



Minutes of CLI 2022 Annual Stockholders Meeting

Held on 7 June 2022

In Cebu City via Zoom Videoconferencing

Attendance:

Members Present:

Jose R. Soberano III	Chairperson	Attending from Cebu City
Jose Franco B. Soberano	Director	Attending from Cebu City
Ma. Rosario B. Soberano	Director	Attending from Cebu City
Joanna Marie S. Bergundthal	Director	Attending from Cebu City
Beauregard Grant L. Cheng	Director	Attending from Cebu City
Rufino Luis T. Manotok	Independent Director	Attending from Makati City
Ma. Aurora D. Geotina-Garcia	Independent Director	Attending from Cebu City
Atty. M. Jasmine S. Oporto	Independent Director	Attending from Cebu City
Stephen A. Tan	Non-Executive Director	Attending from Cebu City

I. CALL TO ORDER

The Chairman called the meeting to order at 9:33 AM.

II. CERTIFICATION OF NOTICE AND QUORUM

The Corporate Secretary certified that as of record date for this Annual Stockholders Meeting, CLI had a total of 13 stockholders represented by 49 proxies, holding 76.20% of total outstanding shares, were present either in person or remotely via Zoom, the videoconferencing platform used for this meeting. As such, the Corporate Secretary certified that the meeting had quorum to proceed.

He also certified that prior notice to stockholders was published with the Philippine Daily Inquirer and BusinessWorld on May 18, 2022 and that all materials for the annual meeting were made available on CLI's website in compliance with Securities and Exchange Commission Memorandum Circular No. 6 Series of 2020, which governs the conduct of stockholders meeting remotely via tele- and video-conference.

III. APPROVAL OF PREVIOUS MINUTES

On motion duly made and seconded, the minutes of the 2021 Annual Stockholders Meeting held in Cebu City on 27 May 2021 was approved.

IV. NEW BUSINESS

A. REPORT OF THE CHIEF FINANCIAL OFFICER

Chief Financial Officer Beauregard Grant L. Cheng reported that CLI was still able to record a resilient financial performance. Specifically, CLI was able to deliver outlier sales take-up in 2021 backed by sustained housing demand in Visayas and Mindanao in terms of reservation sales of 16%.

Further, CLI was able to accomplish an outstanding top-line growth of 35% with 42% year-on-year increase in Parent NIAT.

CLI also recorded an unrealized revenue from sales contract amounting to ₱25 Billion by year-end 2021.

Dir. Cheng, also mentioned that CLI has a solid and healthy financial position with ₱66.5 Billion total assets driven by construction progress and build-up of recurring business segment along side with its prudent debt management while lowering down cost of borrowing.

A copy of the above report is available upon request to the Office of the Corporate Secretary.

Action Taken: On motion made and duly seconded, the stockholders or the proxies present unanimously approved the report of the Chief Financial Officer.

B. REPORT OF THE CHIEF OPERATING OFFICER

Executive Vice President and Chief Operating Officer Jose Franco B. Soberano reported that CLI embraces its market leadership with a lot of humility, as the company feels year in and year out that there is always more value it can deliver to its homeowners, partners, shareholders, and community.

According to Dir. J. Franco Soberano, CLI has tripled its residential units to 30,000 as of year end-December 2021, which is accompanied by a growing office, retail, hospitality, mixed-use, and township portfolio in over 15 of the most strategic VisMin hubs. Across these 30,000 units, we are 90% sold out of a ₱86.2 billion Total Project Value. In 2021 alone, CLI launched 10 new projects with over 6,000 new units in Cebu, Iloilo, Mandaue, Lapu-Lapu, Bacolod, Ormoc and Cagayan de Oro.

Further, Dir. J. Franco Soberano mentioned that CLI's regional offices in Davao, Cagayan de Oro, Dumaguete, Iloilo, Bacolod, Bohol, Ormoc, and Palawan were beefed up further to ensure sales, accounting, documentation, construction management and property management services were rendered at the highest levels while the country was transitioning to reopen the economy further.

This allowed CLI to break ground on several significant projects including Patria de Cebu in time for the 500th year of Christianity celebrations, Terranza Residences in Iloilo, Mandra Residences in Mandaue, Masters Tower in Cebu Business Park; and also announced milestone projects with the MOA signing for

the Xavier University Masterson Campus and Manresa Town in CDO, a new co-living concept called The Pad in Banilad, Cebu. Even the topping-off ceremony of our multi-awarded 38 Park Avenue project was held live in the heart of Cebu IT Park, and also the unveiling of CLI's Grade A 5-star green building Latitude Corporate Center.

Also in 2021, Dir. J. Franco Soberano informed the Stockholders that CLI was able to break ground on the very first in-city walk-up condo for informal settlers.

Lastly, he is optimistic that the year 2022 will welcome 21 new projects from CLI worth over ₱31.5 Billion.

A copy of his report may be requested from the Office of the Corporate Secretary.

Action Taken: On motion made and duly seconded, the stockholders or the proxies present unanimously approved the COO's Report.

