

## MINUTES OF SPECIAL STOCKHOLDERS MEETING

DECEMBER 13, 2023 AT 5:00PM

VENUE: ONLINE ZOOM MEET

### Summary of Attendance

Present were:

Catherine B. Cerna	- President/CEO
Jed Justin Narvios	- Chairman of the Board
Lea Katrina B. Cerna	- Corporate Secretary/VP for Operations
Gabrielle Marcelo B. Cerna	- VP Admin & Support
Cheryl C. Medalla	- Director/VP Finance & Accounting
Gillian Joy H. Dico-Cerna	- VP Sales & Marketing
Ma. Bebeth N. Bernales	- Director/Treasurer
Robert Quindoza	- Independent Director
Lelani E. Paredes	- Independent Director
Leo T. Cerna	- Stockholder
Julie B. Jabagat	- Stockholder
Atty. Cynthia A. Canete	- Stockholder
Atty. Perla G. Centino-Gullaksen	- Stockholder
Delia S. Evardo	- Stockholder
Daisy Jaine L. Omega	- Stockholder

Present by proxy:

Rhee N. Medalla	- Stockholder
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Number of shares present in person or by proxy	-	<u>99.63%</u>
Number of shares absent	-	<u>00.37%</u>
Percentage of Attendance	-	<u>99.63%</u>

### **AGENDA:**

1. Ratification for declaring stock dividends up to 30%

#### **I. CALL TO ORDER**

The Corporate Secretary, Ms. Lea Katrina Cerna, called the meeting to order at 5:05PM with a prayer. Consent of the participants was elicited regarding the recording of the proceedings.

After certifying that notices of the annual stockholders' meeting had been duly sent to all the stockholders in accordance with the By-laws of the Corporation, and that 99.63% of the total outstanding capital stock of the Corporation was present, a quorum was declared.

## II. AGENDA

The sole agenda for the day's meeting, is the ratification of the **declaration of stock dividends up to 30%** approved by the board of directors last July 27, 2023. This was premised on the objective to increase the company's paid-up capital and allowable sales.

To ratify such resolution, approval by the stockholders holding at least 2/3 of the outstanding capital stock is required.

A tabulation depicting the distribution of stock dividends was presented, as follows:

LIFE AND HEALTH HMP, INC				
PROPOSED STOCK DIVIDENDS DISTRIBUTION				
2023				
NAMES OF STOCKHOLDERS	NUMBER OF SHARES PER SOCKHOLDER	STOCK DECLARATION %	DECLARED PER STOCKHOLDER	TOTAL STOCKS PER STOCKHOLDER
LEO CERNA	170475	30%	51143	221618
CATHERINE CERNA	171725	30%	51518	223243
LEA KATRINA CERNA	124475	30%	37343	161818
GABRIELLE MARCELO CERNA	124475	30%	37343	161818
BEBETH BERNALES	2900	30%	870	3770
JULIE JABAGAT	2900	30%	870	3770
FRANCO BARICUATRO	1900	30%	570	2470
RHEE MEDALLA	1650	30%	495	2145
CHERYL MEDALLA	1250	30%	375	1625
CHARITO BARICUATRO	150	30%	45	195
CYNTHIA CAÑETE	25	30%	8	33
PERLA CENTINO	25	30%	8	33
DELIA EVARDO	25	30%	8	33
JED JUSTIN NARVIOS	25	30%	8	33
ROBERT QUINDOZA	25	30%	8	33
GILLIAN JOY CERNA	3000	30%	900	3900
NAZELLE VALESPIN	25	30%	8	33
LELANI PAREDES	25	30%	8	33
DAISY JAINE OMEGA	25	30%	8	33
	<b>605100</b>	<b>30%</b>	<b>181536</b>	<b>786636</b>

Upon motion made by Atty. Perla Centino-Gullaksen, duly seconded, the Board Resolution for the distribution of stock dividends of up to 30% to be effective the following day, December 14, 2023, was submitted for the stockholders' approval.

Upon the counting of votes viva voce, the Board Resolution was unanimously approved and ratified. **(Stockholders' Resolution No. 2023-15-12-1)**

The Chairman of the Board directed the Corporate Secretary to enter the date of declaration as of December 13, 2023 and the effectivity date as of December 14, 2023, and for the issuance of the corresponding stock certificates, and the reporting of the new stockholders' listing in the GIS.

**III. ADJOURNMENT**

There being no matters left to transact, on motion duly made and seconded, the meeting was adjourned at 5:30 PM.

Attested by:

**Jed Justin  
Narvios**

Digitally signed by Jed  
Justin Narvios  
Date: 2023.12.28  
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**JED JUSTIN C. NARVIOS**  
Chairman

Certified Correct:



Digitally signed by LEA  
KATRINA B. CERNA  
Date: 2023.12.19  
14:15:37 +08'00'

**LEA KATRINA B. CERNA**  
Corporate Secretary