

**PHILIPPINE TELEGRAPH & TELEPHONE CORPORATION
MINUTES OF THE SPECIAL STOCKHOLDERS' MEETING
HELD ON 05 January 2024 via MICROSOFT TEAMS
PRESIDED AT THE SPIRIT OF COMMUNICATIONS CENTRE, MAKATI CITY**

DIRECTORS PRESENT:

ROBERTO B. ORTIZ
JAMES G. VELASQUEZ
MIGUEL MARCO A. BITANGA
BRYAN JOSEPH SANTIAGO
CARLOS ANDRES V. REYES
SERAFIN C. LEDESMA, JR.
ATTY. ELMER SERRANO

ALSO PRESENT:

KERIMA ANIMA
RODEL DELA CRUZ
BERNARD B. RABANZO
PATRICK VINCENT G. PEÑA
JHONNA CAÑEJA
PROFESSIONAL STOCK TRANSFER INC. REP.
ATTY. KENNETH JOEY H. MACEREN
ATTY. KYRA KAE B. DIOLA

I. CALL TO ORDER

Mr. Roberto B. Ortiz, acting as Chairman of the Meeting, called the meeting to order at 11:00AM.

II. PROOF OF NOTICE OF MEETING AND CERTIFICATION OF QUORUM

Upon inquiry by the Chairman, the Corporate Secretary certified that appropriate notices were distributed in accordance with the alternative mode of distribution allowed by the Securities and Exchange Commission. The Corporate Secretary likewise certified that out of the total 1,500,000,000 issued and outstanding Common Shares, there were 1,260,001,252 Common Shares present or represented by way of proxies and said number of shares is equivalent to 84.0001% of the total issued and outstanding capital stock of the Corporation as of 4 December 2023. Hence, the Corporate Secretary declared that a quorum was present.

For this Meeting, the Stockholders who wish to participate in the Meeting are requested to coordinate by e-mail to investors@ptt.com.ph. The Stockholders who have successfully registered will receive an email with instructions on how to access an online web address which will allow them to join the Meeting and cast votes in absentia or by proxy. The deadline for the submission of the proxies was on 26 December 2023 and will be validated by the Office of the Corporate Secretary at the principal office of the Company beginning 02 January 2024.

III. APPROVAL OF CHANGE OF EXTERNAL AUDITOR

The Chairman recommended to the stockholders that the firm Alas Oplas & Co., CPAs be changed to Reyes Tacandong & Co. as the external auditor of the Corporation for the calendar year 2023.

Based on the tabulated votes of the Stockholders, the appointment of Reyes Tacandong & Co. as the external auditor of the Corporation for the calendar year 2023 was approved by stockholders holding **1,260,001,252** common shares which represent **84.0001%** of the total outstanding shares of the Corporation. No stockholder voted against this agenda item. The results of the votes are as follows:

	For	Against	Abstain
Number of Shares Voted	1,260,001,252	-	-
% of Shareholders Present	84.0001%	-	-

On a motion made and duly seconded, the stockholders passed and approved the following resolution:

Stockholders' Resolution

RESOLVED, to change the external auditor from Alas Oplas & Co. to Reyes Tacandong & Co. as the External Auditor of the Corporation for calendar year 2023.


IV. ADJOURNMENT

There being no other matters in the agenda, the Chairman asked the stockholders if they have any matters they may wish to discuss. There being no questions from the stockholders and no further business to transact, upon motion duly made and seconded, the meeting was adjourned at 11:10 A.M.

V. QUESTIONS FROM STOCKHOLDERS

None.

Certified true and correct:


ATTY. KENNETH JOEY H. MACEREN
Corporate Secretary