

**SPECIAL MEETING OF THE STOCKHOLDERS OF GMA HOLDINGS, INC.  
GMA HOLDINGS, INC.**

March 26, 2021

Unit 3K, North Wing, Fairways Tower Condominium, 5th Avenue corner  
McKinley Road, Fort Bonifacio Taguig City  
via Remote Communication using Zoom

**PRESENT:**

Stockholders	Percentage of Shares
Felipe L. Gozon	33.30%
Gilberto R. Duavit, Jr.	33.30%
Joel Marcelo G. Jimenez	33.30%
Dr. Jaime C. Laya	.01%
Chief Justice Artemio V. Panganiban	.04%
Felipe S. Yalong	.04%

**PRESENT DIRECTORS:**

Felipe L. Gozon  
Gilberto R. Duavit, Jr.  
Joel Marcelo G. Jimenez  
Jaime C. Laya  
Artemio V. Panganiban

**ALSO PRESENT:**

Farley D. Areola  
Maria Estelita B. Arles-Gozon  
Ayahl Ari Augusto P. Chio  
Ronaldo P. Mastrili  
Roy G. Sanico  
Eduardo P. Santos

**I. CALL TO ORDER**

The Chairman of the meeting, Felipe L. Gozon, called the meeting to order at 11:00 a.m. Atty. Anna Teresa M. Gozon-Valdes, assisted by Atty. Maria Estelita B. Arles-Gozon, acted as the secretary and recorded the minutes.

**II. CERTIFICATION AND NOTICE OF QUORUM**

The Corporate Secretary reported that the notices of the meeting were duly sent to all the stockholders in accordance with the By-Laws of the Company and that 99.99% of the total issued and outstanding common stock were present.

All the stockholders of record who were present confirmed their attendance by remote communication.

Prior to the meeting, the stockholders were apprised of the following procedure for the voting and voting tabulation to be used in the meeting including the opportunity given them to ask questions and that the questions and answers given will be recorded:

The proposed resolutions and/or item in the Agenda will be shown on the screen while such resolution or item is passed during the meeting. During the meeting, the attendees of the meeting can participate by asking questions or providing comments. Voting shall be done by yeas or nays during the meeting. Motions, in general, require the affirmative vote of a majority of the shares of the Company's common stock present and/or represented and entitled to vote. The Corporate Secretary will tabulate all votes received on every matter stated in the agenda. The Corporate Secretary shall report the results of voting during the meeting.

Notice was also given to the stockholders that the proceedings are being recorded as required under SEC Memorandum Circular No. 06, series of 2020. All who participated at the meeting did not raise any objection to the recording of the meeting.

### **III. AMENDMENT OF THE THIRD ARTICLE OF THE CORPORATION'S AMENDED ARTICLES OF INCORPORATION TO REFLECT THE CHANGE IN THE CORPORATION'S PRINCIPAL OFFICE ADDRESS**

The Corporate Secretary stated that the sole item on the Agenda is the amendment of the Company's Articles of Incorporation to change its principal office address from:

"5D Tower One, McKinley Place, New Global Bonifacio City, Fort Bonifacio, Taguig City" to

"Unit 3K, North Wing, Fairways Tower Condominium, 5th Avenue corner McKinley Road, Fort Bonifacio Taguig City."

Director Gilberto R. Duavit, Jr. (President and CEO) moved that the Third Article of the Corporation's Amended Articles of Incorporation be amended to state "Unit 3K, North Wing, Fairways Tower Condominium, 5th Avenue corner McKinley Road, Fort Bonifacio Taguig City".

All of the stockholders present and represented stated their vote of "Yes" for this item in the Agenda.

The Chairman requested that the results of the votes cast for this item in the Agenda be read by the Corporate Secretary. The Corporate Secretary read the results of the voting to amend the third Article of the Corporation's Amended

Articles of Incorporation to reflect the new principal office address of the Corporation as follows:

All the stockholders present and represented voted "YES". No stockholder voted "NO". No stockholder abstained.

Upon motion duly made and seconded, the following resolution was unanimously approved by the stockholders holding 99.9% of the Company's total issued and outstanding shares present:

"RESOLVED, That the Third Article of the Corporation's Amended Articles of Incorporation be amended to state " Unit 3K, North Wing, Fairways Tower Condominium, 5th Avenue corner McKinley Road, Fort Bonifacio Taguig City."

The Chairman inquired if there are any questions, comments or if there is any other matter that the stockholders wish to bring up for consideration. None of the stockholders or the directors had any question or comment or proposed items/matters to further discuss.

#### IV. ADJOURNMENT

There being no more items to discuss, the meeting was adjourned at 11:30 a.m.

Prepared By:

  
**ANNA TERESA M. GOZON-VALDES**  
*Corporate Secretary*

Attested By:

  
**FELIPE L. GOZON**  
*Chairman of the Meeting*

SUBJECT TO APPROVAL AT THE NEXT STOCKHOLDERS' MEETING