

PHILIPPINE TELEGRAPH & TELEPHONE CORP.

Spirit of Communication Center,
106 Carlos Palanca St., Legaspi Village,
Makati City

**MINUTES OF THE
REGULAR MEETING OF THE BOARD OF DIRECTORS**
(Held on 08 April 2026)

DIRECTORS PRESENT:

JAMES G. VELASQUEZ
ROBERTO B. ORTIZ
SALVADOR B. ZAMORA II
MA. CRISTINA Z. BORRA
BRYAN JOSEPH SANTIAGO
RICHARD ALAN B. SANTIAGO
SERAFIN C. LEDESMA, JR.
KRISTINE B. CUENCA
CARLOS ANDERES V. REYES
ATTY. ELMER B. SERRANO

ALSO PRESENT:

JEFFREY E. JULIAN
RAY ANTHONY C. CHAN
JAN MICHAEL S.D. GILLESANIA
ALLEN MACASADIA
ATTY. KENNETH JOEY H. MACEREN
ATTY. KYRA KAE B. DIOLA

1. CALL TO ORDER

The Chairman, James G. Velasquez, presided over and called the meeting to order at around 10:05 A.M. The Corporate Secretary, Atty. Kenneth Joey H. Maceren, recorded the minutes of the proceedings.

2. CERTIFICATION OF EXISTENCE OF QUORUM

The Corporate Secretary certified that there is a quorum for the transaction of business with the majority of the members of the Board of Directors ("Board") being present.

3. ANNUAL STOCKHOLDERS' MEETING

The Corporate Secretary informed the Board of the need to the manner of conducting the Annual Stockholders' Meeting to be held on 26 June 2026.

After due deliberation between the members of the Board and on a motion made and duly seconded, the Board agreed to unanimously adopt and approve the following resolution:

RESOLVED, that the Corporation shall conduct its Annual Stockholders' Meeting on 26 June 2026 virtually or through remote communication.

RESOLVED, that the Record Date and the start and end date for the closing of the Stock and Transfer Book is 23 April 2026.

RESOLVED, that the management is hereby directed to comply with the directives and regulations issued by the Securities and Exchange Commission in conducting a stockholders' meeting through remote communication, to make the necessary technical preparation, and to ensure that the Annual Stockholders' Meeting should be uninterrupted and secured.

RESOLVED, that the Board of Directors ratify and confirm all that the management shall lawfully do or cause to be done under and by virtue of these presents.

RESOLVED FINALLY, that any and all resolution inconsistent with the foregoing resolutions are hereby revoked and amended accordingly.

4. REGISTRATION, PARTICIPATION, AND VOTING DURING THE ANNUAL STOCKHOLDERS' MEETING

The Corporate Secretary presented to the Board the procedure to be followed in the registration, participation, and voting during the Annual Stockholders' Meeting. He informed the Board that for the stockholders to participate in the meeting, they are required to first register online in the link to be provided in the Corporation's website on or before 15 June 2026. The stockholders who will register online will be required to submit proof of identity or authorization to verify their status as stockholders. Once the registration is successful, the stockholders will be provided with an electronic ballot and a link that will allow them to join the stockholders' meeting on 26 June 2026. The electronic ballot must be submitted on or before 22 June 2026 and the votes cast for each agenda item will be tabulated by the Corporation's Stock and Transfer Agent and Corporate Secretary.

The virtual meeting will be broadcasted live through Zoom application which can be downloaded by the stockholders in their desktop computers or mobile devices.

The Board was also informed that during the virtual stockholders' meeting, the Corporation will have a moderator who will read questions from the stockholders and the management will endeavor to answer as many questions as time will allow. Stockholders may send their questions in advance by sending an email bearing the subject "PT&T 2026 ASM Q&A" to investors@ptt.com.ph on or before 24 June 2026. A section for stockholder comments/questions or a "chatbox" shall also be provided in the livestream platform. Questions and comments received but not entertained during the Q&A part of the virtual meeting due to time constraints will be addressed separately by the Corporation's Investor Relations via email.

After due deliberation between the members of the Board and on a motion made and duly seconded, the Board agreed to unanimously adopt and approve the following resolution:

RESOLVED, that the procedure for the registration, participation, and voting to be followed in the Annual Stockholders' Meeting on 26 June 2026 through remote communication as presented to the Board is hereby approved.

