



**MINUTES OF THE 5<sup>th</sup> ANNUAL STOCKHOLDERS' MEETING  
VIA REMOTE VIDEO COMMUNICATION  
April 12, 2020 8:00AM**

**I. CALL TO ORDER**

The Chairman of the Board, Dr. Amado Manuel Enriquez Jr. called the meeting to order at 8:06AM

**II. INVOCATION**

The invocation was led by Dr. Mitchel Dennis B. Gonzalez

**III. ROLL CALL AND DECLARATION OF QUORUM**

THE CHAIRMAN called on the corporate secretary for the declaration of quorum. Out of the outstanding capital stock of 192,000 shares, ninety-three percent (93%) consisting of 179,200 shares were present through remote communication and proxies. Dr. Mitchel Dennis B. Gonzalez, the corporate secretary declared the presence of a quorum.

**IV. CHAIRMAN'S MESSAGE**

- i. We anticipate that the building will be completed with the basic necessities by the end of 2021, allowing us to apply for the OPD operation.
- ii. The Chairman appealed to everyone to work together so that we can raise the finances needed to complete our project.

**V. APPROVAL OF THE AGENDA**

- Motion for approval of the agenda was made by Dr. Clarito Cañete and seconded by Dra. Marietta Samoy.

**VI. READING AND APPROVAL OF THE MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING**

The corporate secretary read the minutes of the previous annual stockholders' meeting held last July 12, 2020. A motion to approved the Minutes of Previous Meeting was raised by Dr. Meride Lavilla. It was seconded by Dr. Geanie Cerna.

**VII. TREASURER'S REPORT**

The corporate treasurer, Dr. Rommel Vallejos presented the Audited Financial Statements of the year 2020. Please see attached report. A motion to approved the Annual Financial Statement for the year December 31, 2020 was raised by Dr. Fredilyn Samoro. It was seconded by Dr. John Cruz.

## VIII. PRESIDENT'S REPORT

- i. Construction Overview
  - a. Project Status Report – the actual accomplishment report was at 78.63% as reported by J3.
  - b. Exterior Concerns were site development, powerhouse, genset & transformer, parking area, pump house, guard house, signage, drainage system, entrance canopy, STP pump installation, and façade and ramp tubular aluminum.
  - c. For completion (interior) were the lobby floor and ceiling, I.T. room, information center counter, SS railings and glass (2<sup>nd</sup> floor lobby), vinyl flooring, marble stone installation, doors (patient's room, clinics, exit, x-ray, O.R.), OR lights (4 out of 11 rooms), medical gas, auxiliary, pneumatic tube, furniture, nurse station counter, sanitary wares and plumbing fixtures, panel boards, lights and fixtures, elevators, elevated SS water tanks.
- ii. The Allied Care Experts (ACE) Medical Center – Cagayan Inc. perspective and milestone were presented.
- iii. Landbank loan term 1 update – we were granted 500M Construction Loan and 150M Equipment Loan (loan term 2). Out of the 500M, we already received 440M leaving us only with 60M with 10% retention.
- iv. Total expenses incurred for the year was 588,772,425.99 and total accounts payable for the contractors was 578,190,859.80.
- v. One challenge for us was how to raise funds and we have thought of sources on how to do it;
  1. LBP Term 2 Loan – The approved 150M term 2 loan will be split between equipment (75 million) and construction (75M). Only equipment with a maximum range of 75 meters will be purchased.
  2. Bridge Financing from Founding Members – There were already founders who granted us money at a rate of 10-12 percent yearly interest, giving us a total of 8.8M
  3. Investors – We plan to get our source from them as soon as we have our Secondary Permit, and we hope to sell up to 500 blocks at 250K per block by 2021, for a total of 12M.
  4. MSC Company Loan – they offered a loan amounting to 50-75M at 8% per annum, but the money will be used to pay off our obligations with them.
  5. Adjacent Lot – approximately 1,200sqm, which can be used to secure a bank loan of 15-30M at a rate of 7-8% per annum. It was still on process.
- vi. We already purchased the following equipment – Xray (Shimadzu), 64 slice CT Scan (Siemens), OR Lights and tables (UPK), and Anesthesia machine (GE Company).
- vii. Equipment we plan to purchase were OR/RR, ICU monitors, ER (bed, stretcher), business office (computers, HIS, furniture), laboratory equipment, endoscopy, operating machine, and dialysis machines and RO. All of these were still for bidding and we shall look for 3 suppliers each for bidding.

