



MATTERS FOR STOCKHOLDER RATIFICATION
28 June 2019

I. MATTERS RESOLVED DURING THE ORGANIZATIONAL MEETING OF THE BOARD OF DIRECTORS ON 21 JUNE 2018¹

- A. Resolutions authorizing the Corporation to enter into joint ventures involving the following:
1. Development of a project located in Davao del Sur with a total area of 14,299 sq.m.;
 2. Development of a project located in Iloilo City with an area of 48,000 sq.m.;
 3. Development of a project located in Quezon City with a total area of 1,103 sq.m.; and
 4. Development of a project located in Rizal with an area of 7,104 sq.m.
- B. Resolutions authorizing the Corporation to acquire the following:
1. Parcels of land located in Batangas with a total area of 205,882 sq.m.;
 2. Parcels of land located in Davao del Sur with a total area of 90,000 sq.m.;
 3. Parcels of land located in Laguna with a total area of 187,658 sq.m.;
 4. Parcels of land located in Pangasinan with a total area of 78,156 sq.m.;
 5. Parcel of land located in Quezon with an area of 8,386 sq.m.;
 6. Parcel of land located in Rizal with an area of 12,000 sq.m.;
 7. Parcel of land located in Zambales with an area of 35,588 sq.m.; and
 8. Parcel of land located in Iloilo with an area of 18,872 sq.m.
- C. Resolution approving the availment of a bank loan and domestic bills purchase line with the Bank of Commerce; and
- D. Resolution designating additional signatories to negotiate and avail of a seven (7) year Corporate Note Facility with financial institutions, with a maximum of nineteen (19) investors, for an aggregate amount of PhP3 Billion and with an overallotment option of PhP2 Billion, which was approved during the Special Meeting of the Board of Directors of the Corporation held on 08 January 2018.

II. MATTERS RESOLVED DURING THE SPECIAL MEETING OF THE BOARD OF DIRECTORS ON 28 SEPTEMBER 2018²

- A. Resolution authorizing the Corporation to enter into a joint venture involving the involving the following:
1. Development of a project located in Rizal with an area of 18,222 sq.m.;
 2. Development of projects located in Batangas with a total area of 60,621 sq.m.;
 3. Development of a project located in Antipolo City with an area of 51,630 sq.m.; and
 4. Development of a project located in Bulacan with an area of 14,038 sq.m.
- B. Resolutions authorizing the Corporation to enter into a joint venture with Sta. Lucia Realty & Dev., Inc. and the Armed Forces of the Philippines Retirement and Separation Benefits System ("AFPRSBS") for the development of a project located in Iloilo City with an area of 3,484 sq.m. The same was also approved by the Related Party Transactions Committee to ensure the absence of conflict of interest;

¹ Please refer to SEC Form 17-C, as filed with the SEC.

² Please refer to SEC Form 17-C, as filed with the SEC.

- C. Resolutions authorizing the Corporation to acquire the following:
 1. Parcels of land located in Davao del Sur with a total area of 141,642 sq.m.;
 2. Parcels of land located in Iloilo with a total area of 121,808 sq.m.;
 3. Parcels of land located in Antipolo with a total area of 266,002 sq.m.;
 4. Parcels of land located in Nueva Ecija with a total area of 207 sq.m.;
 5. Parcels of land located in General Santos City with a total area of 243,168 sq.m.;
 6. Parcels of land located in Rizal with a total area of 183,888 sq.m.
 7. Parcel of land located in Batangas with an area of 11,419 sq.m.; and
 8. Parcel of land located in Laguna with an area of 13,332.60 sq.m.
- D. Resolution authorizing the Corporation to set-up the Sta. Lucia Foundation;
- E. Resolution authorizing the Corporation to open accounts with China Banking Corporation;
- F. Resolution authorizing the Corporation to reactivate its dormant account with Asia United Bank;
- G. Resolution authorizing the Corporation to open a PhP500 million credit line with Security Bank Corporation; and
- H. Resolution authorizing the Corporation to open a PhP500 million credit line with the Bank of the Philippine Islands.

III. MATTERS RESOLVED DURING THESPECIAL MEETING OF THE BOARD OF DIRECTORS ON 07DECEMBER 2018³

- A. Resolutions authorizing the Corporation to enter into joint ventures involving the following:
 1. Development of projects located in Iloilo with a total area of 56,483 sq.m.;
 2. Development of a project located in Pasig City with an area of 2,106 sq.m.;
 3. Development of a project located in Batangas with an area of 12,152 sq.m.;
 4. Development of projects located in Bulacan with a total area of 20,349 sq.m.;
 5. Development of projects located in Rizal with a total area of 11,576 sq.m.;
 6. Development of a project located in Laguna with an area of 15,003 sq.m.; and
 7. Development of a project located in Davao del Sur with an area of 37,550 sq.m.
- B. Resolutions authorizing the Corporation to acquire the following:
 1. Parcels of land located in Palawan with a total area of 128,120 sq.m.;
 2. Parcels of land located in Batangas with a total area of 787,797 sq.m.;
 3. A parcel of land located in Davao del Sur with an area of 57,928 sq.m.;
 4. Parcels of land located in Cavite with a total area of 16,739 sq.m.; and
 5. A parcel of land located in Laguna with an area of 153,354 sq.m.
- C. Resolutions authorizing the Corporation to appoint a Data Protection Officer.