RESOLVED, that the Board of Directors ratify and confirm all that the management shall lawfully do or cause to be done under and by virtue of these presents.

RESOLVED FINALLY, that the Corporate Secretary is hereby directed and authorized to execute and submit all documents related to the 26 June 2026 Annual Stockholders' Meeting.

5. ADJOURNMENT

There being no other business to discuss, the meeting was adjourned at around 10:40 A.M.

CERTIFIED TRUE AND CORRECT:


ATTY. KENNETH JOEY H. MACEREN
Corporate Secretary

PHILIPPINE TELEGRAPH & TELEPHONE CORP.
Spirit of Communication Center,
106 Carlos Palanca St., Legaspi Village,
Makati City

**MINUTES OF THE
REGULAR MEETING OF THE BOARD OF DIRECTORS**
(Held on 19 May 2026)

DIRECTORS PRESENT:

JAMES G. VELASQUEZ
ROBERTO B. ORTIZ
SALVADOR B. ZAMORA II
MA. CRISTINA Z. BORRA
KRISTINE B. CUENCA
SERAFIN C. LEDESMA, JR.
CARLOS ANDRES V. REYES
BIENVENIDO S. SANTOS

ALSO PRESENT:

ATTY. KENNETH JOEY H. MACEREN

1. CALL TO ORDER

The Chairman, James G. Velasquez, presided over and called the meeting to order at around 11:00 A.M. The Corporate Secretary, Atty. Kenneth Joey H. Maceren, recorded the minutes of the proceedings.

2. CERTIFICATION OF EXISTENCE OF QUORUM

The Corporate Secretary certified that there is a quorum for the transaction of business with the majority of the members of the Board of Directors ("Board") being present.

3. AGENDA AND REQUIRED VOTING FOR THE ANNUAL STOCKHOLDERS' MEETING

The Corporate Secretary presented to the Board the following items as the proposed agenda for the Annual Stockholders' Meeting to be held on 26 June 2026:

1. Call to Order
2. Certification of the existence of quorum
3. Approval of the minutes of the Annual Stockholders' Meeting held on 26 September 2025
4. Report of the President
5. Election of the members of the Board of Directors
6. Ratification of actions taken by the Board of Directors and Officers since 26 September 2025
7. Appointment of Reyes Tacandong & Co. as the company's external auditor for 2026
8. Approval of the Audited Financial Statements for the period ending 31 December 2025
9. Adjournment

The Corporate Secretary further explained to the Board the reason and the rationale behind the relevant items of the proposed agenda:

1. Certification of the existence of quorum and sending of notices

The Corporate Secretary will certify that written notice for the meeting was duly sent to stockholders and that a quorum exists for the transaction of business. This is necessary in order ensure the validity of the meeting and binding effect of the voting to be conducted during the meeting.

2. Approval of Minutes of the Annual Stockholders' Meeting held on 26 September 2025

This is intended to apprise the stockholders of the items that were discussed and approved during the stockholders' meeting conducted last 26 September 2025. The minutes of the stockholders' meeting held on 26 September 2025 was posted in PT&T's website, www.ptt.com.ph.

3. Report of the President

The President will deliver a report to the stockholders on the performance of PT&T in 2025 and the outlook for 2026. This will give the stockholders an idea on what was achieved for the year 2025 and the plans of PT&T in the future. The audited financial statements as of 31 December 2025 is included in the Information Statement to be sent to the stockholders.

4. Election of Directors

This is necessary to extend the term of the incumbent directors of PT&T. The profiles of the nominees to the Board of Directors and the manner of voting are included in the Information Statement.

5. Ratification of actions of the Board of Directors and officers

The acts and resolutions of the Board of Directors, Management and all Committees of the Corporation were those adopted from 26 September 2026 until 25 June 2026. This includes the approval of agreements, projects, and other matters covered by disclosures to the Securities and Exchange Commission and the Philippine Stock Exchange. The acts of the officers were those taken to implement the resolutions of the Board or its Committees or in the general conduct of business.

6. Appointment of Reyes Tacandong & Co. as PT&T's external auditor

The Board shall endorse to the stockholders the appointment of Reyes Tacandong & Co. as the company's external auditor for 2026.

7. Approval of the Audited Financial Statements as of 31 December 2025

The Board shall endorse for the approval of the stockholders PT&T's Audited Financial Statements for the period ending 31 December 2025 prepared by Reyes Tacandong & Co.

