

MINUTES
of the Annual Meeting of the Stockholders of
LBC EXPRESS HOLDINGS, INC.
held on 9 December 2024
via teleconference

Present:

Mr. Miguel Angel A. Camahort	-	Director, Chairman, Chief Executive Officer, President
Mr. Enrique V. Rey, Jr.	-	Director, Investor Relations Officer, Chief Finance Officer
Atty. Anthony A. Abad	-	Director, Chairman of the Corporate Governance Committee

Also Present:

Atty. Cristina S. Palma Gil-Fernandez	-	Corporate Secretary
Atty. Mahleene G. Go	-	Assistant Corporate Secretary
Atty. Ernesto C. Naval III	-	Alternate Corporate Information Officer
Ms. Rosalie H. Infantado	-	Treasurer
Ms. Rea L. Gomez	-	Meeting Moderator
Representatives of RCBC Trust Corporation	-	Stock Transfer Agent

Share Information

Total Number of Shares Issued and Outstanding	1,425,865,471
Total Number of Shares Represented at the Meeting	1,384,967,476
Percentage of Shares Represented	97.132%

I. Call to Order

The virtual meeting, which was conducted online in compliance with the requirements imposed by the Securities and Exchange Commission, was called to order by the Chairman, Mr. Miguel Angel A. Camahort, who thereupon presided over the same. The Corporate Secretary, Atty. Cristina S. Palma Gil-Fernandez, recorded the minutes of the meeting.

II. Certification of Notice and Quorum

At the request of the Chairman, the Corporate Secretary certified that based on the records, notice of the annual meeting of the stockholders of the Company for the year 2024 was published in two (2) newspapers of general circulation: (i) in print format of the Business Mirror and Manila Times, and (ii) through a digital print copy of the Business Mirror and Manila Times on 17 and 18 November 2024. In addition, the agenda, Definitive Information Statement, and other pertinent documents for such meeting were electronically published through a public disclosure in the Philippine Stock Exchange (“PSE”) EDGE portal and made available in the Company Website, all in accordance with the relevant issuance of the Securities and Exchange Commission (“SEC”) on alternative modes for distribution of notices of meeting for 2024. The relevant notices were addressed to all the stockholders of record of the Company as of 19 November 2024, based on the record date fixed by the Board of Directors of the Company for this meeting; that there were represented in the meeting, in person or by proxy, stockholders owning or representing a total of

1,384,967,476 common shares representing 97.132% of the total issued and outstanding voting stock of the Company; and that there was therefore a quorum at this meeting.

The full list of stockholders represented in the meeting, in person or by proxy, is hereto attached as Annex "A".

At the request of the Chairman, the Corporate Secretary advised the stockholders of the voting procedures for the meeting. The Corporate Secretary explained that, as set out in the Definitive Information Statement, a stockholder may vote by either: (i) submitting a proxy in writing, in the form provided in the Information Statement, signed and filed by the stockholder on or before November 29, 2024; or (ii) voting electronically, through the Corporation's Electronic Registration and Online-Voting System at <http://www.lbcexpressholdings.com/2024-annual-general-meeting>, in both cases, subject to validation procedures.

The Corporate Secretary explained that for all items for approval, except for the election of directors, each share of stock entitles its registered owner (or his representative) to one vote. On the other hand, for the election of directors, a stockholder (or his representative), may either (i) vote such number of shares for as many persons as there are directors to be elected; or (ii) cumulate said shares and vote such cumulative number of shares in favor of one candidate or distribute them among as many candidates as may be deemed fit by such stockholders.

III. Approval of the Minutes of the Previous Annual Stockholders' Meeting

Upon motion duly made and seconded, the stockholders owning 1,384,967,476 of the common shares representing 97.132% of the total issued and outstanding voting stocks of the Company or more than a majority thereof resolved to approve the minutes of the Annual Stockholders' Meeting held on 4 December 2023 in its entirety.

