

MINUTES OF THE  
ANNUAL STOCKHOLDERS' MEETING  
OF  
GEOGRACE RESOURCES PHILIPPINES, INC.  
Tuesday, 16 December 2014  
7<sup>th</sup> Floor, Peaksun Building  
Shaw Boulevard corner Princeton Street  
Brgy. Wack-Wack, Greenhills East  
Mandaluyong City

| <u>PRESENT:</u>  | <u>NO. OF SHARES</u> |
|--|----------------------|
| Total Number of Shares Represented<br>In Person and By Proxy | 1,559,687,919        |
| Total Outstanding Shares:                                    | 3,500,000,000        |
| Attendance Percentage to Total Outstanding<br>Shares         | 44.56%               |

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I. CALL TO ORDER

The Chairman, Mr. Chi Ho Co, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Arsenio C. Cabrera, Jr., recorded the minutes of the meeting.

II. CERTIFICATION OF NOTICE AND QUORUM

Based on the certification provided by Ms. Gigi Arcaba of Banco de Oro-Trust Services Group, the stock and transfer agent of the Corporation, the Corporate Secretary certified that notices for the meeting were duly sent to all stockholders of record as of 20 November 2014. Based on the attendance record and the proxies and powers of attorney on hand, present in person and represented in proxy are 1,559,687,919 shares or only 44.56% of the total outstanding Three Billion Five Hundred Million (3,500,000,000) shares of the Corporation.

In the absence of a quorum, the Corporate Secretary informed the stockholders that the incumbent directors and officers of the Corporation would continue in a hold-over capacity until the election and qualification of their successors. All matters for approval at the Annual Stockholders' Meeting, including the amendment of the Corporation's Articles of Incorporation to change its principal address, would be deferred to the next Annual Stockholders' Meeting.

The certification regarding the due sending of notices to stockholders of record as of 20 November 2014 is attached hereto as Annex "A". The attendance tabulation reflecting the lack of quorum is attached hereto as Annex "B".

III. ADJOURNMENT

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



ARSENIO C. CABRERA, JR.  
*Corporate Secretary*

ATTEST:



CHIHO CO  
*Chairman*