

**REGULAR ANNUAL MEETING OF THE STOCKHOLDERS OF
MANILA MINING CORPORATION**

Held through remote communication
via video-conferencing
on Monday, June 17, 2026 at 3:00 P.M.

Directors Present:

- | | |
|-----------------------|--|
| FELIPE U. YAP | - Chairman of the Board and Chief Executive Officer/Chairman, Corporate Governance Committee |
| BRYAN U. YAP | - President / Director/ Chairman, Nomination and Stock Option Committees/ Member, Remuneration/Compensation Committee |
| EDUARDO A. BANGAYAN | - Independent Director / Chairman, Audit Committee/ Member, Nomination, Remuneration / Compensation, Stock Option, and Corporate Governance Committees |
| RENE F. CHANYUNGCO | - Director / Senior Vice President and Treasurer/ Member, Nomination Committee / Chairman, Remuneration / Compensation Committee |
| DOUGLAS JOHN KIRWIN | - Director / Member, Stock Option Committee |
| JOSE RAULITO E. PARAS | - Independent Director/ Member, Audit and Corporate Governance Committees |
| CLARK LAWTON S. YAP | - Director/Member, Audit Committee |
| PATRICK K. YAP | Director / Senior Vice President |
| STEPHEN Y. YAP | - Director / Vice President |

Officers Present:

- | | |
|------------------------|---------------------------------|
| HECTOR M. DE LEON, JR. | - Corporate Secretary |
| MA. LOURDES B. TUASON | - Assistant Treasurer |
| ODETTE A. JAVIER | - Assistant Corporate Secretary |
| KNESTOR JOSE Y. GODINO | - Assistant Vice President |

Stockholders Present: Please refer to Annex "A"

1. Call to Order

The Chairman of the Board, Mr. Felipe U. Yap, called the meeting to order and welcomed the stockholders to the meeting. The Asst. Corporate Secretary, Atty. Odette A. Javier, recorded the minutes of the meeting. The Chairman acknowledged the other Board members present at the meeting, namely:

The President, Mr. Bryan U. Yap
Mr. Eduardo A. Bangayan – Independent
Mr. Rene F. Chanyungco
Atty. Jose Raulito E. Paras
Mr. Douglas J. Kirwin
Mr. Clark Lawton S. Yap
Mr. Patrick K. Yap; and
Mr. Stephen S. Yap

He also acknowledged the Company officers in attendance:

Atty. Hector M. de Leon, Jr., Corporate Secretary
Ms. Ma. Lourdes B. Tuason, Asst. Treasurer
Mr. Knestor Jose y. Godino, AVP for Human Resources
Atty. Odette Javier, Asst. Corporate Secretary
Mr. George Moreno, Resident Manager; and
Ms. Josephine Subido, Chief Accountant

2. Proof of Due Notice of Meeting and Determination of Quorum

As the first order of business, the Chairman requested the Corporate Secretary to certify that there was due notice for the meeting and the existence of a quorum for the meeting.

The Corporate Secretary advised that, to comply with the requirements of the Philippine Securities and Exchange Commission for stockholders' meetings held by remote communication, the meeting was being recorded, and the recording would form part of the Corporation's records.

The Corporate Secretary confirmed that in compliance with SEC Notice dated 11 March 2026 regarding the ALTERNATIVE MODE FOR DISTRIBUTING AND PROVIDING COPIES OF THE NOTICE OF MEETING, INFORMATION STATEMENTS AND RELATED DOCUMENTS FOR THE HOLDING OF ANNUAL STOCKHOLDERS' MEETINGS, the Notice and Agenda of today's meeting were published in the business sections of two

newspapers of general circulation, the Philippine Star and the Manila Times, on May 13 and 14, 2026.

He added that the Notice and Agenda, together with the Information Statement, the proxy form, the ballot form, and other materials for the meeting, were duly disclosed and uploaded to the PSE EDGE and to the Company website not later than May 25, 2026

The Corporate Secretary next reported that, with the assistance of the Transfer Agent (Stock Transfer Service, Inc.) and the Office of the Chief Accountant, all proxies and the tally of stockholders who had pre-registered and voted online have been examined. Based upon such examination, he declared that out of the number of shares issued and outstanding and entitled to vote as of May 19, 2026 totaling 311,504,146,443 shares:

- The total number of shares present by proxy and in person were 218,580,583,071 shares and 23,705,884 shares, respectively, or a total of 218,604,288,955 shares or 70.18% of the issued and outstanding shares;
- The number of shares necessary for the quorum was 155,752,073,222 shares or 50% plus one share.

