

ALLIANCE SELECT FOODS INTERNATIONAL, INC.
MINUTES OF THE
2026 SPECIAL STOCKHOLDERS MEETING
Held on Thursday, 15 October 2026, at 2:00 P.M.
Via Zoom teleconference

Shareholders present:

Registered online or represented by proxy: Shareholders holding 81.42% of the Company's outstanding capital stock

Directors Present via Remote Communication:

Mr. Lorenzo Sixto T. Lichauco, Chairman
Atty. Gabriel A. Dee, Vice Chairman
Mr. Kirby J. Rasos, President and General Manager
Mr. Dobbin A. Tan, Director
Mr. Warren T. Sy, Director
Mr. Domingo C. Go, Lead Independent Director
Mr. Fernando L. Gaspar, Independent Director

Officers Present via Remote Communication:

Atty. Kyle David A. Dee – Corporate Secretary
Mr. Jackson Emil G. Lumaban – Vice President for Sales and Business Development
Ms. Genevi Dianah L. Dumalag – Treasurer and Head of Finance
Atty. Maria Resa S. Celiz – Chief Compliance Officer and Assistant Corporate Secretary

I. CALL TO ORDER

Mr. Lorenzo Sixto T. Lichauco, the Chairman of the Board of Alliance Select Foods International, Inc. ("**ASFII**" or the "**Company**"), called the meeting to order at 2:00 p.m, and presided over the same. The Chairman greeted the stockholders present and welcomed them to the 2026 Special Stockholders' Meeting (the "**Meeting**") of the Company.

The Chairman introduced the members of the Board of Directors present at the meeting. He also acknowledged the presence of the Corporation's Officers and the Corporate Secretary. Also present was the Corporation's duly appointed external auditor for the year 2026, Reyes Tacandong & Company, and Stock Transfer Services, Inc. ("**STSI**"), the Company's stock transfer agent.

II. PROOF OF NOTICE OF MEETING AND DETERMINATION OF QUORUM

The Chairman inquired of the Corporate Secretary whether the requisite notice of the Special Stockholders' Meeting had been duly sent to all stockholders of record. In response, the Corporate Secretary certified that the Notice of the Meeting, which included the meeting agenda, was:

- a. Posted on the website of the Company;
- b. Published in print and online by the Manila Times and the Philippine Daily Tribune for two consecutive days on 25 and 26 September 2026; and
- c. Disclosed to the Securities and Exchange Commission ("**SEC**") and the Philippine Stock Exchange.

Thereafter, upon the Chairman's further query as to the presence of a quorum, the Corporate Secretary confirmed that, based on the tabulation of attendance, there were present via remote communication or represented by proxy, shareholders representing 81.42% of the Company's outstanding capital stock.

The Corporate Secretary explained that as indicated in the Notice of the Meeting, stockholders may participate and attend the meeting only by remote communication. A dedicated email address was disclosed consistent with SEC rules so that stockholders would be able to register or to submit proxies on the prescribed dates. Shareholders who registered are considered present at the Meeting.

The Corporate Secretary thereupon certified that there was a quorum to conduct business at the Meeting.

Voting Procedure and General Protocol

At the request of the Chairman, the Corporate Secretary explained the protocol and voting procedure for the meeting:

- a. To approve an agenda item, the YES vote of at least a majority or two-thirds of those present, as applicable, is required. Only the items in the Agenda and in the Definitive Information Statement will be voted upon.
- b. Proxy forms were made available as part of the Definitive Information Statement and in the Company website. The proxy form contains each item on the Agenda that requires the stockholders' vote. There are spaces in the proxy for YES, NO or ABSTAIN, for each agenda item. The deadline for submission of proxies was on 05 October 2026.
- c. Stockholders who registered attendance via email could cast their votes through online ballots provided after successful registration on or before 10 October 2026.
- d. The Company's stock transfer agent, Stock Transfer Services, Inc., was responsible for the tabulation of the votes. Said tabulation was further verified by the Office of the Corporate Secretary.
- e. The results of the voting on each item will be announced when the particular item is taken up by the body. The tabulation of results will likewise be posted on the Company's website.
- f. Stockholders were requested to submit their questions on or before 5:00 o'clock p.m. on 10 October 2026, through the Dedicated Email Address provided to stockholders. Management will endeavor to answer all the questions. If, due to time constraints, we are not able to answer all the questions, responses to remaining questions will be sent via email.

