MINUTES OF THE SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF WELLEX INDUSTRIES, INC.
HELD ON JUNE 18, 2024 AT 10:00 A.M.
35TH FLR. ONE CORPORATE CENTER, PASIG CITY (VIA REMOTE COMMUNICATION)

Directors Present:

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. Renato C. Francisco
Mr. Omar M. Guinomla
Atty. Aristeo R. Cruz
Mr. Josaias T. Dela Cruz
Mr. Sergio Antonio S. Ortiz-Luis

Also Present:

Mr. Amando J. Ponsaran, Jr. (Corporate Secretary)

1. CALL TO ORDER

RUBEN D. TORRES as Chairperson called the meeting to order at 10:00 a.m. through remote communication using ZOOM video conferencing application and presided thereat. The Chair instructed the Corporate Secretary, Mr. Amando J. Ponsaran, Jr. to make the roll call. After calling their names one by one all the Directors namely: Elvira A. Ting, Kenneth T. Gatchalian, Atty. Lamberto B. Mercado, Jr., William T. Gatchalian, Richard L. Ricardo, Atty. Aristeo R. Cruz, Omar M. Guinomla, Renato C. Franciso, Josaias T. Dela Cruz and Sergio Antontio S. Ortiz-Luis, they individually responded that they were present and participating via ZOOM video conferencing application, stating his/her full name and position, location, confirmed that he/she can clearly hear/see the other attendees and he/she received the notice of meeting, agenda and materials, and using Laptop/Tablet/Smartphone. The Corporate Secretary was instructed to record the Minutes of the Meeting.

2. EXISTENCE OF A QUORUM

Upon the Chairperson's inquiry, the Corporate Secretary certified that all the directors of the Corporation were personally present through ZOOM video conferencing application and therefore, a quorum existed to transact business. .

3. APPROVAL OF THE MINUTES OF THE LAST BOARD MEETING

The Chairman called the Board's attention to the minutes of the meeting of the Board of May 28, 2024. Copies of the same were previously circulated to the Board for the directors' comments and correction. As there were no objections to the minutes as well as to the Resolutions, the same were approved by the Board.

SETTING THE DATE OF THE ANNUAL STOCKHOLDERS' MEETING FOR 2024

Onn motion duly made and seconded, the Board unanimously passed the following resolution:

> "RESOLVED that the Corporation hereby authorizes to conduct the Annual Stockholders' Meeting on 24 July 2024, Wednesday at 10:00 a.m. via remote communication.
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> "RESOLVED FUTHER, as it is hereby resolved that the Corporation hereby set July 2, 2024 as record date for purposes of determining the shareholders entitled to receive Notice of the Annual Meeting and to vote and be elected during the said meeting and that from July 3 to 24, 2024 the stock and transfer books be closed.
>
> "RESOLVED FURTHER, as it is hereby resolved, that the Nomination Committee is hereby directed to screen, evaluate and submit a list of nominees to the board of directors for election as members of the board of directors for the ensuing year.
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> "RESOLVED FURTHER, as it is hereby resolved, that the Corporate Secretary is hereby instructed to file the necessary disclosures with the Securities and Exchange Commission and with the Philippine Stock Exchange, and is hereby authorized to coordinate, arrange and ensure compliance with the requirements for the conduct of the Annual Stockholder's Meeting on July 24, 2024.
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> "RESOLVED FINALLY, that the foregoing authorities shall remain in full force and effect and binding on the Corporation unless rescinded or otherwise voided."

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