After due deliberation between the members of the Board and on a motion made and duly seconded, the Board agreed to unanimously adopt and approve the following resolution:

RESOLVED, that the following is the agenda for the Annual Stockholders' Meeting to be held on 26 June 2026:

1. Call to Order
2. Certification of the existence of quorum
3. Approval of the minutes of the Annual Stockholders' Meeting held on 26 September 2025

4. Report of the President
5. Election of the members of the Board of Directors
6. Ratification of actions taken by the Board of Directors and Officers since 26 September 2025
7. Appointment of Reyes Tacandong & Co. as PT&T's external auditor for 2026
8. Approval of the Audited Financial Statements for the period ending 31 December 2025
9. Adjournment


RESLOVED, that the votes required for the items requiring the approval of the stockholders are as follows:

Subject Matter for Approval	Votes Required
1. Approval of the minutes of the Annual Stockholders Meeting held on 26 September 2025	Majority of the votes cast
2. Election of the members of the Board of Directors	The nominees with the most number of votes cast are elected
3. Ratification of actions taken by the Board of Directors and officers since 26 September 2025	Majority of the votes cast
4. Appointment of Reyes Tacandong & Co. as External Auditor for 2026	Majority of the votes cast
5. Approval of the Audited Financial Statements of the Company for the year ending 31 December 2025	Majority of the votes cast

4. ADJOURNMENT

There being no other business to discuss, the meeting was adjourned at around 11:30 A.M.

CERTIFIED TRUE AND CORRECT:


ATTY. KENNETH JOEY H. MACEREN
 Corporate Secretary

SECRETARY'S CERTIFICATE

I, **KENNETH JOEY H. MACEREN**, Filipino, of legal age, and with office address at Spirit of Communications Center, 106 Carlos Palanca Street, Legaspi Village, Makati City, subscribing under oath, hereby depose and states:

1. I am the duly elected and incumbent Corporate Secretary of PT&T Corp. ("Corporation"), a corporation duly organized and existing under the laws of the Philippines with principal office address at the Spirit of Communications Center, 106 C. Palanca Street, Legaspi Village, Makati City.

2. That in a Regular Meeting of the Board of Directors of the Corporation held on 08 April 2026, where a quorum was present and acting throughout, the following resolutions were unanimously approved and adopted:

RESOLVED, that the Corporation shall conduct its Annual Stockholders' Meeting on 26 June 2026 virtually or through remote communication.

RESOLVED, that the Record Date and the start and end date for the closing of the Stock and Transfer Book is 23 April 2026.


RESOLVED, that the management is hereby directed to comply with the directives and regulations issued by the Securities and Exchange Commission in conducting a stockholders' meeting through remote communication, to make the necessary technical preparation, and to ensure that the Annual Stockholders' Meeting should be uninterrupted and secured.

RESOLVED, that the Board of Directors ratify and confirm all that the management shall lawfully do or cause to be done under and by virtue of these presents.

RESOLVED FINALLY, that any and all resolution inconsistent with the foregoing resolutions are hereby revoked and amended accordingly.

3. The following resolutions have not been revoked and the same have not been amended accordingly.

IN WITNESS WHEREOF, I hereby set my hand this 19 May 2026 in Makati City, Philippines.


KENNETH JOEY H. MACEREN
Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAY 20 2026, in the City of Makati affiant exhibited to me his Tax Identification No. 259-161-439.

Doc. No. 132;
Page No. 26;
Book No. 11;
Series of 2026.




ATTY. GILA ROSE A. DEGUMBIS-DE GUZMAN
Notary Public for Makati City
Appointment No. M-101
Until December 31, 2027
Roll No. 83861/6-14-2022
PTR No. 10773821/01-07-26/Makati City
1BP No. 557355/11-03-2025/Pasig City
MCLE Compliance No. VIII-0004097 valid until 04-14-2008

SECRETARY'S CERTIFICATE

I, **KENNETH JOEY H. MACEREN**, Filipino, of legal age, and with office address at Spirit of Communications Center, 106 Carlos Palanca Street, Legaspi Village, Makati City, subscribing under oath, hereby depose and states:

1. I am the duly elected and incumbent Corporate Secretary of PT&T Corp. ("Corporation"), a corporation duly organized and existing under the laws of the Philippines with principal office address at the Spirit of Communications Center, 106 C. Palanca Street, Legaspi Village, Makati City.