Therefore, a quorum was present for the meeting.

The Chairman inquired whether there were any challenges to the Corporate Secretary's certification of quorum. Since there was none, the Chairman declared the presence of a quorum.

Thereafter, the Chairman directed the Corporate Secretary to spread the Notice of the Regular Annual Meeting in the minutes.

NOTICE OF 2026 ANNUAL STOCKHOLDERS' MEETING

Please be informed that the **Annual Stockholders' Meeting of Manila Mining Corporation** will be held on **Wednesday, June 17, 2026 at 3:00 o'clock p.m.** The Meeting will be conducted virtually via remote access communication and the access link will be provided in the Company's website at www.manilamining.com

The agenda for the Meeting will be as follows:

1. Call to Order
2. Proof of due notice of the meeting and determination of quorum
3. Approval of the Minutes of the Annual Meeting on June 23, 2025
4. Approval of the Annual Report
5. Election of Directors
6. Amendment of the Articles of Incorporation for the purpose of declassifying the common shares
7. Appointment of External Auditor
8. Transaction of such other and further business as may properly come before the meeting.

Only stockholders of record as of May 19, 2026 are entitled to notice of, and to vote at, the Meeting.

The Definitive Information Statement and Management Report and SEC Form 17-A and other pertinent documents are posted on the Company's website and PSE Edge. Guidelines for registration and participation in the Meeting shall likewise be posted on the Company's website.

Stockholders who intend to participate in the Meeting via remote communication should email on or before June 10, 2026 the Asst. Corporate Secretary at oaj@manilamining.com a scanned copy of a valid government-issued identification card (ID) for registration and verification purposes. Indirect stockholders should include in their email their broker's certification of shareholding.

Stockholders may also be represented and vote at the Meeting by submitting a Proxy via email to oaj@manilamining.com together with a government-issued ID. Hardcopies of proxies may also be submitted to the Company's principal office at the 20th Fl., Lepanto Building, 8747 Paseo de Roxas, Makati City. Proxies emailed or submitted after June 10, 2026 shall not be recorded for the Meeting.

Makati City, May 6, 2026.

HECTOR M. DE LEON, JR.
Corporate Secretary

PROCEDURE FOR DISCUSSION AND VOTING

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

The REQUIREMENTS AND PROCEDURE FOR VOTING AND PARTICIPATING in today's meeting are set forth in the Information Statement, which has been uploaded to the PSE EDGE and to the Company's website. As stated therein, stockholders may participate through remote communication or by proxy.

Only stockholders of record as of May 19, 2026 are entitled to notice of, and to vote at, the meeting. For this purpose, only stockholders who have timely pre-registered or submitted proxies on or before June 10, 2026 may participate in today's meeting. Those who have pre-registered should have voted on the resolutions proposed for adoption by the stockholders and for the nominees for election to the Board of Directors.

Each proposed resolution will be shown on the screen and read by the Corporate Secretary while the same is being taken up. The total affirmative and negative votes in respect of each resolution or nominee for director, as well as the abstentions, will be reflected in the minutes.

As of June 10, 2026, after the proxy validation process, stockholders owning 218,604,288,955 shares, representing 70.18% of the total outstanding voting shares, had cast their votes on the items for consideration.

Participants may ask questions through the Zoom chat facility. The Assistant Corporate Secretary will read the questions after the Chairman's report under Agenda Item No. 4, and they will be addressed accordingly.

For orderly proceedings, the host will mute all audio facilities, so that only the Chairman, and whoever he requests to speak up, will be enabled to speak.

3. Approval of the Minutes of the 2025 Annual Stockholders' Meeting

The Chairman noted for the record that the draft minutes of the regular annual meeting held on June 23, 2025 were uploaded to the Manila Mining website last year in compliance with SEC regulations. It was also attached to the Definitive Information Statement, which was posted at the PSE Edge prior to this meeting, in accordance with SEC regulations.

The Chairman then submitted the minutes for the consideration and approval of the stockholders.

The Chairman asked the Corporate Secretary to present the resolution for approval by the stockholders. The resolution was shown on the screen and read by the Corporate Secretary, as follows:

RESOLVED, THAT THE STOCKHOLDERS of Manila Mining Corporation approve the minutes of the annual meeting of stockholders held on June 23, 2025.

A stockholder moved for the adoption of the resolution, which motion was duly seconded.

