro
9. Mr. Gemilo J. San Pedro

The Corporate Secretary reported that each of the nine nominees has garnered at least 93.11% of the total votes represented in this meeting, and that the resolution below has been approved, viz:

*"**RESOLVED,** That the following persons are hereby declared as duly-elected directors of the Company, to serve for a term of one (1) year or until their successors shall have been elected and qualified in accordance with the By-Laws of the Company:*

1. *Mr. Jonathan T. Gotianun*
2. *Ms. Lourdes Josephine Gotianun Yap*
3. *Mr. Tristaneil D. Las Marias*
4. *Mr. Michael Edward T. Gotianun*
5. *Mr. Francis Nathaniel C. Gotianun*
6. *Ms. Rhoda A. Huang*

Independent Directors:

7. *Atty. Ephyro Luis B. Amatong*
8. *Dr. Ernesto S. De Castro*
9. *Mr. Gemilo J. San Pedro"*

The votes received by each of the nominees are presented below:

Nominee	For	Against	Abstain	Percentage of Favorable Votes
Mr. Jonathan T. Gotianun	25,744,064,621	7,642,137	-	99.93%
Ms. Lourdes Josephine Gotianun Yap	25,744,064,621	7,642,137	-	99.93%
Mr. Tristaneil D. Las Marias	25,751,706,758	-	-	99.96%
Mr. Michael Edward T. Gotianun	25,751,706,758	-	-	99.96%
Mr. Francis Nathaniel C. Gotianun	23,987,720,577	7,642,137	1,756,344,044	93.11%
Ms. Rhoda A. Huang	25,751,706,758	-		99.96%
Atty. Ephyro Luis B. Amatong (Independent Director)	25,744,064,621	7,642,137	-	99.93%
Dr. Ernesto S. De Castro (Independent Director)	25,751,706,758	-	-	99.96%
Mr. Gemilo J. San Pedro (Independent Director)	25,751,706,758	-	-	99.96%

X. APPOINTMENT OF INDEPENDENT EXTERNAL AUDITOR

The Chairman announced the next item in the Agenda which was the appointment of an independent external auditor for the year 2026. He stated that the Company's Audit and Risk Management Oversight Committee and the Board, upon recommendation of Management, have endorsed the re-appointment of the auditing firm of SyCip Gorres Velayo & Company as the Company's external auditor for the year 2026.

The Corporate Secretary reported that the resolution below was approved by at least a majority of the stockholders present or represented in the meeting, viz:

> *"**RESOLVED,** That the accounting firm of SyCip Gorres Velayo and Co. (SGV & Co.) be approved for re-appointment as the Company's external auditor for the year 2026."*

The votes received for the adoption of the foregoing resolution are as follows:

	For	Against	Abstain
Number of Shares Voted	25,751,706,758	-	-
Percentage of Shares as to the Total Number of Shares Present in this Meeting	99.96%	-	-

XI. OTHER MATTERS

After confirming with the Corporate Secretary that there were no other matters that require consideration by the stockholders, the Chairman inquired whether there were questions or comments raised by the stockholders, and requested the Corporate Secretary to read aloud the questions and comments, if any.

The Corporate Secretary stated that stockholders were given up to 10 April 2026 to submit any questions or comments they may have on the materials distributed to all stockholders of record for this year's Annual Stockholders' Meeting. She reported that the Office of the Corporate Secretary and Management did not receive any questions from the shareholders.

Prior to the adjournment, a short video was shared that reflects the journey of the Company – what it has built, and the role that it continues to play in shaping communities across the country.

XII. ADJOURNMENT

There being no further business to transact, the Chairman declared the meeting adjourned. He conveyed his gratitude to the stockholders for attending the meeting and for their continued trust and confidence in the Company and the Management.

CERTIFIED CORRECT:

[redacted]

KATRINA O. CLEMENTE-LUA
Corporate Secretary

ATTESTED BY:

JONATHAN T. GOTIANUN
Chairman

ANNEX "A"

LIST OF STOCKHOLDERS AND THEIR MODE OF ATTENDANCE

Annual Stockholders' Meeting held on 23 April 2026

Stockholder	No. of Shares	Appointee/Beneficial Owner
Proxies		
Filinvest Development Corporation	23,987,610,981	Chairman of the Meeting
Deutsche Bank AG, Manila Branch	560,000	Chairman of the Meeting
The Hongkong and Shanghai Banking Corp. Ltd.	1,618,146,370	Chairman of the Meeting
Citibank N.A. Philippine Branch	137,884,044	Chairman of the Meeting
Standard Chartered Bank (various resident clients)	7,395,767	Chairman of the Meeting
Sub-total (Proxies)	25,751,597,162	
Voting in Absentia		
COL Financial Group, Inc.	27,596	Edward Co Yao
BDO Securities Corporation	82,000	Hassan N. Decampong
Sub-total (Voting *in Absentia*)	109,596	
Remote Communication		
Jonathan T. Gotianun	61	
L. Josephine Gotianun Yap	91	
Tristaneil D. Las Marias	1	
Michael Edward T. Gotianun	11,235,928	
Francis Nathaniel C. Gotianun	32,518	
Rhoda A. Huang	95,712	
Ernesto S. De Castro	1	
Gemilo J. San Pedro	1	
Ephyro Luis B. Amatong	1	
Sub-total (Remote Communication)	11,364,314	
TOTAL	**25,763,071,072**	