MINUTES OF THE ANNUAL MEETING
OF THE STOCKHOLDERS
OF
BRIGHT KINDLE RESOURCES & INVESTMENTS, INC.

Held on July 22, 2026 at 2:00 P.M. in Makati City
via remote communication

The 2026 Annual Stockholders' Meeting (the "**Meeting**") of Bright Kindle Resources & Investments, Inc. ("**BKR**" or the "**Corporation**") was conducted via remote communication at:

https://bkr.com.ph/asm-bkr2026

Prior to the start of the meeting proper, a video of the Philippine National Anthem was shown. After which, it was announced by the host, Ms. Ma. Theresa A. Defensor, that the meeting would be recorded in accordance with Securities and Exchange Commission ("**SEC**") Memorandum Circular No. 6, Series of 2020. Participants were also informed that by participating in the virtual meeting, proxies and/or representatives of stockholders consented to the processing of their respective sensitive personal information as may be necessary to verify their identity and authority.

I. CALL TO ORDER

Mr. Augusto C. Serafica, Jr. the President and Chief Executive Officer (or "**CEO**") of the Corporation, acted as the Chairman of the Meeting, called the Meeting to order, and presided over the same in Makati City. He announced that the Meeting was being conducted via remote communication in compliance with SEC Memorandum Circular No. 6, Series of 2020. He thanked all those who joined the live webcast and participated in the meeting by remote communication, by voting *in absentia* or appointed proxies for the meeting.

The Corporate Secretary, Atty. Ana Maria A. Katigbak ("**Corporate Secretary**"), acted as the Secretary of the meeting. She acknowledged the presence of the following Directors and members of senior Management.

Name	Position
Mr. Augusto C. Serafica, Jr.	Director / President / Chief Executive Officer / Member of the Executive Committee
Atty. Remegio C. Dayandayan, Jr.	Director/ Member of the Nominations and Corporate Governance Committee
Ms. Minda P. De Paz	Director

Mr. Rolando S. Santos	Director / Senior Vice President / Treasurer / Member of the Executive Committee
Atty. Hermogene H. Real	Director / Asst. Corporate Secretary/ Member of the Executive Committee
Mr. Lester C. Yee	Director
Mr. Peter B. Favila	Director / Chairman of the Executive Committee and Member of the Audit, Risk Oversight and Related Party Transactions Committee
Chief Justice Reynato S. Puno (Ret.)	Independent Director / Chairman of the Nominations and Corporate Governance Committee
Atty. Rhodora L. Dapula	Independent Director / Member of the Audit, Risk Oversight and Related Party Transactions Committee
Mr. Kwok Yam Ian Chan	Independent Director / Member of the Nominations and Corporate Governance Committee and Chairman of the Audit, Risk Oversight and Related Party Transactions Committee
Atty. Rommel T. Casipe	Co-Asst. Corporate Secretary
Mr. Emerson P. Paulino	Vice President for Risk Management, Chief Risk Officer, Data Privacy Officer & Compliance Officer

The Corporate Secretary also acknowledged the attendance of the Corporation's external auditor, Reyes Tacandong & Company.

II. PROOF OF NOTICE AND CERTIFICATION OF QUORUM

The Corporate Secretary reported that pursuant to SEC Notice dated June 25, 2026, the notice (or "**Notice**") of the meeting was published in print and online formats in the business section of the Daily Tribune and the Manila Standard, both newspapers of general circulation, on June 29 and 30, 2026, for two (2) consecutive days at least twenty-one (21) days before the meeting. A copy of the Notice, along with the Definitive Information Statement, minutes of the previous meeting, and other documents related to this meeting were also made available through the Corporation's website and on Philippine Stock Exchange ("PSE") Edge.

Qualified stockholders who successfully registered within the prescribed period were included in the determination of quorum. By voting *in absentia*, by proxy, or by participating remotely in this meeting, a stockholder was deemed present for purposes of determining quorum.

Based on this, the Corporate Secretary certified that stockholders holding at least 1,042,388,889 shares, representing at least 68.20% of the outstanding capital stock of the Corporation, were present or represented at the meeting and that a quorum existed for the transaction of business.