The Corporate Secretary advised that the votes to approve the minutes of the 2025 annual meeting of the stockholders have already been tabulated based on the proxy forms and ballot forms that have been registered. The votes in favor of the resolution approving the minutes reached 218,604,288,955 shares, or 100% of the shares present and represented at the meeting.

The Chairman thus declared that the minutes of the annual meeting of stockholders on June 23, 2025 have been approved.

4. Approval of the Annual Report

The Chairman noted that the Company's Annual Report, as part of the Definitive Information Statement, was made available to all stockholders through the PSE EDGE and the Company's website.

The Chairman then made his report to the stockholders, as follows:

The year 2025 was an exciting year for MMC as we resumed drilling in our tenements, particularly in MPSA No. 253-2007-XIII and EP-000041-XIII.

Phase 1 consisting of one kilometer of exploration drilling successfully validated the mineralized zones intercepted in the historical drilling, and confirmed not only the existence of high-grade gold vein zones but also the presence of near-surface bulk gold tonnage potential. Thus, we immediately executed Phase 2 of our program, completed in April 2026 and constituting 6,034.50 meters of drilling, with positive results.

Phase 2 successfully verified and validated the near-surface gold resources identified from historical databases, closed existing drilling gaps, improved the confidence level of mineral resource estimates, and delineated the lateral and vertical extent of mineralization in the Heine, Ntina, Nellie, Mindoro, and Kaintuck areas. In addition, a possible shallow porphyry copper deposit was intercepted in the Ntina East area.

This prospective shallow porphyry copper deposit will be the focus of Phase 3 of our exploration program set to commence on June 29, 2026.

An updated mineral resource estimates is currently being processed from Phases 1 and 2. In addition, we are undertaking relevant mining, metallurgical and other engineering studies that will support the preparation of a Declaration of Mining Project Feasibility (DMPF).

It was always our long-term goal to resume mining operations. After many years and 139.24 kilometers of drilling, we are getting closer to that objective. This would not have been possible without the dedication and hard work, even sacrifices, of our officers and employees. We are also very grateful for the guidance, support and generosity of the members of our Board.

We especially thank our long-time independent director, Mr. Eduardo A. Bangayan, for his constancy and wise counsel. To comply with SEC regulations, we unfortunately can no longer extend his term as independent director.

We also wish to thank all suppliers and service providers- legal counsel, external auditors, transfer agent, drilling and other contractors. The support of our stakeholders in the public sector--the DENR, including the MGB and EMB, the LGU officials; and our host communities in Placer, have also been of crucial importance.

Maraming salamat sa inyong lahat.

The Chairman then stated that stockholders may ask questions through the Zoom chat facility.

There were no questions from the stockholders.

The Chairman asked the Corporate Secretary to present to the stockholders the resolution approving the Annual Report for 2025 (which includes the audited financial statements for 2025). The resolution was shown on the screen and read by the Corporate Secretary, as follows:

RESOLVED, That the Annual Report of the Board of Directors of the Company for the calendar year ended December 31, 2025, together with the financial statements of the Company inclusive of the Consolidated Balance Sheet, the Consolidated Statement of Income and Retained Earnings and the Consolidated Statement of Cash Flow as of December 31, 2025, as audited by the Company's independent auditors, SyCip Gorres Velayo & Co., and their certification and notes to the financial statements be, as the same hereby are, noted and approved.

A stockholder moved for the adoption of the resolution, which motion was duly seconded.

The Corporate Secretary advised that the votes to approve the Company's 2025 Annual Report have already been tabulated based on the proxy forms and ballot forms that have been registered. The votes in favor of the resolution reached 218,604,288,955 shares, or 100% of the shares present and represented at the meeting.

The Chairman thus declared that the 2025 Annual Report has been approved.

5. Election of Directors

At the request of the Chairman, the Corporate Secretary explained that:

- The Corporation's Articles of Incorporation provide for the election of nine directors. The Securities Regulation Code and the Revised Corporation Code require that there be independent directors constituting at least 20% of the Board. Hence, in the case of the Corporation, the legal requirement is to have at least two independent directors.
- Each shareholder is entitled to one (1) vote per share multiplied by the number of Board seats to be filled, i.e., nine (9), and may cumulate his/her votes by

giving as many votes as he/she wants to any candidate provided that the total votes cast shall not exceed the total votes to which he/she is entitled.

The Chairman then requested the Secretary of the Nomination Committee, Atty. Odette Javier, to report on the nomination process for directors, including the independent directors.