III. APPROVAL OF THE REDUCTION IN PAR VALUE OF THE CORPORATION'S COMMON SHARES

With legal notices sent and a quorum being present, the Chairman proceeded to the next item on the agenda, which was the approval of the reduction in the par value of the Corporation's common shares from Fifty Centavos (₱0.50) to Ten Centavos (₱0.10) per share, thereby reducing the Corporation's authorized capital stock from One Billion Five Hundred Million Pesos (₱1,500,000,000.00) to Three Hundred Million Pesos (₱300,000,000.00), in each case divided into Three Billion (3,000,000,000) common shares.

The Chairman then requested the Corporate Secretary to present the corresponding resolution for approval and to report on the results of the voting.

The following resolution for approval by the stockholders was displayed on screen:

“RESOLVED, to approve the reduction in the par value of the Corporation’s common shares from Fifty Centavos (₱0.50) per share to Ten Centavos (₱0.10) per share, and the corresponding reduction in the Corporation’s authorized capital stock from One Billion Five Hundred Million Pesos (₱1,500,000,000.00), divided into Three Billion (3,000,000,000) common shares with a par value of Fifty Centavos (₱0.50) per share, to Three Hundred Million Pesos (₱300,000,000.00), divided into Three Billion (3,000,000,000) common shares with a par value of Ten Centavos (₱0.10) per share, subject to the approval of the Securities and Exchange Commission and compliance with applicable laws, rules and regulations.”

The Corporate Secretary announced that based on the tabulation of votes, shareholders representing a total of 2,035,146,551 shares, or 81.42% of the outstanding capital stock, voted in favor of the proposed resolution.

There being no objections and the requisite affirmative vote having been obtained, the Chairman declared the reduction in the par value of the Corporation’s common shares from Fifty Centavos (₱0.50) to Ten Centavos (₱0.10) per share, and the corresponding reduction in the authorized capital stock from One Billion Five Hundred Million Pesos (₱1,500,000,000.00) to Three Hundred Million Pesos (₱300,000,000.00), as duly approved.

IV. APPROVAL OF THE EQUITY RESTRUCTURING

The next item on the meeting’s Agenda was the approval of the equity restructuring of the Corporation involving the recognition of additional paid-in capital arising from the reduction in par value and its application against the Corporation’s accumulated deficit.

At the request of the Chairman, the Corporate Secretary presented the resolution for approval and the votes received, as shown on the screen:

“RESOLVED, to approve the equity restructuring of the Corporation involving the recognition, as additional paid-in capital, of the amount arising from the reduction in the par value of the Corporation’s common shares from Fifty Centavos (₱0.50) per share to Ten Centavos (₱0.10) per share, and the application of such additional paid-in capital against the Corporation’s accumulated deficit, in such amount as may be determined based on the financial statements of the Corporation and approved by the Securities and Exchange Commission, subject to applicable accounting standards, laws, rules and regulations.”

The Corporate Secretary announced that based on the tabulation of votes, shareholders representing a total of 2,035,146,551 shares, or 81.42% of the outstanding capital stock, voted in favor of the proposed resolution.

There being no objections, and the requisite affirmative vote having been obtained, the Chairman declared the equity restructuring involving the recognition of additional paid-in capital arising from the reduction in par value and the application thereof against the Corporation’s accumulated deficit as duly approved.