The Chairman stated that while the Corporation was holding the meeting virtually, it had taken steps to ensure that the stockholders would have an opportunity to participate in the meeting to the same extent as if the meeting had been done in person.

In this regard, the Corporate Secretary explained the participation and voting procedures adopted for the meeting. She stated that under the Corporation's By-Laws, every stockholder shall be entitled to one vote for each share of stock standing in his/her/its name in the books of the Corporation, and for the election of directors, each stockholder may cumulate his/her/its votes.

Stockholders who successfully registered for the meeting were given the opportunity to cast their votes by voting *in absentia* or by proxy. There were five (5) items for approval, excluding the adjournment, as indicated in the agenda set out in the Notice. The proposed resolution for each of these items would be read aloud and flashed on the screen during the meeting when the proposal to approve the resolution is presented.

For all items in the agenda other than the election of directors, the stockholders had the option to either vote in favor of or against a matter for approval, or to abstain. For the election of directors, the stockholders had the option to vote their shares for each of the nominees, not vote for any nominee, or vote for one or some nominees only, in such number of shares as the stockholders prefer; provided that the total number of votes cast did not exceed the number of shares owned by them multiplied by the number of directors to be elected.

Votes received through ballots or by proxy forms were validated by Stock Transfer and Services, Inc., the Corporation's stock and transfer agent. The results of the voting, with full details of the affirmative and negative votes, as well as abstentions, were set out in **Annex "A"** of these Minutes.

For all items in the agenda approved at the meeting other than the election of directors, the vote of the stockholders representing at least a majority of the outstanding capital stock would be sufficient to approve the matter. For the election of directors, the eleven (11) nominees receiving the highest number of votes would be declared the duly elected members of the Board of Directors for the current term.

Finally, the Corporate Secretary explained that stockholders once successfully registered, were also given an opportunity to raise questions or express comments limited to the agenda items by submitting the same through the meeting portal or by e-mail. She stated that Management would endeavor to reply to these questions or address these comments at the end of the meeting. Any unanswered questions would be answered via email.

The participation and voting procedures adopted for the meeting were contained in the 2026 Definitive Information Statement, accessible to all stockholders through the Corporation's website and PSE Edge.

III. APPROVAL OF THE MINUTES OF THE PREVIOUS ANNUAL STOCKHOLDERS' MEETING

The next item of business was the approval of the minutes of the previous meeting of the stockholders held on August 7, 2025, an electronic copy of which was made available at the Corporation's website.

The Corporate Secretary presented Management's proposal to adopt the following resolution approving the minutes of the annual stockholders' meeting held on August 7, 2025:

Resolution No. S-1-2026-001

> "**RESOLVED,** that the minutes of the Annual Stockholders' Meeting of the Corporation held on August 07, 2025, be, as it is hereby, approved."

Thereafter, she announced that stockholders owning at least 1,042,388,889 shares representing at least 68.20% of the outstanding capital stock, approved the resolution, while zero shares voted against~~,~~ and zero shares abstained on the matter. It was noted that the affirmative votes were sufficient to approve the resolution and therefore, the minutes of the previous meeting of the stockholders held on August 7, 2025 was approved.

IV. APPROVAL OF MANAGEMENT REPORT AND AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2025

The next matter on the agenda was the approval of the Management Report and Audited Financial Statements for the year ended December 31, 2025. The President and CEO, Mr. Augusto C. Serafica, Jr., reported on the Corporation's operational highlights and financial results and the audited financial statements for the year ended December 31, 2025, as well as the interim financial results for the period ended June 30, 2026.

After the report, the Corporate Secretary presented Management's proposal to adopt the following resolution, approving the annual report of Management as presented by the President and CEO, and the audited financial statements for the year ended December 31, 2025:

Resolution No. S-1-2026-002

> "**RESOLVED**, that the Management Report, as presented by the President and Chief Executive Officer, Mr. Augusto C. Serafica, Jr., and the Corporation's Audited Financial Statements for year ended December 31, 2025, be, as they are hereby, approved."

