MINUTES OF THE
ANNUAL STOCKHOLDERS' MEETING OF
AGRINURTURE INC.
HELD AT ITS OFFICES IN PULILAN, BULACAN ON
09 JULY 2026

PRESENT:

ANTONIO L. TIU, *Chairman/CEO/President*
JOSE ANTONIO S. VILAR, *Independent Director*
JENNIFER CHING, *Director*
ERIC J. SEVERINO, *Independent Director*
CLARIES E. FRAJENAL, *Director*
BERNARDO A. PAE, JR., *Director*
TERESITA R. MAGANTE, *Director*
YANG CHUNG MING, *Director*
ISIDRO C. ALCANTARA, JR., *Director*

ALSO PRESENT:

Atty. PAUL KENNETH B. DAVIS, *Corporate Secretary*
ROSANNA C. PLANCO, *Compliance Officer*
VICTOR A. VIOLA, *Legal Assistant*
ANTHONY TIANGSON, *Technical Support*

1. **CALL TO ORDER**

The Chairman, Mr. Antonio L. Tiu, called the meeting to order at 10:30 a.m.

2. **PROOF OF NOTICE AND DETERMINATION OF QUORUM**

The Corporate Secretary reported that:

(a) Notices of today's Annual Stockholders' Meeting were: (i) published in two (2) newspapers of general circulation and (ii) on their online platforms, twice on June 11 and 12,2026; and (iii) posted in the ANI web page, as provided for in the By-Laws and under pertinent SEC regulations requiring publication;

(b) He has examined all submitted proxies on file based on the list of stockholders as of the record date, 30 June 2026; and

(c) On the basis of such examination, he certifies that out of the **1.424,446,888** total number of outstanding voting shares as of 30 June 2026, the announced record date, holders of at least **316,183,786** common shares and holders of **400,000,000** preferred voting shares are both present in person or by proxy in today's meeting, for a total of **716,183,786** voting shares present, representing **50.2780%** per cent of total outstanding shares.

Copies of the Stock Transfer Agent's Certification on shares represented as well as the attendance sheet of participating stockholders are attached hereto as **Annexes "A"** and "**A-1**", respectively.

He therefore certifies that a quorum is present for the transaction of business by the stockholders.

3. **APPROVAL OF THE MINUTES OF THE ANNUAL MEETING HELD ON 27 OCTOBER 2025**

On motion made and seconded, the reading of the Minutes of the Annual Stockholders' Meeting held on 27 October 2025 was dispensed with, and the Minutes were approved, as presented.

4. **MANAGEMENT REPORT**

The Chairman stated that reports on the company's financial and operational condition are presently undergoing audit evaluation. While the initial figures on the corporation's performance in 2025 may not appear to be favorable, the worst seems to be over and the corporation may be on the road to a rebound this year.

The report of management was duly noted without comment.

5. **APPROVAL OF THE ANNUAL REPORT AND AUDITED FINANCIAL STATEMENTS FOR THE YEAR 2025 AND RATIFICATION OF ACTIONS TAKEN BY THE BOARD OF DIRECTORS AND OFFICERS SINCE THE LAST MEETING HELD ON 27 OCTOBER 2025**

On motion made and seconded, the President's Report on the preparations for finalizing the 2025 Annual Report and Audited Financial Statements was approved, as presented.

Likewise, all acts, resolutions and decisions of the company's Board and Management, including contracts and transactions entered into by the Corporation during the fiscal year and since the last stockholders' meeting on 27 October 2025, were approved, confirmed and ratified.

6. **NOMINATION AND ELECTION OF DIRECTORS**

After accepting nominations for and evaluating the credentials of nominees, in accordance with SEC Memorandum Circular No. 16, Series of 2002, upon recommendation of the Board's Nomination Committee through a Resolution dated 02 July 2026, copy of which is attached as **Annex "B",** the following were nominated for election as Independent Directors of the corporation for the 2026-27 term, viz.:

1. Jose Antonio S. Vilar
2. Eric J. Severino, and
3. Honorio T. Tan.

There being only three (3) nominees for the three (3) positions of independent director, on motion made and seconded, all votes were cast in favor of the aforesaid nominees for Independent Director.

With respect to the remaining eight (8) regular seats in the Board, on motion and seconded, there being no other nomination received, and in faithfulness to the instructions received in the submitted proxy forms, the following were elected as regular Directors of the corporation for 2026-27:

1. Antonio L. Tiu
2. Yang Chung Ming
3. Isidro C. Alcantara, Jr.
4. Jennifer T. Ching
5. Antonio Peter R. Galvez
6. Claries E. Frajenal
7. Bernardo A. Pae, Jr.
8. Teresita R. Magante

8. **APPOINTMENT OF EXTERNAL AUDITOR**

On motion made and seconded, the selection and appointment of External/Independent Auditor for the preparation of the corporation's 2026 financial statements was delegated to the Board, upon recommendation of its Audit Committee.

9. **ADJOURNMENT**

There being no other matter raised for discussion, the meeting was adjourned at 10:50 a.m.

CERTIFIED CORRECT:

PAUL KENNETH B. DAVIS
Corporate Secretary

ATTEST:

ANTONIO L. TIU
Chairman of the Board