2. That in a Special Meeting of the Board of Directors of the Corporation held on 19 May 2026, where a quorum was present and acting throughout, the following resolutions were unanimously approved and adopted:

RESOLVED, that the following is the agenda for the Annual Stockholders' Meeting to be held on 26 June 2026:

1. Call to Order
2. Certification of the existence of quorum
3. Approval of the minutes of the last Annual Stockholders' Meeting held on 26 September 2025
4. Report of the President
5. Election of the members of the Board of Directors
6. Ratification of actions taken by the Board of Directors and Officers since 27 September 2025
7. Appointment of Reyes Tacandong & Co. as the company's external auditor for the current year
8. Approval of the Audited Financial Statements for the period ending 31 December 2025
9. Adjournment


RESLOVED, that the votes required for the items requiring the approval of the stockholders are as follows:

Subject Matter for Approval	Votes Required
1. Approval of the minutes of the Annual Stockholders Meeting held on 26 September 2025	Majority of the votes cast
2. Election of the members of the Board of Directors	The nominees with most number of votes cast are elected
3. Ratification of actions taken by the Board of Directors and officers since 26 September 2025	Majority of the votes cast
4. Appointment of Reyes Tacandong & Co. as External Auditor	Majority of the votes cast
5. Approval of the Audited Financial Statements of the Company for the year ending 31 December 2025	Majority of the votes cast

RESOLVED FINALLY, that any and all resolution inconsistent with the foregoing resolutions are hereby revoked and amended accordingly.

3. The following resolutions have not been revoked and the same have not been amended accordingly.


IN WITNESS WHEREOF, I hereby set my hand this 19 May 2026 in Makati City, Philippines.


KENNETH JOEY H. MACEREN
Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAY 20 2026 in the City of Makati
affiant exhibited to me his Tax Identification No. 259-161-439.

Doc. No. 133 ;
Page No. 28 ;
Book No. IV ;
Series of 2026.




ATTY. GILA ROSE A. REPUMBIS-DE GUZMAN
Notary Public for Makati City
Appointment No. M-101
Until December 31, 2027
Roll No. 83861/6-14-2022
PTR No. 10773821/01-07-26/Makati City
IBP No. 557355/11-03-2025/Pasig City
MCLE Compliance No. VIII-0004097 valid until 04-14-2008

SECRETARY'S CERTIFICATE

I, **KENNETH JOEY H. MACEREN**, Filipino, of legal age, with office address at Spirit of Communications Center, 106 C. Palanca Street, Legaspi Village, Makati City, subscribing under oath, certifies that:

1. I am the duly elected and incumbent Corporate Secretary of PT&T Corp. ("Corporation"), a corporation duly organized and existing under the laws of the Philippines with office address at the Spirit of Communications Center, 106 C. Palanca Street, Legaspi Village, Makati City.

2. As of Record Date of 23 April 2026, the Corporation has 3,644 stockholders holding a total of One Billion Five Hundred Million (1,500,000,000) common stocks with a par value of PhP 1.00 per stock. All stockholders owning common stocks are entitled to vote on all matters to be discussed and voted upon in the Annual Stockholders' Meeting to be held on 26 June 2026.

3. The Directors' attendance for the meetings conducted in the year 2025 is attached as **Annex "A"**, hereof.

4. The following stockholders were present, in person or in proxy, in the Annual Stockholders' Meeting conducted last 26 September 2025:

STOCKHOLDERS	NO. OF SHARES	PERCENTAGE
In Person	9,023	0.0006%
Proxy	1,260,048,963	84.0033%
Total	1,260,723,488	84.0039%

5. The following are the voting requirements for each agenda item in the Annual Stockholders' Meeting conducted last 26 September 2025:


Subject Matter for Approval	Votes Required
1. Approval of the minutes of the last Stockholders Meeting held on 27 September 2024	Majority of the votes cast
2. Election of the members of the Board of Directors	The nominees with the most number of votes cast are elected
3. Ratification of actions taken by the Board of Directors and officers since 27 September 2024	Majority of the votes cast
4. Appointment of Reyes Tacandong & Co. as External Auditor	Majority of the votes cast
5. Approval of the Audited Financial Statements of the Company for the Fiscal Year ending 31 December 2024	Majority of the votes cast

6. All agenda items were unanimously approved by the stockholders present and there were no votes against and abstention on the agenda items submitted for approval to the stockholders.