V. INCREASE IN AUTHORIZED CAPITAL STOCK

The Chairman proceeded to the next item on the agenda, which was the subsequent increase in the Corporation's authorized capital stock from Three Billion (3,000,000,000) common shares to Fifteen Billion (15,000,000,000) common shares, at a par value of Ten Centavos (₱0.10) per share.

At the request of the Chairman, the Corporate Secretary presented the resolution for approval by the stockholders. Slides of the resolution and the voting results were shown on the screen.

"RESOLVED, to approve the increase in the Corporation's authorized capital stock from Three Hundred Million Pesos (₱300,000,000.00), divided into Three Billion (3,000,000,000) common shares with a par value of Ten Centavos (₱0.10) per share, to One Billion Five Hundred Million Pesos (₱1,500,000,000.00), divided into Fifteen Billion (15,000,000,000) common shares with a par value of Ten Centavos (₱0.10) per share, subject to the approval of the Securities and Exchange Commission and compliance with applicable laws, rules and regulations."

The Corporate Secretary announced that based on the tabulation of votes, shareholders representing a total of 2,035,146,551 shares, or 81.42% of the outstanding capital stock, voted in favor of the proposed resolution.

There being no objections and the requisite affirmative vote having been obtained, the Chairman declared the subsequent increase in the Corporation's authorized capital stock from Three Billion (3,000,000,000) common shares to Fifteen Billion (15,000,000,000) common shares, at a par value of Ten Centavos (₱0.10) per share, as duly ratified and approved.

VI. AMENDMENTS TO THE THIRD AND SEVENTH ARTICLES OF THE AMENDED ARTICLES OF INCORPORATION

The Chairman proceeded to the next item on the agenda, which was the amendment of the Third and Seventh Articles of the Corporation's Amended Articles of Incorporation.

He informed the stockholders that the proposed amendments involve:

- (a) reducing the par value of the Corporation's common shares from Fifty Centavos (₱0.50) to Ten Centavos (₱0.10) per share, thereby decreasing the authorized capital stock from One Billion Five Hundred Million Pesos (₱1,500,000,000.00) to Three Hundred Million Pesos (₱300,000,000.00);
- (b) subsequently increasing the authorized capital stock from Three Hundred Million Pesos (₱300,000,000.00), divided into Three Billion (3,000,000,000) common shares with a par value of Ten Centavos (₱0.10) per share, to One Billion Five Hundred Million Pesos (₱1,500,000,000.00), divided into Fifteen Billion (15,000,000,000) common shares with a par value of Ten Centavos (₱0.10) per share;
- (c) maintaining the proviso in the Seventh Article that no stockholders of any class shall be entitled to any pre-emptive right to purchase, subscribe for, or receive any part of the shares of the Corporation, whether issued from its unissued capital or its treasury stock; and

- (d) changing the Corporation's principal office address from Suite 1205 East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City, Metro Manila to Third Floor, Keyland Valero, 114 Valero Street, Salcedo Village, Barangay Bel-Air, Makati City, Metro Manila.

At the Chairman's request, the Corporate Secretary presented the corresponding resolution for stockholder approval, as shown on the screen:

"RESOLVED, to approve the amendment of the Third and Seventh Articles of the Corporation's Amended Articles of Incorporation, as follows:

(1) Third Article – Principal Office: To change the principal office address of the Corporation from Suite 1205 East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City, Metro Manila to Third Floor, Keyland Valero, 114 Valero Street, Salcedo Village, Barangay Bel-Air, Makati City, Metro Manila.