IV. Report of Management

At the request of the President, Mr. Miguel Angel A. Camahort, Mr. Enrique V. Rey, Jr., delivered the report of Management on the financial performance and results of operations of the Company for the year 2023. The highlights of the report are as follows:

- (i) The Digital Transformation Program embarked on by the Company since 2016, other operational enhancements, and continuous evolution of service offerings have positioned the Company to respond effectively to present challenges while setting a stronger foundation for future growth. By prioritizing advancements in technology, expanding their reach, and supporting the team, the Company has ensured that it can continue delivering trusted services even in uncertain times.
- (ii) Operating income of the Company increased by 45% to Php555 million in 2023 from Php384 million in 2022, mainly owing to an improvement in gross profit and a stabilization of operating expenses.
- (iii) Gross profit of the Company slightly grew to Php3 billion in 2023 from Php2.8 billion in 2022, as a result of improved efficiencies and cost rationalization.
- (iv) Operating expenses of the Company amounted to Php2.49 billion in 2023 compared to the Php2.48 billion in 2022, mainly driven by cutbacks in manpower cost, utilities and supplies, depreciation cost, software maintenance cost and other dues and subscriptions.
- (v) Cost of services decreased by 7% to Php11.47 billion in 2023 from Php12.32 billion in 2022, largely due to improvement in cost of delivery and remittance by 9%, and facilities costs (rental, utilities, depreciation) by 6%.

- (vi) Direct costs of the Company were reduced through cost rationalization programs, such as facilities consolidation, workforce rightsizing, and improvement of operational touchpoints. Lower manpower, rent, and depreciation costs also contributed to this improvement.
- (vii) To offset the shortfall yield from the reduction of branches, the Company has appended its capacities for pick-ups of parcels and packages. This complimentary pick-up service has been made available online through the Company's website and mobile application.
- (viii) The Company is committed to adapt to customer needs and deliver superior service through continuous innovation by exploring and embracing new platforms and technologies, and enhancing capabilities.

After the report, the stockholders were given an opportunity to raise their questions. The moderator, Ms. Rea L. Gomez, confirmed none were received.

Thereafter, the stockholders owning 1,384,967,476 of the common shares representing 97.132% of the total issued and outstanding voting stocks of the Company or more than a majority thereof resolved to adopt the report of the Management on the financial performance and results of operations of the Company for the year 2023.

V. Approval of the Annual Report and Audited Financial Statements for the Fiscal Year Ended 31 December 2023

Upon motion duly made and seconded, the stockholders owning 1,384,967,476 of the common shares representing 97.132% of the total issued and outstanding voting stocks of the Company or more than a majority thereof approved the Annual Report and Audited Financial Statements for the Fiscal Year ended 31 December 2023.

VI. Ratification/Approval of the Acts of the Board of Directors and Management Since the Last Stockholders' Meeting

In addition to those disclosed in the audited financial statements of the Company, the following are among the acts of the Board of Directors and Management which are for ratification and/or approval:

- (i) Approval of the Consolidated Financial Statements of the Company and its Subsidiaries for the period ended 31 December 2023;
- (ii) Setting of the Annual General Meeting on 9 December 2024;
- (iii) All material resolutions adopted by the Board and duly reported by the Company to the SEC and PSE through the filing of SEC Form 17-C;
- (iv) All other resolutions adopted by the Board in the ordinary course of business; and
- (v) All other acts executed by Management in the exercise of their functions in the regular and ordinary course of business of the Company.

Upon motion duly made and seconded, the stockholders owning 1,384,967,476 of the common shares representing 97.132% of the total issued and outstanding voting stocks of the Company or more than a majority thereof ratified and/or approved all acts of the Board of Directors and Management since the last stockholder's meeting.

VII. Election of Directors

At the request of the Chairman, the Corporate Secretary reported that the following individuals were nominated for election as directors of the Company:

- (1) Mr. Miguel Angel A. Camahort
- (2) Mr. Rene E. Fuentes
- (3) Mr. Enrique V. Rey, Jr.
- (4) Mr. Augusto G. Gan
- (5) Atty. Mark Werner J. Rosal
- (6) Mr. Jason Michael Rosenblatt
- (7) Atty. Anthony A. Abad
- (8) Mr. Victor Y. Lim Jr.
- (9) Atty. Ferdinand D. Tolentino

Atty. Anthony A. Abad, as the Chairman of the Corporate Governance Committee, confirmed that the committee had implemented procedures for the nomination of the nominee directors, in accordance with the applicable laws, rules, and regulations of the Philippine Stock Exchange and the Securities and Exchange Commission. Atty. Abad likewise confirmed that the nominees possessed all the qualifications and had none of the disqualifications to be elected as directors of the Company.