IV. MATTERS RESOLVED DURING THESPECIAL MEETING OF THE BOARD OF DIRECTORS ON 28 FEBRUARY 2019⁴

- A. Resolution setting the date of the Annual Stockholders' Meeting of the Corporation for the year 2019 on Friday, 28 June 2019, 8:00 a.m., at Il Centro, Sta. Lucia Mall, Marcos Highway cor. Imelda Ave., Cainta, Rizal;

³ Please refer to SEC Form 17-C, as filed with the SEC.

⁴ Please refer to SEC Form 17-C, as filed with the SEC.

- B. Resolution setting the record date on 28 May 2019 for purposes of determining the list of stockholders of the Corporation who are entitled to notice of, and to vote at, the Annual Stockholders' Meeting;
- C. Resolution authorizing the Corporation to secure registration with the Optical Media Board;
- D. Resolutions authorizing the Corporation to enter into joint ventures involving the following:
 1. Development of a project located in Binangonan, Rizal with an area of 11,212 sq.m.;
 2. Development of a project located in Puerto Princesa, Palawan with an area of 189,369 sq.m.;
 3. Development of a project located in Taytay, Rizal with an area of 18,603 sq.m.;
 4. Development of a project located in Digos, Davao del Sur with an area of 37,550 sq.m.; and
 5. Development of a project located in Bulacan with an area of 14,038 sq.m.
- E. Resolutions authorizing the Corporation to enter into a joint venture with Sta. Lucia Realty & Dev., Inc. for the development of a project located in Dasmarinas, Cavite with an area of 8,253 sq.m. The same was also approved by the Related Party Transactions Committee to ensure the absence of conflict of interest;
- F. Resolutions authorizing the Corporation to acquire the following:
 1. Parcels of land located in South Cotabato with a total area of 576,456 sq.m.;
 2. Parcels of land located in Bauan, Batangas with a total area of 720,698 sq.m.; and
 3. Parcels of land located in Digos, Davao del Sur with a total area of 113,612 sq.m.
- G. Ratification of the opening of the escrow account with Rizal Commercial Banking Corporation.

V. MATTERS RESOLVED DURING THE SPECIAL MEETING OF THE BOARD OF DIRECTORS ON 20 MARCH 2019⁵

- A. Resolutions authorizing the Corporation to open bank accounts with China Banking Corporation for joint venture projects with La Panday Properties Philippines, Inc.;
- B. Resolutions authorizing the Corporation to open bank accounts with BDO Unibank, Inc. for joint venture projects with La Panday Properties Philippines, Inc.;
- C. Resolutions authorizing the Corporation to increase the credit line with China Banking Corporation to the amount of One Billion Pesos; and
- D. Resolutions authorizing the Corporation to apply for additional credit lines with the following banks:
 1. Bank of Commerce in the amount of Two Hundred Fifty Million Pesos; and
 2. Maybank Philippines Inc. in the amount of Two Hundred Million Pesos.

VI. MATTERS RESOLVED DURING THE SPECIAL MEETING OF THE BOARD OF DIRECTORS ON 07 MAY 2019⁶

- A. Resolutions authorizing the Corporation to enter into joint ventures involving the following:
 1. Development of projects located in Sto. Tomas, Batangas with a total area of 383,069 sq.m.;
 2. Development of projects located in Davao City with a total area of 110,951 sq.m.;
 3. Development of projects located in Cavite with a total area of 1,526,899 sq.m.;

⁵ Please refer to SEC Form 17-C.

⁶ Please refer to SEC Form 17-C.

4. Development of a project located in Cebu with an area of 5,336 sq.m.;
 5. Development of a project located in Iloilo with an area of 146,203 sq.m.;
 6. Development of a project located in Lian, Batangas with an area of 40,242 sq.m.; and
 7. Development of a project located in Bulacan with a total area of 6,311 sq.m.
- B. Resolutions authorizing the Corporation to enter into the following joint ventures with Sta. Lucia Realty & Dev., Inc.:
1. Development of projects located in Bulacan with a total area of 38,725 sq.m.;
 2. Development of a project located in Batangas with an area of 12,296 sq.m.;
 3. Development of a project located in Cavite with an area of 29,516 sq.m.;
 4. Development of a project located in Rizal with an area of 13,721 sq.m.; and
 5. Development of a project located in Iloilo with an area of 40,764 sq.m.
- C. Resolutions authorizing the Corporation to acquire the following:
1. Parcels of land located in Calamba, Laguna with a total area of 171,204 sq.m.;
 2. Parcels of land located in Davao City with a total area of 45,062 sq.m.;
 3. Parcels of land located in Iloilo with a total area of 51,866 sq.m.;
 4. Parcels of land located in Sta. Rosa, Laguna with a total area of 8,151 sq.m.;
 5. Parcel of land located in Negros Oriental with an area of 140,000 sq.m.;
 6. Parcel of land located in Pasig City with an area of 3,972 sq.m.; and
 7. Parcel of land located in Palawan with an area of 206,919 sq.m.
- D. Resolutions authorizing the Corporation to acquire 2,562,490 shares of stock of Uni-Asia Properties Inc.; and
- E. Resolutions authorizing the Corporation to apply for an additional credit line with Maybank Philippines, Inc. – Trust Department in the principal amount of Two Hundred Million Pesos (Php200,000,000.00).