7. After the Annual Stockholders' Meeting on 26 June 2026, the Board of Directors will review and approve the revised Manual on Corporate Governance. Part of the process is the finalization of an evaluation system that will measure and determine the level of compliance by the Board of Directors and executive officers with PT&T's Manual on Corporate Governance and other corporate governance practices. The evaluation will focus on the following aspects of corporate governance: leadership initiative and advisory role, ability to raise valid concerns and contribute in resolving the said concerns during the meeting, initiative to provide new ideas to the PT&T's business and operations, providing relevant information on external environment and competition, ability to work with other directors, attendance in Board and committee meetings, and compliance with the PT&T's Manual on Corporate Governance, Code of Business Conduct and Ethics, and other similar policies. As part of its corporate governance policy, the Corporation was audited and found to be compliant with the requirements of **ISO 9001:2015 Quality Management System (QMS)** which is valid until 11 June 2027 and **ISO/IEC 27001:2022 Information Security Management System (ISMS)** which is valid until 08 July 2028. These ISO Certifications enhance the implementation of the corporate governance policies and practices within the Corporation.

8. To the best of my personal knowledge and in my capacity as the Corporate Secretary of the Corporation, I certify that none of the Directors or officers of the Corporation are involved in self-dealing or related party transactions.

Makati City, 02 June 2026.


KENNETH JOEY H. MACEREN
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 02 June 2026 affiant exhibited to me his TIN 259-161-439.

Doc. No. 87 ;
Page No. 19 ;
Book no. 74 ;
Series of 2026.


ATTY. RODRIGO S. DE REAL, JR.
Notary Public Makati until 12/31/2026
Apt. No. M-045 IBP No. 575473 12/29/2025
Roll No. 49763 MCLE No. VIII-002510
PTR No. 0342814 01/05/2026 Manila
6th Flr. 101 S&L Bldg. 101, Esteban cor. Dela Rosa St. Makat. City
Email - doreal605lawoffice@gmail.com Tel.85216544

SECRETARY'S CERTIFICATE

I, **KENNETH JOEY H. MACEREN**, Filipino, of legal age, being the duly elected Corporate Secretary of **PT&T Corp.** ("Corporation"), subscribing under oath, certifies that:

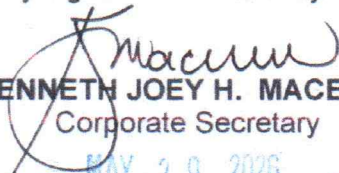
a. The following are the dates of the meetings of the Board of Directors for the year 2025 and the attendance of each Director during said meetings:

Name	April 11 (R)	June 27 (R)	Nov. 24 (R)
James G. Velasquez	P	P	P
Roberto B. Ortiz	P	P	P
Salvador B. Zamora II	A	A	P
Ma. Cristina Z. Borra	P	A	A
Bryan Joseph Santiago	P	P	P
Richard Alan Santiago	P	P	P
Serafin C. Ledesma, Jr.	P	P	A
Bienvenido S. Santos	P	P	A
Carlos Andres V. Reyes	P	A	P
Atty. Elmer B. Serrano	A	A	P
Kristine B. Cuenca	P	P	P

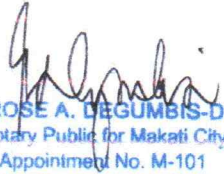
Legend: (P) – present; (A) – absent; (R) – Regular Board Meeting; (S) – Special Board Meeting

b. The first meeting of the Board of Directors for the year 2025 was held on 11 April 2025 and the Annual Stockholders' Meeting was held on 26 September 2025.

IN WITNESS WHEREOF, I have affixed my signature this 28 May 2026.


KENNETH JOEY H. MACEREN
 Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAY 29 2026 affiant exhibited to me his TIN 259-161-439.


ATTY. GILA ROSE A. DEGUMBIS-DE GUZMAN
 Notary Public for Makati City
 Appointment No. M-101
 Until December 31, 2027
 Roll No. 83861/6-14-2022
 PTR No. 10773821/01-07-26/Makati City
 IBP No. 557355/11-03-2025/Pasig City
 JCLE Compliance No. VIII-0004097 valid until 04-14-2008

Doc. No. 148;
 Page No. 31;
 Book no. 31;
 Series of 2026.