

**MINUTES OF THE ANNUAL MEETING OF THE STOCKHOLDERS
OF PHILWEB CORPORATION**

Held on 24 May 2024 at 10:00 a.m.
by remote communication

1. Call to Order

The Chairman, Mr. Gregorio Ma. Araneta III, called the meeting to order and presided over the same. The Corporate Secretary, Mr. Raymund S. Aquino, acted as the secretary of the meeting and recorded the minutes of the proceedings.

2. Proof of Notice and Certification as to Quorum

The Corporate Secretary, Mr. Raymund S. Aquino, certified that Notice of Annual Meeting of the Stockholders was duly published in the business sections of Malaya Business Insight and Daily Tribune on April 30, 2024 and May 1, 2024, in print and online format. He also said that electronic copies of the Corporation's Information Statement and Management Report, Annual Report (SEC Form 17-A) and the 2022 Audited Financial Statements are in the Corporation's website and PSE Edge. There being present, in person or by proxy, stockholders owning 987,473,376 shares representing at least 68.78% of the capital stock, he therefore certified that a quorum was present for the transaction of business. (The list of stockholders present or represented at the meeting is available at the office of the Corporation.)

3. Approval of Minutes of the Annual Meeting of the Stockholders on 24 May 2023

The next item on the agenda was the approval of the minutes of the Annual Meeting of the Stockholders held on 24 May 2023.

Considering that the minutes had earlier been distributed to the stockholders and the electronic copy of the same is in the Corporation's website, upon motion made and duly seconded, the reading of the minutes of the last Annual Meeting of the Stockholders was dispensed with and the same was unanimously approved.

4. Management Report for the year ended 31 December 2023

The next item on the agenda was the Management Report. The Company's President, Mr. Edgar Brian K. Ng, reported on the operational highlights of the past year and the Company's financial condition based on audited financial statements for the year ended 31 December 2023.

Mr. Ng reported that revenue amounted to P816 million which is better by 0.4% or P3 million as compared to the 2022 revenue of P813 million. This P816 million revenue is the highest revenue since the restart of operations in 2017. The reason for the increase is that the eGames revenue is higher by P26 million. EBITDA is P88 million which is lower by P41 million or

32% from 2022. The decrease was attributable mainly to the payment of one-time costs such as payment to the Bureau of Internal Revenue assessment and Court of Tax Appeals filing fees totaling P16 million and the payment of a sportbetting license in the amount of P5 million, coupled with the higher cost incurred due to rental escalation, increase in minimum wages and government benefits. Still, the Company generated its second to the highest EBITDA since the restart of operations in 2017. Net loss for the year 2023 amounts to P72 million and is brought about by total P82 million of non-recurring costs and expenses such as the goodwill impairment loss of S4G machines and BigGame, Inc. and NDM sites totaling P52 million, PFRS 16 Leases adjustment in the amount of P9 million, one-time payment of Bureau of Internal Revenue assessments and Court of tax Appeals filing fees totaling P16 million and the sportbetting license of P5 million. Without the non-recurring costs and expenses, net income for the year 2023 amounts to P10 million, down by 63% as compared to net income of P27 million in 2022.

Thereafter, upon motion duly made and seconded, the Management Report was noted and made part of the records of the Corporation.

5. Ratification and Approval of Corporate Acts

The next item on the agenda was the ratification and approval of corporate acts.

Upon motion duly made and seconded, all the acts, proceedings, transactions, and agreements, authorized and entered into by the Board of Directors, Executive Committee and Officers of the Corporation, for and on behalf of the Corporation, from the last Annual Meeting of the Stockholders to date, were approved, confirmed and ratified by the stockholders.

6. Election of Directors

The next item on the agenda was the election of the members of the Board of Directors of the Corporation.

Upon motion duly made and seconded, the following were nominated to be elected as members of the Board of Directors for the current year:

For Regular Directors:

1. Gregorio Araneta III
2. Crisanto Roy B. Alcid
3. Edgar Brian k. Ng
4. Edgar N. Ang
5. Alfonso M. Araneta
6. Luis M. Araneta

For Independent Directors:

1. Mario A. Oreta
2. Rafael B. Ortigas



3. Philip S. Tuazon
4. William M. Valtos, Jr.

There being no other nominees, and since there were only ten (10) nominees for eleven (11) positions, upon motion made and duly seconded, the Corporate Secretary was directed by the Chairman to cast the votes of all those present and represented at the meeting equally among the above-named individuals who were thereby unanimously elected as members of the Board of Directors for the current year, to act as such until their successors are duly elected and qualified in accordance with the By-Laws.

7. Appointment of External Auditor

Upon motion duly made and seconded, the accounting firm of Reyes Tacandong & Co. was appointed as the external auditor of the Corporation for the current year.

8. Adjournment

There being no further business to transact before the stockholders, upon motion made and duly seconded, the meeting was adjourned.

ATTEST:



Gregorio Araneta III
Chairman



Raymund S. Aquino
Corporate Secretary