

# *F & J Prince Holdings Corporation*

## **MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING 06 October 2022 • Thursday • 10:00A.M. • via Zoom**

### **I. ATTENDANCE**

The Corporate Secretary, Atty. Fina Bernadette D.C. Tantuico, attested that stockholders owning 394,266,084 shares out of 481,827,653 shares comprising the Corporation's outstanding capital stock, entitled to vote, were present or represented at the meeting.

### **II. CALL TO ORDER**

The Chairman, Mr. Robert Y. Cokeng, called the meeting to order. The Corporate Secretary, Atty. Fina Bernadette D.C. Tantuico, recorded the minutes of the proceedings.

### **III. PROOF OF NOTICE AND QUORUM**

The Corporate Secretary informed the President that, in view of the current pandemic, the annual stockholders meeting of the Corporation is being held via the digital platform known as Zoom. Notice to stockholders of record was made through publication in two newspapers of general circulation namely (i) The Manila Times as attested by the Affidavit of Publication of Eden F. Del Rosario, Credit and Collection Head of The Manila Times; and (ii) Daily Tribune as attested by the Affidavit of Publication of Mary Ann M. Datoy, Accounting Assistant of Concept and Information Group Inc., publisher of the Daily Tribune.

The Secretary likewise certified that stockholders owning at least 81% of the outstanding capital stock of the Corporation were present via zoom and/or represented at said meeting.

The President then declared that a quorum existed for the transaction of business.

### **IV. APPROVAL OF THE MINUTES OF THE 2021 ANNUAL STOCKHOLDERS' MEETING**

Upon motion made and duly seconded, the reading of the minutes of the Annual Stockholders' Meeting held last 17 September 2021, copies of which were distributed to the stockholders prior to the meeting, was dispensed with and, thereafter, said minutes were duly approved and adopted.

## **V. MANAGEMENT REPORTS**

The President presented his yearly report the highlights of which are as follows:

- (i) The Registrant's consolidated revenue in 2021 increased to ₱119.3 million from ₱111.8 million in 2020. Equity in net earnings of associates decreased to ₱19.4 million in 2021 from ₱32.1 million in 2020. Interest income decreased to ₱18.3 million in 2021 from ₱21.2 million in 2020 as interest levels have gone down due to monetary easing by monetary authorities. A net foreign exchange gain of ₱31.0 million was recorded in 2021 versus a loss of ₱28.2 million in 2020 as the Peso devalued against foreign currencies which benefited the foreign exchange denominated bonds and other securities held by the Registrant and its subsidiary. Rent decreased slightly from ₱23.3 million in 2020 to ₱22.0 million in 2021. Gain on AFS, HTM and FVPL Financial Assets of ₱21.8 million was recorded in 2021 versus ₱21.9 million in 2020. Dividend income increased from ₱4.6 million in 2021 from ₱3.7 million in 2020.
- (ii) Total consolidated expenses of the Registrant decreased to ₱62.1 million in 2021 compared to ₱103.3 million in 2020 due mainly to reversal of Net FX losses to Net FX gains in 2021.
- (iii) As a result of the above, total consolidated income before tax in 2021 totaled ₱81.8 million compared to ₱46.1 million in 2020. After provision for income tax, total consolidated net income after tax totaled ₱64.5 million in 2021 compared to ₱43.4 million in 2020.
- (iv) Net income attributable to non-controlling interest, namely minority shareholders of Magellan Capital Holdings Corporation, totaled ₱2.0 million in 2021 compared to ₱0.4 million in 2020.
- (v) Net income attributable to equity holders of the Registrant totaled ₱62.5 million in 2021 compared to ₱43.0 million in 2020.
- (vi) The Registrant's financial position is very strong as it has substantial cash resources available to undertake its planned projects. As of December 31, 2021, the Registrant's consolidated cash and cash equivalent totaled over ₱506.7 million compared to ₱523.5 million as of December 31, 2020. The Registrant and its subsidiary are planning to undertake development of MCHC's land in Fort Bonifacio into an office building as well as to acquire income producing properties as well as additional land for development. The Registrant and its subsidiary are debt free with total consolidated liabilities of ₱44.1 million at year-end 2021 compared to ₱38.0 million at year-end 2020. Total equity amounted to ₱1.9 billion as of the end of 2021 compared to ₱1.8 billion at the end of 2020.
- (vii) The Registrant and its subsidiary and affiliates are substantially debt free except for MUDC which has loans and advances from its principal shareholders. The Registrant and its subsidiaries have more than enough cash

resources to meet any expected requirements in the next twelve months. Consolidated cash and cash equivalents at the end of 2021 totaled P506.7 million compared to P523.5 million at the end of 2020 while total current assets totaled P797.0 million at year-end 2021 compared to P751.7 billion at year-end 2020. Other than the normal fluctuation of the Peso exchange rate as well as the effect of the normal market fluctuations on the value of stock and bond holdings owned by the Registrant and its subsidiary, the Registrant is not aware of any trends, demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in its liquidity increasing or decreasing in any material way. Likewise, the Registrant does not know of any trends, events or uncertainties that have or that are reasonably expected to have a material favorable or unfavorable impact on the revenues or income from continuing operations.

**VI. PRESENTATION AND APPROVAL OF THE AUDITED FINANCIAL STATEMENTS**

Upon motion made and duly seconded, the stockholders approved the Corporation's Audited Financial Statements as of 31 December 2021, copies of which had been distributed to the stockholders prior to the meeting.

**VII. RATIFICATION OF CORPORATE ACTIONS TAKEN**

Upon motion made and duly seconded, the stockholders approved and ratified the corporate actions taken by the Board of Directors for the previous year as outlined in the Memorandum distributed to the stockholders prior to the meeting.

**VIII. ELECTION OF DIRECTORS**

The Chairman announced that the table was open for nominations to the Board of Directors for the coming year. This announcement was followed by the nomination and election of the following as members of the Board of Directors and who would act as such until their successors have been duly elected and qualified:

[in alphabetical order]  
CHARLIE K. CHUA  
FRANCIS L. CHUA  
JOHNSON U. CO  
JOHNNY O. COBANKIAT  
KATRINA MARIE Y. COKENG  
MARK RYAN K. COKENG  
MARY K. COKENG  
ROBERT Y. COKENG  
PETER L. KAWSEK, JR.  
JOHNSON TAN GUI YEE  
RUFINO B. TIANGCO



Messrs. Charlie K. Chua and Peter L. Kawsek, Jr. were re-elected as the independent directors of the Corporation, as required by law.

**IX. APPOINTMENT OF EXTERNAL AUDITORS**

After discussion and upon motion made and duly seconded, the stockholders approved and ratified the re-appointment of Mendoza, Querido & Co. as external auditors of the Corporation for the fiscal year 2022.

**X. ADJOURNMENT**

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

Certified Correct by:

  
(ATTY.) FINA BERNADETTE D.C. TANTICO  
Corporate Secretary