



## **MATTERS TAKEN DURING THE 2023 ANNUAL MEMBERS' MEETING**

Dear Camp John Hay Golf Club Members,

I hereby certify, that the following matters were unanimously approved/ratified by the 1,259 memberships present during the Annual Members' Meeting held on 12 May 2023:

1. Minutes of the 2022 Annual Members' Meeting;
2. Management's Report and Result of Operations for the year 2022;
3. All corporate/management acts, Board actions and resolutions from 13 May 2022 to 11 May 2023;
4. Audited Financial Statements for the year 2022;
5. Selection by the Board of Governors of Isla Lipana & Co. as external auditor of the Club for 2023 – 2024; and
6. Amendment of the Club's By-laws as follows:

“Section 2.6 The Board of Governors, by the vote of 2/3 of the members present provided there is a quorum, may, depending on the severity of an offense, reprimand, suspend or expel a member on any of the following grounds:

- (a) Violation of the Articles of Incorporation, and/or the By-laws of the Club;
- (b) Violation of any rules or regulations adopted by the Board of Governors; or
- (c) Commission of an act or conduct inimical to the interest and purposes of the Club.” (underscoring provided)

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‘Section 8.4 NOMINATION. The Election Committee shall, thirty (30) calendar days prior to a scheduled election, nominate the Regular Members who are candidates for Governors. In addition, the Committee shall simultaneously call for and accept nominations in writing from Regular Members; provided, however, that the members of the Election Committee shall be disqualified from being nominated or elected. The period for nomination shall be closed twenty (20) business days prior to the scheduled election. The official list of nominees shall be prepared by the Committee and posted at the Clubhouse bulletin board at least fifteen (15) calendar days prior to the date of the meeting at which the election shall be held.



Such list shall likewise be attached to the Notice of Meeting to be sent to all members.

The procedure for nomination of Independent Governors shall be in accordance with Rule 38 of the Implementing Rules and Regulations of the Securities Regulation Code or any amendments thereto.' ” (approved amendments underscored)

Sincerely,

  
**GILBERT RAYMUND T. REYES**  
*Corporate Secretary*