

MARY MEDIATRIX MEDICAL CENTER, INC.
J. P. Laurel Highway, Mataas na Lupa, Lipa City
MINUTES OF THE 34th ANNUAL STOCKHOLDERS' MEETING
Held on 2 July 2024 through hybrid approach through the online platform Zoom,
And from the 5th Floor, Lillian Magsino Hall, MMMC, Lipa City

PRESENT:

(Please see attached Record of Attendance with 78.65 % of the outstanding capital stock present.)

1. Call to Order

The Chairman of the meeting, Mr. Rhais M. Gamboa, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Garney M. Candelaria, recorded the minutes of the proceedings.

2. Certification of Attendance

The Corporate Secretary, Atty. Garney M. Candelaria, certified that, in accordance with the rules of the Securities and Exchange Commission and the By-laws of the Corporation, notices of the Annual Stockholders Meeting were sent to all stockholders on or before June 11, 2024. The Corporate Secretary also certified the presence of a quorum to transact corporate business, there being present in person or represented by proxy a majority of the stockholders, and there being no objection to the presence of a quorum at the time.

3. Reading and Approval of the Minutes of the Previous Meeting

The minutes of the Annual Meeting of Stockholders held on 30 June 2023 were presented to the stockholders for reading and approval. Upon motion duly made and seconded, the stockholders dispensed with the reading of the minutes, and the same were approved as presented.

4. Approval of the Audited Financial Statements for 2023

The Corporation's External Auditor, Ms. Carolina P. Angeles from Reyes Tacandong & Co. (RTC) presented to the stockholders the Audited Financial Statements for the year ending 31 December 2023. After the presentation, and upon motion duly made and seconded, the stockholders passed the following resolution:

RESOLUTION NO. SH1-2024

"RESOLVED, That the stockholders of Mary Mediatrix Medical Center, Inc. hereby approve the Audited Financial Statements of the Corporation for the year ending 31 December 2023."

5. President's Report for 2023

The President, Mr. Jose Ronaldo de los Santos presented his report for the year 2023, which was duly noted by the stockholders.

6. Ratification of the Actions Taken by the Board of Directors and Officers

The Chairman informed the Board that the next item in the agenda is the ratification of the actions and proceedings taken by the Board of Directors and corporate officers from 1 July 2022 up to the present, which were included in the Information Statement distributed to all stockholders prior to the meeting. Upon motion duly made and seconded, there being no objection, the stockholders of the Corporation approved the following resolution:

RESOLUTION NO. SH2-2024

“RESOLVED, That the stockholders of Mary Mediatrix Medical Center, Inc. hereby confirm and ratify all acts and resolutions taken by the Board of Directors and corporate officers of the Corporation from 1 July 2023 to the present.”

7. Election of Directors for the Year 2024-2025

The Corporate Secretary announced that there were twelve (12) nominees to the Board of Directors for this year, 9 for regular directors and 3 for independent directors. He presented the twelve (12) candidates to the Board for 2024-2025, in alphabetical order:

1. Dela Cruz, Jose Santiago A., Jr.
2. Delos Santos, Jose Ronaldo H.
3. Ejercito, Carlos C.
4. Gamboa, Rhais M.
5. Josen, Dr. Pantaleon R. - for independent director
6. Lara, Dr. Crispin -for independent director
7. Magsino, Dr. Robert M.
8. Martinez, Erika Cheska G.
9. Montinola, Manuel L.
10. Padilla, Dr. Ma. Dominga Cecilia B. -for independent director
11. Panganiban, Marissa Patricia M.
12. Songco, Dr. Jaime SD

Considering that there were only nine (9) nominees for regular director, a motion was made that those nominated be considered as having been elected as directors of the Corporation by acclamation, which was duly approved. Hence, all the nine nominees above mentioned for regular directors were declared as unanimously elected by acclamation.

For the independent directors, Ms. Ciara Cheng, member of the NOMELEC, reported the the counting of the votes was conducted earlier this morning with Atty. Macalino as witness via Zoom. They counted all the ballots submitted by hard copy to the executive office and also all the soft copies sent to the NOMELEC email address. The results of the election for independent directors are as follows:

1. Dr. Pantaleon R. Josen - 237,905 votes
2. Dr. Crispin D. Lara - 668,742 votes
3. Dr. Ma. Dominga Cecilia B. Padilla - 708,511 votes

Ms. Cheng proclaimed Dr. Crispin D. Lara and Dr. Ma. Dominga Cecilia B. Padilla as the new MMMC independent directors for the year 2024-2025.

9. Appointment of External Auditor

The President moved to re-appoint Reyes Tacandong & Co., represented by Ms. Michelle Mendoza-Cruz, as the external auditor of the Corporation for 2024-2025.

Upon motion duly made and seconded, the stockholders passed the following resolution:

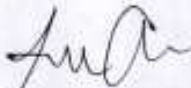
RESOLUTION NO. SH3-2024

"RESOLVED, That the stockholders of the Corporation hereby re-appoint REYES TACANDONG & CO. represented by Ms. Michelle Mendoza-Cruz, as the external auditor of the Corporation for the fiscal year 2024-2025."

10. Adjournment

There being no other matters to discuss, the meeting was adjourned.

ATTEST:



RHAIS M. GAMBOA
Chairman of the Meeting



ATTY. GARNEY M. CANDELARIA
Corporate Secretary