(2) Seventh Article – Authorized Capital Stock: To reflect (a) the reduction in the par value of the Corporation's common shares from Fifty Centavos (₱0.50) per share to Ten Centavos (₱0.10) per share, thereby reducing the authorized capital stock from One Billion Five Hundred Million Pesos (₱1,500,000,000.00), divided into Three Billion (3,000,000,000) common shares with a par value of Fifty Centavos (₱0.50) per share, to Three Hundred Million Pesos (₱300,000,000.00), divided into Three Billion (3,000,000,000) common shares with a par value of Ten Centavos (₱0.10) per share; and (b) the subsequent increase in the Corporation's authorized capital stock from Three Hundred Million Pesos (₱300,000,000.00), divided into Three Billion (3,000,000,000) common shares with a par value of Ten Centavos (₱0.10) per share, to One Billion Five Hundred Million Pesos (₱1,500,000,000.00), divided into Fifteen Billion (15,000,000,000) common shares with a par value of Ten Centavos (₱0.10) per share;

and maintaining the proviso in the Seventh Article of the Amended Articles that no stockholders of any class shall be entitled to any pre-emptive right to purchase, subscribe for, or receive any part of the shares of the Corporation, whether issued from its unissued capital or its treasury stock.

RESOLVED, FURTHER, that the foregoing amendments to the Third and Seventh Articles of the Corporation's Amended Articles of Incorporation be, as they are hereby, approved, subject to the approval of the Securities and Exchange Commission and compliance with applicable laws, rules and regulations."

The Corporate Secretary announced that based on the tabulation of votes, shareholders representing a total of 2,035,146,551 shares, or 81.42% of the outstanding capital stock, voted in favor of the proposed amendments to the Amended Articles of Incorporation.

There being no objection and the requisite affirmative vote having been obtained, the Chairman declared the amendments to the Third and Seventh Articles of the Corporation's Amended Articles of Incorporation as duly approved.

VII. PRIVATE PLACEMENT/SUBSCRIPTION BY STRONGOAK, INC.

The Chairman proceeded to the next item on the agenda, which was the approval of the private placement and/or subscription by Strongoak, Inc. for Six Billion (6,000,000,000) common shares of the Corporation, to be issued out of the increase in the Corporation's authorized capital stock.

At the Chairman's request, the Corporate Secretary presented the corresponding resolution for stockholder approval, as shown on the screen:

"RESOLVED, to approve the private placement and/or subscription by Strongoak, Inc., for Six Billion (6,000,000,000) common shares of the Corporation, at a subscription price of Eleven Centavos (₱0.11) per share, for an aggregate subscription price of Six Hundred Sixty Million Pesos (₱660,000,000.00), such shares to be issued out of the increase in the Corporation's authorized capital stock, subject to the approval of the Securities and Exchange Commission and compliance with applicable laws, rules and regulations;

RESOLVED, FURTHER, that upon the effectivity of the increase in the Corporation's authorized capital stock and satisfaction of the applicable conditions for issuance, the Corporation be, as it is hereby, authorized to issue to Strongoak, Inc. the Six Billion (6,000,000,000) common shares covered by the foregoing subscription."

The Corporate Secretary announced that based on the tabulation of votes, shareholders representing a total of 2,035,146,551 shares, or 81.42% of the outstanding capital stock, voted in favor of the proposed private placement and/or subscription.

There being no objection and the requisite affirmative vote having been obtained, the Chairman declared the private placement and/or subscription by Strongoak, Inc. for Six Billion (6,000,000,000) common shares of the Corporation, at a subscription price of Eleven Centavos (₱0.11) per share, for an aggregate subscription price of Six Hundred Sixty Million Pesos (₱660,000,000.00), to be issued out of the increase in the Corporation's authorized capital stock, as duly approved, subject to the approval of the SEC and compliance with applicable laws, rules and regulations.

VIII. APPLICATION FOR ADDITIONAL LISTING

The Chairman proceeded to the next item on the agenda, which was the application for additional listing with The Philippine Stock Exchange, Inc. ("PSE") of the Six Billion (6,000,000,000) common shares to be issued to Strongoak, Inc., subject to applicable regulatory approvals and listing requirements.

