

**MINUTES OF THE ANNUAL MEETING
OF THE STOCKHOLDERS**

OF

PAXYS, INC.

Held at the Manila Golf and Country Club
Harvard Road, Forbes Park, Makati City
on December 6, 2016 at 2:00 p.m.

CALL TO ORDER

The Chairman, Mr. Tarcisio M. Medalla, called the meeting to order and presided over the same. He introduced the members of the Board of Directors who were present, namely, Roger Leo A. Cariño, Christopher B. Maldia, Roberto A. Atendido, and Independent Directors George Y. SyCip and Jose Antonio A. Lichauco. Director and Corporate Secretary, Atty. Mark David P. Martinez, recorded the proceedings.

PROOF OF NOTICE AND CERTIFICATION OF QUORUM

The Corporate Secretary reported that notices for the meeting had been sent to all the stockholders as provided in the By-Laws.

The Corporate Secretary announced that there were present, in person and by proxy, stockholders owning or representing at least 976,469,413 common shares or 85.02% of the outstanding capital stock. (The list of attendees and proxies is available at the office of the Corporation). He therefore certified that there was a quorum for the transaction of business.

APPROVAL OF MINUTES OF PREVIOUS MEETING

The next item for business was the approval of the minutes of the previous meeting of the stockholders held on December 3, 2015, copies of which had been earlier distributed to the stockholders.

Upon motion duly made and seconded, and there being no objections, the reading of the minutes of the previous annual stockholders' meeting was dispensed with and the same were unanimously approved.

ANNUAL REPORT

The next matter on the agenda was the Annual Report of Management to the stockholders. The Chairman, Mr. Tarcisio M. Medalla, presented the management report, copies of which had been previously distributed to the stockholders together with the audited financial statements as of calendar year ended December 31, 2015 and third quarter report for the period ended September 30, 2016.

After the report, the Chairman announced that questions on the reports would be entertained from the floor. Upon inquiry by a stockholder, Mr. Edmund Macaso explained the Company's plans for real estate project development.

There being no further questions or comments, the Chairman requested for a motion on the Management Report. Whereupon, on motion made and duly seconded, the Annual Report of Management as presented by the Chairman, as well as the Company's financial statements as of December 31, 2015 and third quarter report for the period ended September 30, 2016 were duly noted and made part of the records of the Corporation.

Thereafter, the Corporate Secretary was requested to preside over the remainder of the meeting.

RATIFICATION OF CORPORATE ACTS

The Corporate Secretary stated that the next item on the agenda was the ratification of the acts of the Board of Directors, officers and management of the Corporation from the last annual stockholders' meeting to date. There being no questions or objections, a motion was requested on the matter.

Upon motion made and duly seconded, the stockholders approved a resolution approving, confirming and ratifying all acts, contracts, resolutions and actions, authorized and entered into by the Board of Directors and Management of the Corporation from the date of the last annual stockholders' meeting up to the present, as set forth in the Annual Report and the financial statements.

ELECTION OF DIRECTORS

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

The Corporate Secretary explained that in accordance with the Company's Corporate Governance Manual, all nominations for director were reviewed and approved by the Nominations Committee. Under SEC rules, only nominees whose names have been submitted to and evaluated by the Nominations Committee, and whose names appear in the Final List of Candidates set forth in the Definitive Information Statement, shall be eligible for election as Independent Directors

The following were nominated as members of the Board of Directors for the current term and until their successors are duly elected and qualified in accordance with the By-Laws:

1. TARCISIO M. MEDALLA
2. ROGER LEO A. CARIÑO
3. CHRISTOPHER B. MALDIA
4. LIM GHEE KEONG
5. ROBERTO A. ATENDIDO
6. SIVAM KANDAVANAM
7. MARK DAVID P. MARTINEZ

and as Independent Directors:

8. GEORGE Y. SYCIP
9. JOSE ANTONIO A. LICHAUCO

Thereafter, it was moved, seconded and unanimously resolved to close the nominations. The Corporate Secretary was directed and authorized to cast all votes

of the stockholders present or represented at the meeting equally among all the nine (9) nominees. There being only nine (9) nominees to the positions of the existing nine (9) directors, the Chairman declared them to be the duly elected directors of the Corporation for the current term and until their successors shall have been elected and qualified as provided in the By-Laws. Messrs. SyCip and Lichauco were duly recognized as the Corporation's independent directors.

APPOINTMENT OF EXTERNAL AUDITORS

Thereafter, the meeting proceeded with the appointment of the external auditors of the Corporation for the current year. It was proposed that the accounting firm Reyes Tacandong & Co. be reappointed external auditors of the Company for the current year. There being no questions or objections on the matter, a motion was requested.

Upon motion made and duly seconded, the stockholders approved a resolution authorizing the reappointment of Reyes Tacandong & Co. as the Company's external auditors for the current year.

ADJOURNMENT

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


MARK DAVID P. MARTINEZ
Corporate Secretary

ATTESTED:


TARCISIO M. MEDALLA
Chairman of the Stockholders' Meeting