Thereafter, she announced that stockholders owning at least at least 1,042,388,889 shares representing at least 68.20% of the outstanding capital stock voted in favor of approving the resolution while zero shares voted against, and zero shares abstained on the motion. It was noted that the affirmative votes were sufficient to approve the resolution and therefore, the Management Report and audited financial statements for the year ended December 31, 2025 were approved.

V. RATIFICATION OF ALL ACTS OF THE BOARD OF DIRECTORS AND MANAGEMENT

The next item was the ratification and approval of all acts of the Board of Directors and Management of the Corporation undertaken from the date of the last stockholders' meeting to date. The Chairman stated that a summary of the acts for ratification was included in the Definitive Information Statement.

The Corporate Secretary presented Management's proposal to adopt the following resolution, ratifying all acts, contracts, resolutions, and deeds authorized and entered into by Management and the Board of Directors from the last annual stockholders' meeting up to the present:

Resolution No. S-1-2026-003

> "**RESOLVED,** that the Stockholders of Bright Kindle Resources & Investments, Inc. (the '**Corporation'**) approve, confirm, and ratify, as they hereby approve, confirm, and ratify, all acts, proceedings, transactions, contracts, agreements, resolutions and deeds, authorized and entered into by the Board of Directors, Management and/or Officers of the Corporation from the date of the last annual stockholders' meeting up to the present."

Thereafter, she announced that stockholders owning at least 1,042,388,889 shares representing at least 68.20% of the outstanding capital stock, approved the resolution, while zero shares voted against, and zero shares abstained on the matter. It was noted that the affirmative votes were sufficient to approve the resolution and therefore, all acts, contracts, resolutions, and deeds authorized and entered into by Management and the Board of Directors from the last annual stockholders' meeting up to the present were approved, ratified and confirmed.

VI. ELECTION OF DIRECTORS

The next matter on the agenda was the election of the members of the Board of Directors.

The Corporate Secretary stated that under the Sixth Article of the Corporation's Amended Articles of Incorporation, there were eleven (11) seats in the Board of Directors. She explained that under existing SEC rules, the Corporation was required to have at least two (2) Independent Directors. The SEC rules provided that all nominations for directors shall be submitted to and evaluated by the Nominations Committee, the powers of which were exercised by the Corporation's Corporate Governance and Nominations Committee. Nominations for Independent Director shall appear in the Final List of Candidates set forth in the Definitive Information Statement, and no other nominations shall be entertained from the floor.

She noted that the Corporation received a total of eight (8) nominations for Regular Directors, and three (3) nominations for Independent Directors. She explained that nominees receiving the highest number of votes for the 8 available seats for Regular Director, and for the 3 available seats for Independent Director, would be declared as the duly elected members of the Board of Directors for 2026 to 2027.

She announced the names of the following nominees for regular and independent directors and that full details of the background and qualifications of the nominees were disclosed in the Corporation's Definitive Information Statement:

For Regular Directors:
1. CESAR C. ZALAMEA
2. AUGUSTO C. SERAFICA, JR.
3. HERMOGENE H. REAL
4. PETER B. FAVILA
5. MINDA P. DE PAZ
6. REMEGIO C. DAYANDAYAN, JR.
7. ROLANDO S. SANTOS
8. LESTER C. YEE

and as Independent Directors:
9. KWOK YAM IAN CHAN
10. RHODORA L. DAPULA
11. REYNATO S. PUNO

Thereafter, she announced that based on the tabulation and validation by the Corporation's stock and transfer agent, stockholders owning at least 1,042,388,889 shares representing at least 68.20% of the outstanding capital stock, voted to elect the following nominees[1] and declared them as the duly elected members of the Board of Directors for the term 2026 to 2027, to act as such until their successors are duly elected and qualified:

For Regular Directors:
1. AUGUSTO C. SERAFICA, JR.
2. HERMOGENE H. REAL
3. PETER B. FAVILA
4. MINDA P. DE PAZ
5. REMEGIO C. DAYANDAYAN, JR.
6. ROLANDO S. SANTOS
7. LESTER C. YEE

and as Independent Directors:
8. KWOK YAM IAN CHAN
9. RHODORA L. DAPULA
10. REYNATO S. PUNO

VII. APPOINTMENT OF THE INDEPENDENT EXTERNAL AUDITOR

The Chairman stated that the next item on the agenda was the appointment of the Corporation's external auditor for the current year.