C. REPORT OF THE CHAIRMAN OF THE BOARD, PRESIDENT, AND CEO

Chairman, President, and CEO Jose R. Soberano III stressed that CLI managed to turn an unpredictable year into an extraordinary year of growth.

Mr. Soberano informed the shareholders that the Board approved a 33.8% increase in this year's cash dividends, up to ₱519.2 million from ₱388.75 million in 2020. CLI distributed ₱0.15 per share on May 17 to all stockholders on record as of April 22.

Further, he reported that CLI also ventured into new business segments, such as the fast-growing resort living space. In July, CLI announced the ₱2.5-billion Abaca Resort Mactan, CLI's first resort development. In November, CLI followed it up with Costa Mira Beachtown Mactan, the first beach project of CLI, which sold out all units in the first two of three towers in just three months.

Subsequently, CLI launched ten projects in 2021 worth ₱18 billion to build about 5,696 housing units. Of this total, 48 percent or 2,725 units are designated for economic housing.

In 2021, CLI further reviewed its ability to create value sustainably by publishing CLI's first Integrated Report, following the Integrated Reporting Framework. This framework equips CLI to make better decisions, improve reporting transparency, and enhance its brand value. With this, CLI have established the five pillars of its sustainability framework.

Finally, Mr. Soberano reported that CLI expanded its landbank to aid our growth targets by acquiring 41 hectares of high-value land. These acquisitions bring our total land bank to 103 hectares worth ₱12 billion. We are also set to launch 21 pipeline projects worth ₱31.5 billion.

A copy of the Chairman's Report may be requested from the Office of the Corporate Secretary.

Action Taken: On motion made and duly seconded, the stockholders or the proxies present unanimously approved the Chairman's Report.

D. APPROVAL OF AUDITED FINANCIAL STATEMENTS AS OF 31 DECEMBER 2021

Action Taken: On motion made and duly seconded, the stockholders unanimously approved the 2021 Audited Financial Statements.

E. RATIFICATION OF ALL ACTS OF THE BOARD OF DIRECTORS IN 2021

The Corporate Secretary informed the summary of properties acquired by CLI in 2021, which include those in Danao, Consolacion, San Fernando – all in Cebu; as well as prime lots with beach frontage in Panglao Island, Bohol.

CLI also formed a joint venture with Lite Properties Corporation, which allowed us to buy the beach property I mentioned earlier where we hold an 87.5% stake.

Speaking of stakes, CLI now owns 80% of Ming-Mori Development Corporation after buying out all but one of the original shareholders. This company is the proponent of the 100-hectare reclamation project in Minglanilla, Cebu.

The Board also approved the infusion of ₱900 million into Cebu Homegrown Developers, Inc. to acquire a portion of Pristina North, an exclusive residential enclave in Cebu developed by Aboitiz Land.

The other significant acts of the Board in 2021 include the approval of the Executive Stock Option Plan, amendment of the Corporate Governance Committee Charter in order to carve out and create a separate Compensation and Benefits Committee, and the donation of ₱100 million to Xavier University as part of the agreement to create a brand new campus and university town on its sprawling Manresa property in Cagayan de Oro City.

F. ELECTION OF DIRECTORS FOR THE 2021-2022 TERM

The following were elected directors for the 2021-22 Term:

1. Jose R. Soberano III
2. Ma. Rosario B. Soberano
3. Jose Franco B. Soberano
4. Joanna Marie S. Bergundthal
5. Beauregard Grant L. Cheng
6. Stephen A. Tan
7. Rufino Luis T. Manotok
8. Ma. Aurora D. Geotina-Garcia

9. Atty. Ma. Jasmine S. Oporto

Below is the summary of votes:

Director	Votes (No. Shares)		
	Yes	No	Abstain
Jose R. Soberano III	2,637,503,534	319,000	0
Ma. Rosario B. Soberano	2,637,503,534	319,000	0
Jose Franco B. Soberano	2,637,894,534	0	0
Joanna Marie S. Bergundthal	2,637,894,534	0	0
Stephen A. Tan	2,637,894,534	0	0
B. Grant L. Cheng	2,637,894,534	0	0
Rufino Luis T. Manotok	2,637,894,534	0	0
Ma. Aurora D. Geotina-Garcia	2,637,894,534	0	0
Ma. Jasmine S. Oporto	2,637,894,534	0	0

G. APPOINTMENT OF INDEPENDENT AUDITOR FOR FISCAL YEAR 2022

Action Taken: Upon recommendation by the Audit Committee, chaired by Dir. Ma. Aurora D. Geotina-Garcia, the stockholders or the proxies present approved the re-appointment of Punongbayan & Araullo as independent auditor for Fiscal Year 2022.

V. OTHER MATTERS

None of the shareholders or their proxies present raised any other matters before adjournment.

VI. ADJOURNMENT

On motion made and duly seconded, the Chairman adjourned the meeting at 11:30 AM.

Prepared by:

Approved by:

Atty. Alan C. Fontanosa
Corporate Secretary

Jose R. Soberano III
President, Chairman & CEO