

**MINUTES OF THE ANNUAL MEETING
OF THE STOCKHOLDERS
OF
HAUS TALK, INC.
(FORMERLY: HAUS TALK PROJECT MANAGERS, INC.)
Held on April 12, 2021**

at Unit 701 Orient Square Bldg., F. Ortigas Jr. Road, Ortigas Center, Pasig City

1. Call to Order

The Chairman/Vice President, **TERENCE RESTITUTO D. MADLAMBAYAN**, called the meeting to order and presided over the same. The Corporate Secretary, **NOEMI D. MADLAMBAYAN**, recorded the minutes of the proceedings.

2. Certification of Notice and Quorum

The Corporate Secretary certified that notices of the meeting were sent to the stockholders of record in accordance with the By-laws of the Corporation. She further certified that there being present, in person or by proxy, stockholders holding 2,000,000,000 shares representing 100% of the outstanding capital stock, a quorum existed for the transaction of business.

Also, there are holders of 150,000,000 common shares representing the minority stockholders, equivalent to 7.5% of the shares held by stockholders present during the meeting, 7.5% of the issued and outstanding shares of the Corporation.

3. Approval of Minutes of Previous Meeting

The Chairman informed the stockholders that the next item in the agenda was the approval of the Minutes of the Annual Meeting of the Stockholders held on **June 24, 2020**. On motion duly made and seconded, the stockholders unanimously approved the minutes of the said annual meeting.

4. Management Report

The next matter in the agenda was the Annual Report of Management.

The Chairman/Vice President, **MR. TERENCE RESTITUTO D. MADLAMBAYAN**, presented the management report. He likewise discussed the status of operations and plans of action of the Company and its subsidiaries. Copies of the Annual Report were previously distributed to the stockholders together with the audited financial statements as of the fiscal year ended **2020**.

After the report, questions from the floor were entertained.

After some discussions, on motion duly made and seconded, the Annual Report of Management and the financial statements as of **December 31, 2020** as well as the reports by the subsidiaries were duly noted and made part of the records of the Corporation.

5. Ratification and Approval of Corporate Acts

The Chairman informed the stockholders that he would entertain a motion for the ratification of all acts of the Board of Directors, Officers and Management of the Corporation from the last stockholders' meeting to the present.

Upon motion duly made and seconded, all the acts, proceedings, transactions, and agreements, authorized and entered into by the Board of Directors, Officers and Management of

the Corporation from the last annual stockholders' meeting to date were approved, confirmed and ratified.

6. Election of Directors

The Chairman then proceeded to take up the matter of electing the directors of the Corporation for the ensuing year. Upon nomination duly made and seconded, the following were elected directors of the Corporation:

- (1) **TERENCE RESTITUTO D. MADLAMBAYAN**
- (2) **MARIA RACHEL D. MADLAMBAYAN**
- (3) **LUIS PIO D. MADLAMBAYAN**
- (4) **MA. LEAH D. MADLAMBAYAN**
- (5) **JOSELITO D. MADLAMBAYAN**
- (6) Independent Director – **ATTY. ANGELICO T. SALUD**
- (7) Independent Director – **GEORGE RICHARD F. SITON**

Appointment of External Auditor

On motion duly made and seconded, the auditing firm of **VALDES ABAD & COMPANY** was re-appointed external auditor of the Corporation for the current year.

7. Other Matters

None

8. Adjournment

After addressing some queries from the stockholders as to updates on the status of the planned initial public offering, and there being no further business to transact, the meeting was thereupon adjourned.

Prepared by:

NOEMI D. MADLAMBAYAN
Corporate Secretary

ATTEST:

TERENCE RESTITUTO D. MADLAMBAYAN
Chairman