At the Chairman's request, the Corporate Secretary presented the corresponding resolution for stockholder approval, as shown on the screen:

"RESOLVED, AS IT IS HEREBY RESOLVED, that the stockholders of Alliance Select Foods International, Inc. (the "Corporation") approve the application for the additional listing with The Philippine Stock Exchange, Inc. of Six Billion (6,000,000,000) common shares of the Corporation to be issued to Strongoak, Inc. pursuant to its private placement and/or subscription, subject to the approval of the

increase in the Corporation's authorized capital stock and such other applicable regulatory approvals and listing requirements."

The Corporate Secretary announced that based on the tabulation of votes, shareholders representing a total of 2,035,146,551 shares, or 81.42% of the outstanding capital stock, voted in favor of the proposed additional listing.

There being no objection and the requisite affirmative vote having been obtained, the Chairman declared the application for the additional listing with the PSE of Six Billion (6,000,000,000) common shares of the Corporation to be issued to Strongoak, Inc. as duly approved, subject to applicable regulatory approvals and listing requirements.

IX. WAIVER OF THE REQUIREMENT TO CONDUCT A RIGHTS OR PUBLIC OFFERING

The Chairman proceeded to the next item on the agenda, which was the waiver of the requirement to conduct a rights or public offering in connection with the issuance of Six Billion (6,000,000,000) common shares to Strongoak, Inc. The Chairman requested the Corporate Secretary to present the tabulation of votes received.

The Corporate Secretary reported that, based on the tabulation of votes received, stockholders holding 652,380,687 common shares, representing 58% of the outstanding shares held by stockholders other than Strongoak, Inc., the Corporation's principal shareholder, voted in favor of and thereby waived their right to a rights offering or public offering in connection with the issuance of Six Billion (6,000,000,000) common shares to Strongoak, Inc. Accordingly, the approval of the minority stockholders had been obtained.

Based on the voting results reported by the Corporate Secretary, the Chairman declared that a majority of the minority stockholders had approved the waiver of their right to a rights offering or public offering in connection with the issuance of Six Billion (6,000,000,000) common shares to Strongoak, Inc., and that such approval and waiver shall be duly recorded in the minutes of the Meeting and reflected in the submissions to the PSE.

X. APPROVAL AND RATIFICATION OF ACTS TO IMPLEMENT THE FOREGOING

The Chairman proceeded to the next item on the agenda, which was the approval and ratification of all acts, transactions, and corporate actions necessary, appropriate or incidental to implement the equity restructuring, amendment of the Articles of Incorporation, private placement and/or subscription, additional listing, and all other matters taken up at the Meeting.

At the Chairman's request, the Corporate Secretary presented the corresponding resolution for stockholder approval, as shown on the screen:

"RESOLVED, AS IT IS HEREBY RESOLVED, that all acts, transactions, agreements, documents, filings, submissions, disclosures and other corporate actions heretofore taken, executed or performed by the Board of Directors, officers and authorized representatives of Alliance Select Foods International, Inc. (the "Corporation"), in connection with or necessary, appropriate or incidental to the implementation of the equity restructuring, private placement and/or subscription by Strongoak, Inc., increase in authorized capital stock, amendments to the Corporation's Amended Articles of Incorporation, additional listing of shares with The Philippine Stock Exchange, Inc., waiver of the right to a rights offering or public

offering, and the other matters approved by the stockholders at this meeting, be, as they are hereby, approved, confirmed and ratified;

RESOLVED, FURTHER, that the Board of Directors and the appropriate officers and authorized representatives of the Corporation be, as they are hereby, authorized to take such further actions and to execute, sign, deliver and file such agreements, applications, certificates, instruments, disclosures and other documents as may be necessary, appropriate or incidental to implement and give effect to the foregoing resolutions, subject to applicable laws, rules and regulations and the requirements and approvals of the relevant regulatory authorities.”

The Corporate Secretary announced that based on the tabulation of votes, shareholders representing a total of 2,035,146,551 shares, or 81.42% of the outstanding capital stock, voted in favor of the proposed resolution.

