

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF  
WATERFRONT PHILIPPINES, INC.  
THROUGH VIRTUAL COMMUNICATION (ZOOM)  
HELD ON AUGUST 09, 2024**

**PRESENT:**

Sergio R. Ortiz-Luis, Jr.	Chairman - Independent Director
Kenneth T. Gatchalian	Director
Elvira A. Ting	Director
Dee Hua T. Gatchalian	Director
Arthur M. Lopez	Director
Ruben D. Torres	Director
Renato C. Francisco	Lead Independent Director
Aristeo R. Cruz	Independent Director
Lamberto B. Mercado Jr.	Director

**ALSO PRESENT:**

Atty. Arthur R. Ponsaran	Corporate Secretary
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**PROCEEDINGS OF THE MEETING**

**CALL TO ORDER**

Mr. Sergio R. Ortiz-Luis, Jr., Chairman called the meeting of **WATERFRONT PHILIPPINES, INC.** (the "Corporation") to order and thereafter presided. He said the board meeting will be conducted through remote/virtual communication, pursuant to SEC Memorandum Circular No. 6, Series of 2020. He instructed the Corporate Secretary, Atty. Arthur R. Ponsaran, to make a roll call and to record the proceedings of the meeting.

**DETERMINATION OF QUORUM**

The Corporate Secretary requested each of the directors to state his/her name, position, and location; to confirm that he/she received the Notice of Meeting, including the agenda and materials; and to specify the device that he/she is using. After the roll call all the directors confirmed that they can clearly see and/or hear all the attendees. The Corporate Secretary then certified that all the directors were present, and as such, there is a quorum for the transaction of corporate business

**SETTING OF THE ANNUAL MEETING OF STOCKHOLDERS FOR THE YEAR 2024**

The Board approved the setting of the annual meeting of stockholders on September 21, 2024 at 10:00 A.M. at the Waterfront Cebu City Hotel, Lahug, Cebu City. The record date for the purpose of determining the stockholders who are entitled to vote in said stockholders'



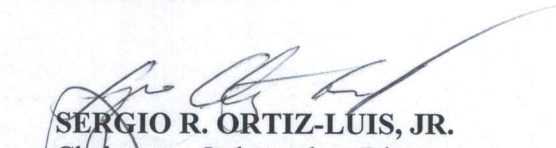
meeting is **August 27, 2024**. The stock and transfer book will be closed from **August 28, 2024 to September 21, 2024** at 10.00 A.M.

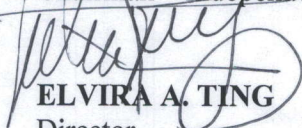
**ADJOURNMENT**

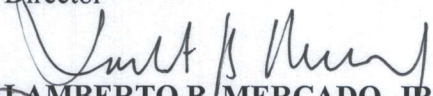
There being no further business to transact, the meeting was, on motion duly made and seconded, adjourned.

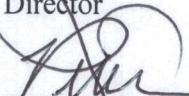
  
**ARTHUR R. PONSARAN**  
Corporate Secretary

**ATTESTED BY:**

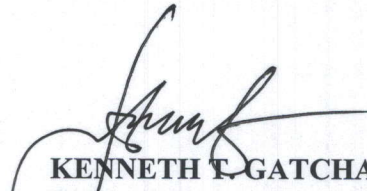
  
**SERGIO R. ORTIZ-LUIS, JR.**  
Chairman – Independent Director


  
**ELVIRA A. TING**  
Director

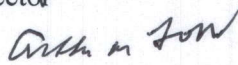
  
**LAMBERTO B. MERCADO, JR.**  
Director

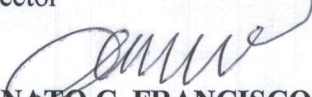
  
**RUBEN D. TORRES**  
Director

  
**ARISTEO R. CRUZ**  
Independent Director

  
**KENNETH T. GATCHALIAN**  
Director

  
**DEE HUA T. GATCHALIAN**  
Director

  
**ARTHUR M. LOPEZ**  
Director

  
**RENATO C. FRANCISCO**  
Lead Independent Director