MINUTES OF THE SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF WELLEX INDUSTRIES, INC.
HELD ON FEBRUARY 05, 2024 AT 10:00 A.M.
35TH FLR. ONE CORPORATE CENTER, PASIG CITY (VIA REMOTE COMMUNICATION)

Attendance:

Mr. Ruben D. Torres
Mr. Kenneth T. Gatchalian
Ms. Elvira A. Ting
Mr. Richard L. Ricardo
Mr. William T. Gatchalian
Atty. Lamberto B. Mercado, Jr.
Mr. Omar M. Guinomla
Mr. Renato C. Francisco (Independent Director)
Atty. Aristeo R. Cruz (Independent Director)
Mr. Josaias T. Dela Cruz (Independent Director)
Mr. Sergio Antonio S. Ortiz-Luis (Independent Director – Nominee)

PROCEEDINGS OF THE MEETING

The special meeting was conducted via remote communication. Mr. Ruben D. Torres, Chairman, called the meeting to order and thereafter presided. Amando J. Ponsaran, Jr., Corporate Secretary, recorded the proceedings of the meeting, at which quorum was present.

NOMINATION AND ELECTION OF NEW INDEPENDENT DIRECTOR

Mr. Ruben D. Torres, Chairman, informed the Board of the need to elect a new director in view of the vacancy created by the resignation of Mr. Sergio R. Ortiz-Luis, Jr. last January 31, 2024. He also stated that the new director to be elected will be an independent director.

After some discussion and screening by the Nomination Committee of the nominee, on motion duly made and seconded, the Board unanimously passed the following resolution:

> "RESOLVE, as it is hereby RESOLVED, that Mr. Sergio Antonio S. Ortiz-Luis is hereby elected as new independent director of the Company effective immediately."

ADJOURNMENT

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

AMANDO J. PONSARAN, JR.
Corporate Secretary

Attested by:

RUBEN D. TORRES
Chairman of the Board

KENNETH T. GATCHALIAN
President

ELVIRA A. TING
Vice President

WILLIAM T. GATCHALIAN
Director

RICHARD L. RICARDO
Treasurer

OMAR M. GUINOMLA
Director

RENATO C. FRANCISCO
Director

SERGIO ANTONIO S. ORTIZ-LUIS
Director

JOSAIAS T. DELA CRUZ
Director

ATTY. LAMBERTO B. MERCADO, JR.
Director

ATTY. ARISTEO R. CRUZ
Director