

PROXY FORM
(for corporate stockholder)

I, _____, Filipino, of legal age, with office address at _____, after being duly sworn in accordance with law, do hereby depose and state THAT:

1. I am the duly elected and incumbent Corporate Secretary of _____ (the "Corporation"), a domestic corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines with principal address _____ at _____;

2. According to corporate records, at the regular/special meeting of the Board of Directors of the Corporation held _____, with prior notice given to all directors and duly called for the purpose at which a quorum was present, the following resolutions were duly approved:

"BE IT RESOLVED, as it is hereby RESOLVED –

1. That the Board authorize _____, to be the Corporation's authorized proxy to attend all meetings of the stockholders of Cebu Landmasters, Inc., whether regular or special, with full authority to vote the shares of the Corporation and to act upon all matters and resolutions that may come before or presented during the said meetings, in the name, place and stead of the Corporation;
2. RESOLVED FURTHER, that in the absence of the above authorized officer of the Corporation during the actual stockholders of Cebu Landmasters, Inc., the following shares of the Corporation shall be voted and counted for the following items in the Agenda:

V. Review and Approval of Previous Minutes

Yes No Abstain No. of Shares Voted: _____

VI. New Business

I. CFO's Report

Yes No Abstain No. of Shares Voted: _____

II. COO's Report

Yes No Abstain No. of Shares Voted: _____

III. Chairman's Report

Yes No Abstain No. of Shares Voted: _____

IV. Approval of Audited Financial Statements as of December 31, 2019

Yes No Abstain No. of Shares Voted: _____

V. Ratification of all acts of the Board of Directors in 2019 (The list of acts is available on the CLI website)

Yes No Abstain No. of Shares Voted: _____

VI. Election of Directors for the 2020-2021 Term

Yes No Abstain No. of Shares Voted: _____

VII. Appointment of Independent Auditor for Fiscal Year 2020

Yes No Abstain No. of Shares Voted: _____

VIII. Proposed amendment to CLI bylaws adopting Sec. 47 of R.A. 11232, also known as the Revised Corporation Code of the Philippines.

Resolution for approval: Resolve, as it is hereby resolved, that the stockholders of the Corporation shall delegate to the Board of Directors the power to amend or repeal the bylaws of the Corporation or adopt a new one: Provided that such power shall be deemed revoked whenever stockholders owning or representing a majority of outstanding capital stock shall so vote at any regular or special meeting.

Yes No Abstain No. of Shares Voted: _____

VII. Adjournment

Yes No Abstain No. of Shares Voted: _____

3. RESOLVED, FINALLY, that Cebu Landmasters, Inc. shall be furnished with a certified copy of this resolution and that said company may rely on the continuing validity of this resolution until receipt of written notice of its revocation.”

3. I attest to the truth of the foregoing and issue this certification for whatever legal purpose it may serve.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ in _____, Philippines.

Corporate Secretary

REMINDER: THIS PROXY FORM MUST BE RECEIVED BY THE CORPORATE SECRETARY OR HIS ASSISTANT ON OR BEFORE 20 MAY 2020 FOR ANY VOTES CONTAINED HEREIN TO BE COUNTED DURING THE ANNUAL STOCKHOLDERS MEETING.

SUBSCRIBED AND SWORN to before me this _____ at _____, Philippines, abovenamed Affiant who presented to me his/her government-issued ID: _____ and by virtue thereof I sufficiently identified him/her to be the same person who signed the foregoing Secretary's Certificate in my presence and swore as to said document that he/she understood the contents thereof and that the same is his/her free and voluntary act and deed as well as the corporation represented therein.

Witness my hand and seal on the date and place abovementioned.

Doc. No. : _____;
Page No.: _____;
Book No.: _____;
Series of 2020.