- viii. Hospital Opening Operation – we have invited the inspection team from OBO, DOH, and BFP. We also visited the DENR office for our EMB DENR Permits. We also assigned some of our Local Founders to monitor the following agencies; (OBO) Dr. Mitch Gonzalez, (DOH) Dr. Fausto Tancongco, (BFP) Dr. Jayson Sangkula, (DENR) Dr. Roy Yap, and (SEC Secondary Permit) Dr. Marietta Samoy/Mrs. Jacqueline Gonzalez.
- ix. Secondary License Update
  - a. SEC wrote to us asking for the 2020 year-end Financial Statement last March 2021. They have no more questions on the previously submitted prospectus and are just asking us to submit the Annual Financial Statement with the corresponding changes in the prospectus.
  - b. The Board of Directors just approved the 2020 Annual Financial Statement last April 9, 2021 and was for voting for signature. We will ask Querido to revise the financial portion of the prospectus to reflect the Annual Financial Statement then we will have to meet to finalize it before submission to SEC.
- x. Target Dates
  - a. September 2021 – completion of priority areas.
  - b. 4<sup>th</sup> Quarter 2021 – soft opening for diagnostics, dialysis center, and doctors’ clinics.
  - c. 1<sup>st</sup>/2<sup>nd</sup> Quarter 2022 – opening of Level 2 100-bed hospital.
- xi. Dr. Dorothy Cu encouraged all of the Founders to pay their 800K to help us supplement our finances, as some of them were still unable to do so.
- xii. A motion for the approval of the President’s Report was raised by Dr. Dorothy Cu. It was seconded by Dr. John Cruz.

IX. ELECTION OF BOAARD OF DIRECTORS FOR THE FISCAL YEAR 2021-2022

A nomination committee (NOMELEC) was formed.

- i. Dr. Marietta Samoy nominated Mrs. Jacqueline Gonzalez as one of the NOMELEC members.
- ii. Dr. Geanie Cerna nominated Dr. Fredilyn Samoro as one of the NOMELEC members and was also nominated by Mrs. Jacqueline Gonzalez as the Chairman of the Committee.
- iii. Dr. Marietta Samoy nominated Mrs. Shiela Baluran (accountant) as one of the NOMELEC members.
- iv. The following were nominated for Board of Directors for the year 2021:
 

1. Dr. Ferjenel Biron	11. Engr. Generoso Orillaza
2. Dr. Clarito Cañete	12. Dr. Jayson Sangkula
3. Dr. Geanie Cerna	13. Dr. Fausto Nariomme Tancongco, Jr.
4. Dr. Renee Glorien Espiga	14. Dr. Rommel Vallejos
5. Dr. Amado Manuel Enriquez, Jr.	15. Dr. Maria Joeva Yap
6. Dr. Mitchel Dennis Gonzalez	
7. Dr. Amado Lavalley, Jr.	
8. Dr. Meride Lavilla	
9. Dr. Ferdinand Miranda	
10. Dr. Marietta Samoy	

- v. Dr. Francis Lavilla casted his vote for the 15 BOD nominees. Because we have 15 nominees and 15 seats available for the Board of Directors, we may now announce the 15 nominees as duly elected members of the board for 2021-2022 utilizing the Viva Noche method of voting
  - The action has been carried out since no objection was made.

X. ADJOURNMENT

The Chairman congratulated the board directors and adjourned the meeting at 9:02 AM

Prepared by:

Dr. Mitchel Dennis Gonzalez

Corporate Secretary