Atty. Javier stated that in accordance with the Corporation's Manual of Corporate Governance, the Nomination Committee received nominations for the Board of Directors, consisting of seven (7) regular and two (2) independent directors within the prescribed period and found such nominees to have all the qualifications and none of the disqualifications to serve as directors. The names of the nominees and their respective personal profiles, including directorships in listed companies, are duly indicated in the Information Statement. The persons included in the final list of candidates for directors of the Corporation for the current term 2026 to 2027, and until their respective successors are duly elected and qualified, are:

FELIPE U. YAP
BRYAN U. YAP
RENE F. CHANYUNGCO
CLARK LAWTON S. YAP
DOUGLAS JOHN KIRWIN
PATRICK K. YAP
STEPHEN Y. YAP
and for independent directors:

JOSE RAULITO E. PARAS
JAIME F. DEL ROSARIO

A stockholder moved for the election of the nine nominees as directors of the Corporation for the term 2026 to 2027, to serve as such until their respective successors shall have been duly elected and qualified. The motion was duly seconded.

The Corporate Secretary stated that the stockholders had cast their votes through online ballots or proxies. Each of the nine nominees received 218,604,288,955 votes, or 70.18% of the outstanding capital, sufficient for election to the Board of Directors. As such, all the nominees received the required number of votes to elect them as directors of the Corporation for the current term 2026-2027.

The actual votes garnered by each nominee are shown below:

Election of Directors	IN FAVOR	
	No. of Shares	%
FELIPE U. YAP	218,604,288,955	70.18
BRYAN U. YAP	218,604,288,955	70.18
RENE F. CHANYUNGCO	218,604,288,955	70.18
DOUGLAS JOHN KIRWIN	218,604,288,955	70.18
CLARK LAWTON S. YAP	218,604,288,955	70.18
PATRICK K. YAP	218,604,288,955	70.18
STEPHEN Y. YAP	218,604,288,955	70.18
JOSE RAULITO E. PARAS	218,604,288,955	70.18
JAIME F. DEL ROSARIO	218,604,288,955	70.18

The Chairman declared all nine nominees duly elected as directors for the term 2026-2027, to serve in such capacity until their respective successors are duly elected and qualified.

6. Amendment of Article Seventh of the Articles of Incorporation for the purposes of Declassifying the Common Shares

The Chairman asked the Corporate Secretary to explain to the stockholders the said amendment.

The Corporate Secretary explained that:

the Board is proposing an amendment to Article Seventh of the Articles of Incorporation to comply with SEC Memorandum Circular No. 10, Series of 2025 dated August 7, 2025 entitled "Repeal of the Rules Allowing the Trading of "B" Shares on the Regular Board and Requiring Buyers to Accept Either "B" or "A" Certificates" as well as the Memorandum to the investing public dated August 11, 2025 issued by the PSE on the same matter. Thus, all references to Class "A" and Class "B" shares in Article Seventh shall be deleted and a new paragraph will be added disallowing the transfer of shares of stock of the corporation that will reduce the stock ownership of Filipino citizens to less than the required percentage of the capital stock (60%) as provided by existing laws.

Thereafter, a stockholder, Ms. Eden C. Calde, moved for the approval of the proposed resolution, as follows:

RESOLVED, that the stockholders of Manila Mining Corporation approve the amendment to Article Seventh of the Corporation's Articles of Incorporation to declassify the Corporation's common shares in compliance with SEC Memorandum Circular No. 10, Series of 2025 dated August 7,

2025 entitled "Repeal of the Rules Allowing the Trading of "B" Shares on the Regular Board and Requiring Buyers to Accept Either "B" or "A" Certificates" and related Memoranda from the Philippine Stock Exchange, to read:

**SEVENTH: - That the capital stock of the said Corporation is FOUR BILLION SIX HUNDRED MILLION PESOS (P4,600,000,000.00), Philippine Currency, and said capital stock is divided into FOUR HUNDRED SIXTY BILLION (460,000,000,000) shares of Common Stock of the par value of ONE CENTAVO (P0.01) per share.*

(a) In the event the Corporation shall increase or decrease the number of its issued and outstanding shares of stock by way of a stock split or a stock dividend or a consolidation of shares or other capital adjustment, the stockholders shall be entitled to receive, or be required to surrender, as the case may be, on a pro-rata basis, shares of the capital stock with such adjustments as the Board of Directors may determine as necessary to avoid the issuance of fractional shares or fractional interests in a share. These restrictions shall be indicated in all stock certificates.

