

MINUTES OF THE ORGANIZATIONAL MEETING  
OF THE BOARD OF DIRECTORS  
OF

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

Held at the office of the Corporation and via Teleconference  
on 17 October 2024, at 2:30 P.M.

**DIRECTORS PRESENT:**

Henry T. Sy, Jr.  
Robert G. Coyiuto, Jr.  
Paul P. Sagayo, Jr.  
Jose Perpetuo M. Lotilla  
Luis Jose P. Ferrer  
Francis Saturnino C. Juan

**ALSO PRESENT:**

Cheryl S. Saldaña-de Leon  
Pia Isabel O. Co  
Andreanne Hannah B. Dimaandal  
Justice Lady P. Soriano  
Selina Irene O. Ablaza

**1. CALL TO ORDER**

The Chairman, Mr. 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.	Pasay City	Laptop	Yes	Yes
Robert G. Coyiuto, Jr.	Makati City	Laptop	Yes	Yes
Paul P. Sagayo, Jr.	Pasig City	Laptop	Yes	Yes
Jose Perpetuo M. Lotilla	Marikina City	Desktop	Yes	Yes
Luis Jose P. Ferrer	Quezon City	Laptop	Yes	Yes
Francis Saturnino C. Juan	Quezon City	Laptop	Yes	Yes

Thereafter, the Chairman declared that the Board could now proceed to transact the official business for this meeting, there being present a majority of the members of the Board of Directors.

**3. APPROVAL OF THE MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS HELD ON 04 SEPTEMBER 2024**

Upon motion duly made and seconded, the Board of Directors unanimously passed and approved the following resolution:

“RESOLVED, that the minutes of the previous Regular Meeting of the Board of Directors of the Corporation held on 04 September 2024 be approved.”

**4. ELECTION OF OFFICERS FOR 2024-2025**

Upon nominations duly made and seconded, the following persons were elected as officers of the Corporation for the year 2024-2025, and they will serve as such until their successors shall have been elected and qualified:

<b>Position</b>	<b>Name</b>
Chairman	Henry T. Sy, Jr.
Vice Chairman	Robert G. Coyiuto, Jr.
Lead Independent Director	Jose Perpetuo M. Lotilla
President and Chief Executive Officer	Paul P. Sagayo, Jr.
Chief Finance Officer, Investor Relations Officer, and Treasurer	Justice Lady P. Soriano
Comptroller, Data Privacy Officer, and Related Party Transactions Officer	Ma. Theresita G. Yulo
Audit and Risk Officer	Zurohayda Yoko M. Montierro
Corporate Secretary	Cheryl S. Saldaña-de Leon
Assistant Corporate Secretary	Andreanne Hannah B. Dimaandal
Compliance Officer	Pia Isabel O. Co

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

“RESOLVED, that the election of the following officers for the year 2024-2025 be confirmed, and these officers will serve as such until their successors shall have been duly appointed and qualified:



<u>Position</u>	<u>Name</u>
Chairman	Henry T. Sy, Jr.
Vice Chairman	Robert G. Coyiuto, Jr.
Lead Independent Director	Jose Perpetuo M. Lotilla
President and Chief Executive Officer	Paul P. Sagayo, Jr.
Chief Finance Officer, Investor Relations Officer, and Treasurer	Justice Lady P. Soriano
Comptroller, Data Privacy Officer, and Related Party Transactions Officer	Ma. Theresita G. Yulo
Audit and Risk Officer	Zurohayda Yoko M. Montierro
Corporate Secretary	Cheryl S. Saldaña-de Leon
Assistant Corporate Secretary	Andreanne Hannah B. Dimaandal
Compliance Officer	Pia Isabel O. Co."

**5. ELECTION OF COMMITTEE MEMBERS**

Upon nominations duly made and seconded, the following persons were elected as Chairmen and members of their respective Board Committees for the year 2024-2025, and they will serve as such until their successors shall have been elected and qualified:

**AUDIT AND RISK COMMITTEE**

Luis Jose P. Ferrer (Chaiman)  
Francis Saturnino C. Juan  
Vicente D. Gerochi IV

**CORPORATE GOVERNANCE COMMITTEE**

Francis Saturnino C. Juan (Chaiman)  
Jose Perpetuo M. Lotilla  
Luis Jose P. Ferrer

**RELATED PARTY TRANSACTIONS COMMITTEE**

Jose Perpetuo M. Lotilla (Chaiman)  
Francis Saturnino C. Juan  
Luis Jose P. Ferrer

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

"RESOLVED, that the election of the following Chairmen and members of their respective Board Committees for the year 2024-2025 be confirmed, and these committee members will serve as such until their successors shall have been duly appointed and qualified:



**AUDIT AND RISK COMMITTEE**

Luis Jose P. Ferrer (Chairman)

Francis Saturnino C. Juan

Vicente D. Gerochi IV

**CORPORATE GOVERNANCE COMMITTEE**

Francis Saturnino C. Juan (Chairman)

Jose Perpetuo M. Lotilla

Luis Jose P. Ferrer

**RELATED PARTY TRANSACTIONS COMMITTEE**

Jose Perpetuo M. Lotilla (Chairman)

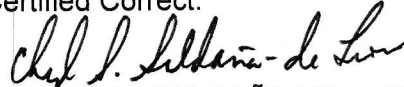
Francis Saturnino C. Juan

Luis Jose P. Ferrer.”

**6. ADJOURNMENT**

There being no other matters to discuss and upon motion duly made and seconded, the meeting was adjourned.

Certified Correct:



**CHERYL S. SALDAÑA-DE LEON**  
Corporate Secretary

Attested:




**HENRY T. SY, JR.**  
Chairman

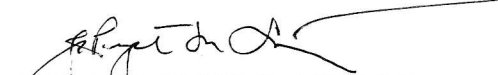
Approved:



**ROBERT G. COYIUTO, JR.**  
Vice Chairman



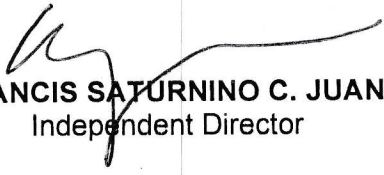
**PAUL P. SAGAYO, JR.**  
Director / President



**JOSE PERPETUO M. LOTILLA**  
Lead Independent Director



**LUIS JOSE P. FERRER**  
Independent Director



**FRANCIS SATURNINO C. JUAN**  
Independent Director