

**MINUTES OF THE
ANNUAL STOCKHOLDERS' MEETING
OF
HAUS TALK, INC.**

**Held on July 30, 2025 (Wednesday)
via Zoom Meeting**

<https://us06web.zoom.us/j/89126030881?pwd=zCQ5XzLymT1rx4CdiKXGWUoPEObSkT.1>

Stockholders Present In Absentia/ Proxy	No. of Shares	%
Luis Pio D. Madlambayn	168,181,363	6.73%
Ma. Leah D. Madlambayan	168,181,363	6.73%
Joselito D. Madlambayan	168,181,363	6.73%
Maria Agnes M. Siapno	168,181,364	6.73%
Gloria Judith D. Madlambayan	168,181,363	6.73%
Noemi D. Madlambayan	168,181,363	6.73%
Rufino Albert D. Madlambayan	168,181,363	6.73%
Edward D. Madlambayan	168,181,363	6.73%
A.T. De Castro Securities Corp.	771,178,095	30.85%
Abacus Securities Corporation	49,097,000	1.95%
AAA Southeast Equities, Inc.	62,865,000	2.51%
Mercantile Securities Corporation	20,300,000	0.81%
Unicapital Securities, Inc.	43,370,000	1.73%
TOTAL	2,292,261,000	91.69%
Issued and Outstanding Shares	2,500,000,000	

Also Present are the following Board of Directors and Officers:
Terence Restituto D. Madlambayan
Maria Rachel D. Madlambayan
Luis Pio D. Madlambayan
Ma. Leah D. Madlambayan
Joselito D. Madlambayan
Atty. Angelico T. Salud (ind.)
Atty. Jose Ferdinand M. Rojas II (ind.)
Ma. Leah D. Madlambayan
Gloria Judith D. Madlambayan
Maria Agnes M. Siapno
Noemi D. Madlambayan
Francis Miguel R. Madlambayan
Noemi V. Aniban
Atty. Lyra Gracia Y. Lipae-Fabella

Call to Order

The meeting started at exactly 2:00 p.m. It opened with an opening prayer which was followed by the singing of the Philippine National Anthem.

The Corporate Secretary, Atty. Lyra Gracia Y. Lipae-Fabella, recorded the minutes of the proceedings and acted as the moderator. She discussed the rules and procedures for the conduct of the meeting.

The Chairman, Mr. Terence Restituto D. Madlambayan, then called the meeting into order and presided over the same. He also introduced the members of the Board of Directors who were all present at the meeting.

Certification of Notice and Quorum

The Chairman requested the Corporate Secretary to inform the body if notices were sent to the stockholders of the Company, and if there is a quorum in this meeting.

The Corporate Secretary certified that the Notice of the Annual Stockholders' Meeting with link to the Definitive Information Statement, among others, was duly published in print and online format in the Manila Bulletin and the Business World, both newspapers of general circulation, on July 8 and 9, 2025, in accordance with the requirements of the Securities and Exchange Commission, and is available on the Corporation's website and on the PSE Edge website, for the information of the Corporation's stockholders. She informed the attendees that the publishers also executed their respective affidavits of publication.

She further certified that the stockholders have been informed of the manner of voting for this meeting, details of which were provided in the Definitive Information Statement. Specifically, the stockholders were asked to cast their votes via the proxy forms or google forms with the link sent to them prior to the meeting.

The Corporate Secretary also certified that a quorum existed for the meeting at hand. After final tabulation, it was determined that the stockholders registered an attendance of 2,292,261,000 common shares representing 91.69% of the total issued and outstanding 2,500,000,000 common shares.

Approval of the Minutes of the Previous Annual Stockholders' Meeting

The Minutes of the previous Annual Stockholders' Meeting held on September 25, 2024 were made available to the stockholders together with the Definitive Information Statement and the Annual Report which contained the Audited Financial Statements ending December 31, 2024. The Chairman informed the stockholders of the proposal to approve the previous minutes and dispense with the reading thereof during the meeting.

Per voting results, shareholders owning 2,292,261,000 shares or 91.69% percent of total voting shares represented in the meeting voted IN FAVOR of the approval of this corporate action, with 0 AGAINST and 0 ABSTAIN.

Management Report

The Management Report was delivered in two-parts. The first part was the Financial Report which was discussed by the Head for Corporate Planning and Investor Relations, Mr. Francis Miguel R. Madlambayan. The second part was the President's Report which was delivered by the President, Ms. Maria Rachel D. Madlambayan. The Management Report discussed the highlights of the previous years' operations as well as the recent updates. Please see Annex "A" for a copy of the presentation.

It was highlighted during the Management Report that as a testament to the Corporation's dedication in delivering quality and affordable homes, Pag-IBIG Fund recognized the Corporation as among its Top 10 performing developers in the National Capital Region for the first half of 2025. In light of the positive developments, the Management announced that the Corporation anticipates cash dividends declaration for the current year, subject to the existing dividend policy and Board approval.

Approval of the Audited Financial Statements as of December 31, 2024

The Audited Financial Statements ending December 31, 2024, as contained in the Annual Report, were made available to the stockholders together with the Definitive Information Statement. The Chairman informed the stockholders of the proposal to approve and ratify the same.

Per voting results, shareholders owning 2,292,261,000 shares or 91.69% percent of total voting shares represented in the meeting voted IN FAVOR of the approval of this corporate action, with 0 AGAINST and 0 ABSTAIN.

Ratification of All Prior Acts and Proceedings of the Board of Directors, Corporate Officers and Management

The Chairman informed the stockholders of the proposal to approve and ratify the prior acts and proceedings of the Board of Directors, Corporate Officers and Management up until this date, July 30, 2025, as set forth in the previous minutes of the meetings and the duly filed reports and disclosures.