(b) That the Capital Stock subscribed, issued and outstanding and previously classified as Class "A" and Class "B" shall, fifteen (15) calendar days after the approval by the Securities and Exchange Commission of these Amended Articles of Incorporation, be deemed to have been declassified and forming a single class of shares, and all outstanding stock certificates, without need of replacement, shall continue to be honored and traded as common stock without any classification notwithstanding the class thereof indicted on the certificate;

(c) That no transfer of stock or interest which would reduce the stock ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or

permitted to be recorded in the proper books of the corporation, and this restriction shall be indicated in the stock certificates issued by the corporation.

(d) *The preemptive right of stockholders to subscribe to all issues or disposition of the shares of any class of the Corporation in proportion to their respective shareholdings is hereby denied.*

Ms. Catherine Tancioco seconded the motion to approve the resolution amending the Articles of Incorporation. There were no objections.

The Corporate Secretary advised that the votes required to approve the amendment to Seventh Article of the Articles of Incorporation was 2/3 or 66.67% of the outstanding capital. The votes in favor of the resolution, cast online and through the submitted proxies, totaled 218,604,288,955, or 70.18% of the outstanding capital of the Company.

The Chairman thus declared that the amendment of the Articles of Incorporation has been approved.

7. Re-Appointment of External Auditor

The Chairman said that the Audit Committee and Board of Directors are recommending to the stockholders the re-appointment of SyCip Gorres Velayo & Co. as the Company's external auditor for 2026.

The Chairman asked the Corporate Secretary to present the resolution for approval by the stockholders. The resolution was shown on the screen and read by the Corporate Secretary, as follows:

RESOLVED, as endorsed by the Board of Directors, that the stockholders approve the appointment of SyCip Gorres Velayo & Company as the Corporation's external auditor for the year 2026.

A stockholder moved for the adoption of the foregoing resolution, which motion was duly seconded.

The Corporate Secretary advised that 218,604,288,955 shares, or 100% of the shares present or represented at the meeting had voted in favor of the re-appointment of SGV as external auditor.

The Chairman declared the resolution approved.

The Chairman then acknowledged the SGV partners and officers in attendance, namely:

Rossana A. Fajardo	Chairman and Country Managing Partner
Noel P. Rabaja	Vice Chairman and Deputy Managing Partner
Cyril Jasmin B. Valencia	Assurance Leader
Jose Pepito E. Zabat III	Audit Group 7 Leader
Sonia D. Segovia	Tax Partner
Arthur M. Maddalora	Assurance Partner
Chris Yroniel Ong	Senior Manager
Maryniña Clemente	Manager

The Chairman also acknowledged the presence of representative from the Stock Transfer Service, Inc., Mr. Paolo Herrera.

7. Other matters

The Chairman asked if a stockholder wishes to raise any other matters. No other matters were raised.

8. Adjournment

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

ATTEST:

FELIPE U. YAP

Chairman of the Board

HECTOR M. DE LEON JR.

Corporate Secretary

**MMC ANNUAL STOCKHOLDERS' MEETING
JUNE 17, 2026**

PRESENT IN PERSON

FELIPE YAP
BRYAN YAP
EDUARDO BANGAYAN
RENE F. CHANYUNGCO
ATTY. JOSE RAULITO E. PARAS
CLARK LAWTON S. YAP
PATRICK K. YAP
STEPHEN YAP
TOTAL SHARES IN PERSON

23,705,884

PRESENT BY PROXY

A/C 87-EU FYSI
A/C B.Y. FYSI
A/C -CKY FYSI
A/C NO. 001 FYSI
ABIGAIL RESOURCES CORP.
ANNABELLE K. YAP
ARLENE K. YAP
CHRISTINE KAREN YAP
CAMPOS LANUZA AND COMPANY, INC.
COL FINANCIAL GROUP INC.
CORONET PROPERTY HOLDINGS CORP
DAVID GO SECURITIES CORPORATION
F Y S I ACCOUNT NO. CKY
F. YAP SECURITIES INC
F. YAP SECURITIES, INC. A/C 3305
F. YAP SECURITIES, INC. ACCOUNT NO. BY
F. YAP SECURITIES, INC. PCD
LEONARD RESOURCES CORP.
LINDSAY RESOURCES CORPORATION
PATRICK RESOURCES CORPORATION
PAUL YAP JR.
PHILSTOCKS FINANCIAL, INC.
QUALITY INVESTMENT & SECURITIES CORP.
SOLAR SECURITIES, INC.
VENTURA RESOURCES CORPORATION
ZAMCORE RESOURCES CORPORATION
TOTAL SHARES IN PROXY

218,580,583,071