There being no objection and the requisite affirmative vote having been obtained, the Chairman declared the approval and ratification of all acts, transactions, and corporate actions necessary, appropriate or incidental to implement the equity restructuring, private placement and/or subscription, additional listing, and all other matters taken up at the Meeting.

XI. OTHER MATTERS

The Chairman asked if there were any other matters or business that the shareholders wished to raise. The Corporate Secretary said that none of the shareholders came forward with questions or concerns.

XII. ADJOURNMENT

There being no further business to discuss, the meeting was declared adjourned by the Chairman.

Prepared By:


KYLE DAVID A. DEE
Corporate Secretary

Attested By:

LORENZO SIXTO T. LICHAUCO
Chairman of the Board

**ATTENDANCE AT THE
ALLIANCE SELECT FOODS INTERNATIONAL, INC.
2026 SPECIAL STOCKHOLDERS MEETING
Held on Thursday, 15 October 2026, at 2:00 P.M.**

Stockholders/Proxies Received:

1. Gabriel A. Dee
2. Lorenzo Sixto T. Lichauco
3. Asiasec Equities Inc.
4. Strongoak Inc.
5. Fernando L. Gaspar
6. Domingo C. Go
7. SB Equities Inc.
8. Warren T. Sy

Others:

1. Atty. Von Bryan Cuerpo
2. Atty. Kyle David A. Dee
3. Atty. Maria Resa S. Celiz
4. Jackson Emil G. Lumaban
5. Genevi Dianah L. Dumalag
6. Kevin C. Arica
7. Maria Rona Silvestre
8. Debrah Ortega
9. Jane Claraval
10. Paolo Herrera
11. Bham Tolibas
12. Elle Lorenzo
13. Romel Chavez
14. Kimberly Mercado
15. Alelin Gatchalian
16. GK Banta
17. Alex Linzo
18. Bhon Escuadra
19. Marica Berdin

ANNEX “B”

TABULATION OF RESULTS

AGENDA ITEM	IN FAVOR		AGAINST		ABSTAIN	
	NO. OF SHARES	%	NO. OF SHARES	%	NO. OF SHARES	%
ITEM 1 - Approval of the Reduction in Par Value of the Corporation's Common Shares from Php 0.50 per share to Php 0.10 per share through a decrease in the authorized capital stock.	2,035,146,551	81.42%	0	0.00%	0	0.00%
ITEM 2 – Approval of the Equity Restructuring Involving the Recognition of Additional Paid-in Capital Arising from the Reduction in Par Value	2,035,146,551	81.42%	0	0.00%	0	0.00%
ITEM 3 – Approval of Subsequent Increase in the Corporation's Authorized Capital Stock from the Three Billion (3,000,000,000) Common Shares to Fifteen Billion (15,000,000,000) Common Shares, at Par Value of Php 0.10 per share	2,035,146,551	81.42%	0	0.00%	0	0.00%
ITEM 4 – Approval of the Amendments to the Amended Articles of Incorporation	2,035,146,551	81.42%	0	0.00%	0	0.00%
ITEM 5 - Approval of the Private Placement/Subscription by Strongoak, Inc. for 6,000,000,000 Common Shares of the Corporation	2,035,146,551	81.42%	0	0.00%	0	0.00%
ITEM 6 - Approval of the Application for Additonal Listings with PSE Inc. for 6,000,000,000 Common Shares to be Issued to Strongoak Inc.	2,035,146,551	81.42%	0	0.00%	0	0.00%
ITEM 7 - Waiver of the Requirement to Conduct a Rights or Public Offering in Connection with the Issuance of 6,000,000,000 Common Shares to Strongoak, Inc.	2,035,146,551	81.42%	0	0.00%	0	0.00%
ITEM 8 – Ratification and Approval of All Acts.	2,035,146,551	81.42%	0	0.00%	0	0.00%