

MINUTES OF THE ANNUAL MEETING OF THE STOCKHOLDERS  
OF  
**HOLCIM PHILIPPINES, INC.**  
Conducted via Remote Communication  
May 15, 2025 at 5:00 p.m.

**DIRECTORS PRESENT:**

<b>MARTIN KRIEGNER</b>	Chairman
<b>NICOLAS GEORGE</b>	Director/President/ Chief Executive Officer
<b>CLAUDIA IRIS ALBERTINI</b>	Director
<b>TAN THEN HWEE</b>	Director
<b>GERARDO C. ABLAZA, JR.</b>	Independent Director

**ALSO PRESENT:**

<b>RAJESH SURANA</b>	Head of Finance, AMEA
<b>ZOE VERNA SIBALA</b>	Chief Financial Officer
<b>BELINDA E. DUGAN</b>	Corporate Secretary

Stockholders present in person or represented by proxy	<b>6,315,710,074</b> shares, representing <b>97.89 %</b> of the total issued and outstanding shares of the Company (Please see Record of Attendance here attached as <b>Annex A</b> )
--	---

---

**I. CALL TO ORDER**

The Chairman, Mr. Martin Kriegner, called the meeting to order and presided over the same. He acknowledged the presence of the other members of the Board of Directors, Mr. Nicolas George, Ms. Claudia Iris Albertini, Ms. Tan Then Hwee, and Mr. Gerardo C. Ablaza, Jr.; the Head of Finance, AMEA, Mr. Rajesh Surana; the Chief Financial Officer, Ms. Zoe Verna Sibala; and the other members of the Company's Executive Committee.

**II. PROOF OF NOTICE OF MEETING AND PRESENCE OF A QUORUM**

Proof of notice was certified by the Corporate Secretary, Ms. Belinda E. Dugan. She further certified the following:

1. The Notice and Agenda of the meeting together with the Definitive Information Statement which also contains the "Requirements and Procedure for Registration, Participation and Voting in Absentia" were posted on the Company's official website [www.holcim.ph/asm2025](http://www.holcim.ph/asm2025)
2. The Notice and Agenda were published in The Manila Times on April 23 and April 24, 2025, and in the Business Mirror April 25 and April 26, 2025, both in print and online formats

3. There exists a quorum for the meeting being in person, by proxy or in absentia, stockholders owning **6,315,710,074** shares, representing **97.89%** of the total issued and outstanding shares of the Company.
4. The President and CEO of the meeting is holding proxies for **6,315,710,074** shares, representing **97.89%** of the total issued and outstanding shares of the Company.
5. The Corporate Secretary explained that the rules of conduct and voting procedures are set forth in the published Definitive Information Statement. She reminded the stockholders of the following:
  - Shareholders who registered and are entitled to vote may vote by proxy - by uploading the signed copy of the proxy form not later than May 9, 2025 via e-mail to [hpilegalandcompliancephl@holcim.com](mailto:hpilegalandcompliancephl@holcim.com) or (ii) in absentia by filling in the online voting form available at the Company's website, [www.holcim.ph/asm2025](http://www.holcim.ph/asm2025).
  - The tabulated votes represent stockholders owning **6,315,710,074** shares, representing **100%** of the total issued and outstanding shares represented in this meeting.
  - Everyone was encouraged to send their questions to [hpilegalandcompliancephl@holcim.com](mailto:hpilegalandcompliancephl@holcim.com); and shareholders who attended the meeting were requested to send their questions by sending an e-mail to [HPI-Investor-Relations@holcim.com](mailto:HPI-Investor-Relations@holcim.com). However, due to time constraints, the Company was unable to read aloud and respond to each question during the meeting. Management committed to endeavor to reply to all questions via e-mail.

### **III. APPROVAL OF MINUTES OF PREVIOUS MEETINGS**

The Chairman proceeded to the first item in the Agenda which is the approval of the Annual Stockholders' Meeting and Special Stockholders' Meeting held via Remote Communication on May 15, 2024. The Chairman reminded the shareholders that copies of the minutes of meetings for approval were posted in the Company's website and annexed to the Company's Definitive Information Statement.

#### **VOTING RESULTS**

The Corporate Secretary reported that shareholders owning **6,315,710,074** shares or **100%** of the total number of shares represented in this meeting have voted in favor of the approval of the Minutes of the Annual Stockholders' Meeting held on May 15, 2024. Therefore, the minutes of the previous 2024 Annual Stockholders meeting was approved.