The Corporate Secretary identified Atty. Abad, Mr. Lim, and Atty. Tolentino, as independent directors. She added that the nomination of these individuals complied with the Company's Amended By-Laws, which provides that the Company shall conform with the requirement to have such number of Independent Directors as may be required by law, possessed with such qualifications as may be prescribed by law.

The Corporate Secretary informed the stockholders that all of the directors nominated and whose names were read out by the Corporate Secretary during the meeting, received more than a majority of the entire outstanding voting stocks of the Corporation. The votes were tabulated with the assistance of the Company's stock transfer agent, RCBC Trust Corporation. Specifically, each director received the following number of votes:

Nominated Director	<u>No. of Votes Received</u>
Mr. Miguel Angel A. Camahort	1,384,967,476
Mr. Rene E. Fuentes	1,384,967,476
Mr. Enrique V. Rey, Jr.	1,384,967,476
Mr. Augusto G. Gan	1,384,967,476
Atty. Mark Werner J. Rosal	1,384,967,476
Mr. Jason Michael Rosenblatt	1,325,303,528
Atty. Anthony A. Abad	1,384,967,476
Mr. Victor Y. Lim Jr.	1,384,967,476
Atty. Ferdinand D. Tolentino	1,384,967,476

The Corporate Secretary then indicated that the foregoing nominated directors secured sufficient votes to be elected as members of the Board of Directors.

The Chairman, finding that all nine (9) nominees obtained the required number of votes, declared the nine (9) nominees duly elected as directors of the Company for the year 2024.

VIII. Appointment of the Company's External Auditors for Fiscal Year 2024

The Chairman stated that the Company submits for approval of the stockholders the appointment of the Company's external auditors for Fiscal Year 2024.

Upon motion duly made and seconded, the stockholders owning 1,384,967,476 of the common shares representing 97.132% of the total issued and outstanding voting stocks of the Company or more than a majority thereof approved the appointment of Sycip, Gorres, Velayo & Co. as the Company's external auditors for Fiscal Year 2024.

IX. Ratification of the Approval for the Amendment of Articles of Incorporation to change the Principal Address to 'LBC Central Exchange, L-2 C5 Extension, Moonwalk, Parañaque City, Metro Manila, Philippines'

Upon motion duly made and seconded, the stockholders owning 1,384,967,476 of the common shares representing 97.132% of the total issued and outstanding voting stocks of the Company or more than two-thirds thereof ratified the approval of the Amendment of Articles of Incorporation to change the Principal Address to 'LBC Central Exchange, L-2 C5 Extension, Moonwalk, Parañaque City, Metro Manila, Philippines.

X. Approval for the Amendment of By-Laws to change the Principal Address to 'LBC Central Exchange, L-2 C5 Extension, Moonwalk, Parañaque City, Metro Manila, Philippines'

Upon motion duly made and seconded, the stockholders owning 1,384,967,476 of the common shares representing 97.132% of the total issued and outstanding voting stocks of the Company or more than two-thirds thereof approved the Amendment of By-Laws to change the Principal Address to 'LBC Central Exchange, L-2 C5 Extension, Moonwalk, Parañaque City, Metro Manila, Philippines.

XI. Approval for the Amendment of By-Laws to change Annual Stockholder Meeting Date to be held every 2nd Monday of December of each year

Upon motion duly made and seconded, the stockholders owning 1,384,967,476 of the common shares representing 97.132% of the total issued and outstanding voting stocks of the Company or more than two-thirds thereof approved the Amendment of By-Laws to change Annual Stockholder Meeting Date to be held every 2nd Monday of December of each year.

XII. Adjournment

As confirmed by the moderator, no questions were received from the stockholders.

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

CERTIFIED:


CRISTINA S. PALMA GIL-FERNANDEZ
Corporate Secretary

ATTESTED:

Miguel Angel A. Camahort
Chairman

ANNEX A
List of Attending Stockholders

Directors

1. Miguel Angel A. Camahort
2. Enrique V. Rey, Jr.
3. Anthony A. Abad
4. Rene E. Fuentes
5. Mark Werner J. Rosal
6. Augusto G. Gan
7. Jason Michael Rosenblatt

Other Stockholders (through Proxy)

1. LBC Development Corporation
2. Vittorio Paulo Lim
3. Mariano Martinez Jr.
4. Lowell Yu