

MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS
OF

SYNERGY GRID & DEVELOPMENT PHILS., INC.
(the "Corporation")

Held on 24 June 2026, at 11:00 A.M.
Via Videoconference

DIRECTORS PRESENT:

Henry T. Sy, Jr.
Paul P. Sagayo, Jr.
Vicente D. Gerochi IV
Justice Lady P. Soriano
Jose Perpetuo M. Lotilla
Luis Jose P. Ferrer
Daniel D. Ibasco

ALSO PRESENT:

Maria Farah Z.G. Nicolas-Suchianco
Cheryl S. Saldaña-de Leon
Andreanne Hannah B. Dimaandal
Selina Irene O. Ablaza

1. CALL TO ORDER

The Chairman, Henry T. Sy, Jr., called the meeting to order and presided over the same. The Corporate Secretary, Atty. Cheryl S. Saldaña-de Leon, recorded the minutes of the proceedings.

The Corporate Secretary advised that the meeting was recorded, in compliance with the requirements of the Philippine Securities and Exchange Commission (SEC) under SEC Memorandum Circular No. 6, Series of 2020, which provides for the guidelines for a board meeting through videoconference. The recording will form part of the records of the Corporation.

2. PROOF OF NOTICE OF MEETING AND CERTIFICATION OF QUORUM

The Corporate Secretary certified that notices were sent to all directors by electronic mail, and that a quorum existed for the transaction of business. During the roll call, the Corporate Secretary verified and confirmed the identity of the participants, their location, the device they are using, that each participant received the relevant materials prior to the meeting, and that they can clearly hear and see the other participants.

Name of Participant	Location	Device	Receipt of relevant materials of the meeting	Confirmation that they can clearly hear and/or see the other attendees
Henry T. Sy, Jr.	Hong Kong	Laptop	Yes	Yes
Paul P. Sagayo, Jr.	Pasig City	Laptop	Yes	Yes
Vicente D. Gerochi IV	Makati City	Desktop	Yes	Yes
Justice Lady P. Soriano	San Juan City	Laptop	Yes	Yes
Jose Perpetuo M. Lotilla	Marikina City	Mobile Phone	Yes	Yes
Luis Jose P. Ferrer	Quezon City	Desktop	Yes	Yes
Daniel D. Ibasco	Makati City	Desktop	Yes	Yes

Thereafter, the Chairman declared that the Board could now proceed to transact the official business for this meeting. 

3. APPROVAL OF THE MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS HELD ON 27 MAY 2026

Upon motion duly made and seconded, the directors unanimously passed and approved the following resolution:

“RESOLVED, that the minutes of the Regular Meeting of the Board of Directors of the Corporation held on 27 May 2026 be approved.”

4. DECLARATION OF DIVIDENDS FOR THE SECOND QUARTER OF 2026

The proposal to declare cash dividends of a total of PhP1,829,361,848.00 from the dividends received from the National Grid Corporation of the Philippines, NGCP, OneTaipan Holdings, Inc. (OTHI), and Pacifica21 Holdings, Inc. (P21), for the second (2nd) quarter of the year 2026 was presented to the Board of Directors.

The PhP0.3474 dividend per share will be declared to shareholders on record as of 08 July 2026 with payment date on 24 July 2026.

Declaration of Dividends for the 2nd Quarter of 2026

SUMMARY	
Dividends Received from OTHI and P21	₱1,446,020,800
Dividends from NGCP Preferred Shares	₱369,600,000
Total Dividends Received from OTHI, P21 & NGCP Preferred Shares	₱1,815,620,800
Number of Outstanding Shares	5,265,866,000
Dividends to be Declared	₱1,829,361,848
Dividend per share	₱0.3474/share
Record Date	July 8, 2026
Payment Date	July 24, 2026

After a brief discussion and upon motion duly made and seconded, the following resolutions were approved:

“RESOLVED, that in view of the dividends declared by and received from the National Grid Corporation of the Philippines (NGCP), OneTaipan Holdings, Inc. (OTHI), and Pacifica21 Holdings, Inc. (P21), the Corporation is hereby authorized to declare cash dividends on 24 June 2026, and release, pay, and distribute the cash dividends from the Corporation’s unrestricted retained earnings on 24 July 2026 in the amount of PhP1,829,361,848.00 to the Corporation’s shareholders as of record date of 08 July 2026; 

"RESOLVED FURTHER, that the President, Corporate Secretary, Treasurer/Chief Finance Officer, and other officers of the Corporation, be authorized to execute documents and perform any and all acts necessary and proper to carry out the foregoing resolutions;

"RESOLVED FINALLY, that these resolutions shall remain valid, subsisting, and enforceable, unless subsequently modified, revoked, rescinded, or suspended by a resolution of the Board of Directors."

5. OTHER MATTERS

A. AUTHORITY TO TRANSACT WITH INSURANCE HEALTH CARE, INC.

Upon motion duly made and seconded, the following resolutions were approved:

"RESOLVED, that the Corporation be authorized to procure a Health Maintenance Organization (HMO) policy and enter into an insurance contract with **INSULAR HEALTH CARE, INC.** (iCare) under such terms and conditions as may be beneficial to the Corporation;

"RESOLVED FURTHER, that the following representatives, be authorized, for and on behalf of the Corporation, to transact with iCare and to sign, execute, receive, and deliver application forms and any and all papers and documents relative to the application or that may be required by iCare, and to do or cause to be done such other acts and deeds which she may deem necessary, appropriate, or advisable for purposes of implementing the foregoing:

<u>Name</u>	<u>Position</u>
Paul P. Sagayo, Jr.	President and Chief Executive Officer
Justice Lady P. Soriano	Treasurer, Chief Finance Officer, and Investor Relations Officer
Zurohayda Yoko M. Montierro	Audit, Risk, and Compliance Manager
Ria Mae Gatchallan	Finance and Administrative Manager;

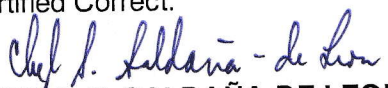
"RESOLVED FURTHER, that this authority shall include, but shall not be limited to, the authority to effect policy changes, surrender, terminate, or convert the existing policy, and such other reasonable powers and authorities necessary for the administration of the insurance policies, as may be allowed;

"RESOLVED FINALLY, that these resolutions shall remain valid, subsisting, and enforceable, unless subsequently modified, revoked, rescinded, or suspended by a resolution of the Board of Directors."

6. ADJOURNMENT

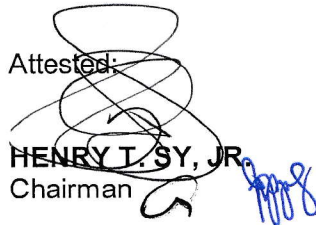
There being no further business to transact, the meeting was adjourned.

Certified Correct:


CHERYL S. SALDAÑA-DE LEON
 Corporate Secretary



Attested:

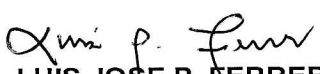

HENRY T. SY, JR.
Chairman

Approved:

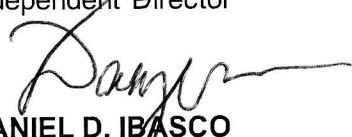

PAUL P. SAGAYO, JR.
Director/President


JOSE PERPETUO M. LOTILLA
Lead Independent Director


VICENTE D. GEROCHI IV
Director


LUIS JOSE P. FERRER
Independent Director


JUSTICE LADY P. SORIANO
Director


DANIEL D. IBASCO
Independent Director