### **IV. APPROVAL OF THE OPERATIONS REPORT COMPRISED OF THE MESSAGE OF THE PRESIDENT AND CHIEF EXECUTIVE OFFICER, THE ANNUAL REPORT AND THE AUDITED FINANCIAL STATEMENTS OF THE CORPORATION AS OF DECEMBER 31, 2024**

The President and CEO, Mr. Nicolas George presented the business operations report comprising of the highlights of the Company's 2024 performance and the Company's outlook for 2025.

## VOTING RESULTS

The Chairman informed the shareholders that copies of the Company's 2024 Audited Financial Statements may be viewed and downloaded from the Company's website.

Upon the request of the Chairman of the Meeting, the Corporate Secretary reported that shareholders owning **6,315,710,074** shares or **100%** of the total number of shares represented in this meeting have voted for the approval of Operations Report comprised of the Message of the Chief Executive Officer, the Annual Report and the Audited Financial Statements for the period ended December 31, 2024 are therefore approved.

## **V. ELECTION OF DIRECTORS**

The Chairman asked the Corporate Secretary to advise the body of the nominations received. The Corporate Secretary then proceeded to read the names of the following persons who were nominated in accordance with the provisions of the By-Laws:

1. Martin Kriegner
2. Rajesh Surana
3. Nicolas George
4. Tan Then Hwee
5. Gerardo C. Ablaza, Jr. - Independent Director

The Corporate Secretary confirmed that the Corporate Governance Committee has duly ascertained that the five (5) nominees are qualified to serve as Directors of the Company and that all the nominees have given their consent to their respective nominations.

Upon the request of the Chairman, the Corporate Secretary certified that based on the preliminary tabulation of votes, each of the nominees have received at least 6,315,710,074 votes. Based on such certification, the Chairman of the Meeting declared all the nominees as duly elected members of the Board of Directors for the ensuing year.

## **VI. APPROVAL OF THE ACQUISITION OF ECOEDGE RESOURCES CORPORATION SHARES OF STOCK**

The next item on the agenda was the approval of the acquisition of three hundred thousand (300,000) common shares of stock of Ecoedge Resources Corporation (Ecoedge) representing 40% of all shares of Lafarge Industrial Ecology International (LIEI) in Ecoedge, for the aggregate purchase price of One US Dollar (USD1).

## VOTING RESULTS

The Corporate Secretary reported that shareholders owning **6,315,710,074** shares or **100%** of the total number of shares represented in this meeting have voted in favor of the approval of the acquisition of 300,000 common shares of stock of Ecoedge Resources Corporation is hereby approved.

## **VII. AUTHORIZATION OF THE CHANGE OF ADDRESS OF THE CORPORATION**

The next item on the agenda was approval of the change of address of the Corporation in the Securities and Exchange Commission's eAmend Portal.

## VOTING RESULTS

The Corporate Secretary reported that shareholders owning **6,315,710,074** shares or **100%** of the total number of shares represented in this meeting have voted in favor of the approval of the change of address of the Corporation in the SEC's eAmend Portal from Makati City to Taguig City is hereby approved.

## **VIII. RATIFICATION OF ALL ACTS, CONTRACTS, INVESTMENTS, AND RESOLUTIONS OF THE BOARD, COMMITTEES, AND MANAGEMENT SINCE THE LAST ANNUAL MEETING**

The Chairman proceeded to the next item in the agenda which is the approval and ratification of all acts, contracts, investments and resolutions of the Board of Directors, Board Committees and Management.

The Corporate Secretary reported that shareholders 6,315,710,074 shares or 100% of the total number of shares represented in the meeting have voted for the approval and ratification of all the acts, contracts, investments, and resolutions of the Board of Directors, the Board Committees, and Management since the last annual stockholders' meeting.

Based on the votes received, the Chairman of the meeting declared the approval and ratification of all acts, contracts, investments and resolutions of the Board of Directors, the Board Committees and the Management since the last annual stockholders' meeting.


## **IX. APPOINTMENT OF EXTERNAL AUDITOR**

The next item on the agenda was the appointment of the Company's external Auditor. It was explained that the Audit Committee recommends the appointment of SGV & Co. as the External Auditor of the Company for the year 2025.

On the voting results, the Corporate Secretary reported that shareholders owning **6,315,710,074** shares or 100% of the total number of shares represented in this meeting have voted in favor of the appointment of SGV & Co. as the Company's external auditor for the year 2025. Having received a sufficient number of votes, the auditing firm of SGV & Co. was appointed as the Company's external auditor of the year 2025.

## **X. ADJOURNMENT**

Upon confirmation by the Corporate Secretary that there were no other items in the agenda for the consideration of the stockholders, the meeting was adjourned.



**BELINDA E. DUGAN**  
Corporate Secretary

ATTEST:



**MARTIN KRIEGNER**  
Chairman