The Corporate Secretary announced that the Audit, Risk Oversight, and Related Party Transactions Committee has reviewed the qualifications and performance of the Corporation's current external auditor, Reyes Tacandong & Company, and endorsed its reappointment for the current year.

She presented Management's proposal to adopt the following resolution reappointing Reyes Tacandong & Company as the Corporation's external auditor for the current year:

Resolution No. S-1-2026-004

"**RESOLVED**, that the Stockholders of Bright Kindle Resources & Investments, Inc. (the '**Corporation**') appoint, as

[1] Mr. Zalamea was not included among the elected members of the Board of Directors in view of his recent demise.

> they hereby appoint, the accounting firm of Reyes Tacandong & Company as external auditors of the Corporation for the year 2026."

Thereafter, she announced that stockholders owning at least 1,042,388,889 shares representing at least 68.20% of the outstanding capital stock, approved the resolution, while zero shares voted against, and zero shares abstained on the matter. It was noted that the affirmative votes were sufficient to approve the resolution and therefore, the accounting firm of Reyes Tacandong & Company was appointed as external auditors of the Corporation for the year 2026.

VIII. OTHER MATTERS

The Chairman inquired whether any questions were raised, or comments made on the agenda, either by email or through the meeting portal.

The Corporate Secretary replied that no questions or comments were received via email or through the meeting portal prior to the meeting, and that any questions that might have been raised during the meeting would be addressed via email.

IX. ADJOURNMENT

There being no other matters on the agenda, the Chairman adjourned the meeting. He then conveyed his wishes for the good health of the stockholders and their families.

PREPARED BY:

akatigbak

ATTY. ANA MARIA A. KATIGBAK
Corporate Secretary

ANNEX "A"
(VOTING RESULTS)

AGENDA ITEMS	ACTION			
Item 1. Call to Order	No action necessary.			
Item 2. Proof of Notice and Certification of Quorum	No action necessary.			
	FOR	**%**	**AGAINST**	**ABSTAIN**
Item 3. Approval of the Minutes of the Previous Annual Stockholders' Meeting dated August 07, 2025	1,042,388,889	68.20%	0	0
Item 4. Approval of the Management Report and Audited Financial Statements for the year ended December 31, 2025	1,042,388,889	68.20%	0	0
Item 5. Ratification of Previous Management Acts	1,042,388,889	68.20%	0	0
Item 6. Election of Directors				
For Regular Director:				
1. CESAR C. ZALAMEA	N/A	N/A	N/A	N/A
2. AUGUSTO C. SERAFICA, JR.	1,042,388,889	68.20%	0	0
3. ROLANDO S. SANTOS	1,042,388,889	68.20%	0	0
4. PETER B. FAVILA	1,042,388,889	68.20%	0	0
5. REMEGIO C. DAYANDAYAN, JR.	1,042,388,889	68.20%	0	0
6. MINDA P. DE PAZ	1,042,388,889	68.20%	0	0
7. HERMOGENE H. REAL	1,042,388,889	68.20%	0	0
8. LESTER C. YEE	1,042,388,889	68.20%	0	0
For Independent Director:				
9. KWOK YAM IAN CHAN	1,042,388,889	68.20%		
10. RHODORA L. DAPULA	1,042,388,889	68.20%	0	0
11. REYNATO S. PUNO	1,042,388,889			
Item 7. Approval of appointment of Reyes Tacandong & Company as the Corporation's external auditor	1,042,388,889	68.20%	0	0
Item 8. Adjournment	No Action Necessary			

* Percentage is based on total outstanding voting shares of BKR at 1,528,474,000 common shares.