Per voting results, shareholders owning 2,292,261,000 shares or 91.69% percent of total voting shares represented in the meeting voted IN FAVOR of the approval of this corporate action, with 0 AGAINST and 0 ABSTAIN.

Election of the Board of Directors

The Chairman requested the Corporate Secretary to read the names of the nominated members of the Board of Directors. The Corporate Secretary noted that the Corporate Governance Committee exercising functions as Nominations Committee has evaluated the nomination of the nominated individuals and confirmed that these individuals possess all the qualifications and have none of the disqualifications to be elected as directors of the Company. The Committee has also confirmed that Attys. Salud and Rojas met all the requirements for election as independent directors of the Company under

Section 38 of the Securities Regulation Code and Rule 38 of its Implementing Rules and Regulations.

The Corporate Secretary also confirmed that there are only seven nominees for the seven Board seats and each nominee received enough votes for election to the Board.

Per voting results, each director below obtained 2,292,261,000 votes were cast IN FAVOR, 0 AGAINST and 0 ABSTAIN.

Thus, the following were elected directors for the ensuing year:

1. Mr. Terence Restituto D. Madlambayan
2. Ms. Maria Rachel D. Madlambayan
3. Mr. Luis Pio D. Madlambayan
4. Ms. Ma. Leah D. Madlambayan
5. Mr. Joselito D. Madlambayan
6. Atty. Angelico T. Salud (independent director)
7. Atty. Jose Ferdinand M. Rojas II (independent director)

Appointment of External Auditor for the Calendar Year 2025

The Chairman informed the stockholders of the proposal by Management to appoint Valdes Abad & Company as External Auditor for the calendar year 2025, as recommended by the Audit Committee.

Per voting results, shareholders owning 2,292,261,000 shares or 91.69% percent of total voting shares represented in the meeting voted IN FAVOR of the approval of this corporate action, with 0 AGAINST and 0 ABSTAIN.

Other Matters

The Chairman opened the floor for other matters to be taken up or questions from the stockholders.

Mr. Francis Miguel R. Madlambayan, the Head for Corporate Planning and Investor Relations, answered the questions raised. The questions and answers were as follows:

1. How do you maintain a strong financial position and balance your debt-to-equity ratio?

Historically, HTI has a culture of responsible and conservative capital structure management and this is seen in our numbers historically having really manageable and low debt to equity ratio. So we do this by really looking at managing our cash flows and securing strategic financial financing wherein we can use the proceeds to our projects to develop right away. We really just acquire loans once we have projects in mind to acquire and to develop. Our mentality and culture really is to develop homes as quick as possible for our customers. And by doing so, we're able to really optimize this capital structure, keeping it at a very manageable and conservative level. At the same time, turning over our projects to the homeowners.

2. Can you share some insights in your company's growth strategy and expansion plans for the coming years?

HTI remains focused on scaling with purpose, I think that is really our drive. And this is anchored down with our culture of providing quality and affordable homes for the everyday Filipino. We have three pillars when we look at projects that we plan to acquire and develop. First is location. We are always actively looking to expand in the Calabarzon region as we see that this area has a strong demand and it has infrastructure support, meaning this area is where we see more developments happening. So we want to cater to where our customers will be and offer them affordable homes through our developments. Second is we also look at project diversification. As mentioned previously, we have two new projects coming up, namely the one in Angono, which is going to be our first mixed-use development where we will have residential, commercial and institutional components. We are also building our The Cornerstone project in Binan, which is going to be our first venture into the mid to high rise affordable condominium development. Third, when we do these plannings, we also make sure that we want to keep our profit margins where they are. So how do we do that? We do that through looking at two things. It's our operational efficiencies and our strategic partnerships, not just with our banks but with our suppliers as well. Making sure that we have the assets to build these affordable homes that are of quality and something that you know every Filipino can have access to.

3. Considering that some of the pipeline projects of Haus Talk include the development of condominium projects, will it not only contribute to the condominium oversupply in the country?

This is a very valid concern and one that we take very seriously. Something that we did when we were looking at this project is we made sure that we had proper due diligence, meaning we did proper market studies and we were really looking at the locations and where we would build. As mentioned, we see Binan as really being a haven for these new developments with it being easily accessible to the everyday Filipino. To add, our development in Binan, our The Cornerstone project, will be one that is very affordable to the market. We plan on having this accessible by offering partnerships with PAG-IBIG where our customers can go through the HDMF to be able to acquire these homes. At the same time, we do know that we want to give quality homes, so despite them being affordable, we ensure that our developments will be more than just a studio type. We want to make sure that it's livable, so that's why we're offering something that's higher than the minimum requirements. We're offering a 27 square meter unit as compared to what is usually required for that type of development. Again, through rigorous market study, we really planned properly and looked at what and where the need is and where the housing gap really caters to. We saw that it is at the affordable far left, affordable market segment, that is where the housing gap is, and that is where we plan to develop for these projects. And at the same time, we still want to maintain the disciplined demand driven approach for expansion. And that is something that we took into account for our condominium projects.


Video Presentation and Adjournment

There being no other matters raised, the Chairman thanked the stockholders for their attendance and support. A video presentation was thereafter shown presenting the accomplishments of the Corporation in 2024, and its inspiration and outlook for the coming period.

After the video presentation, the meeting was adjourned.

The newly-elected Board of Directors shall convene for the organizational meeting.

Prepared by:


LYRA GRACIA Y. LIPAE – FABELLA
Corporate Secretary

Attested by:

TERENCE RESTITUTO D. MADLAMBAYAN
Chairman

ANNEX 'A'

HausTalk, Inc.

Track Record

Proven track record of delivering quality affordable homes on time

Over 3,000 homes built across 20 projects in three dynamic regions



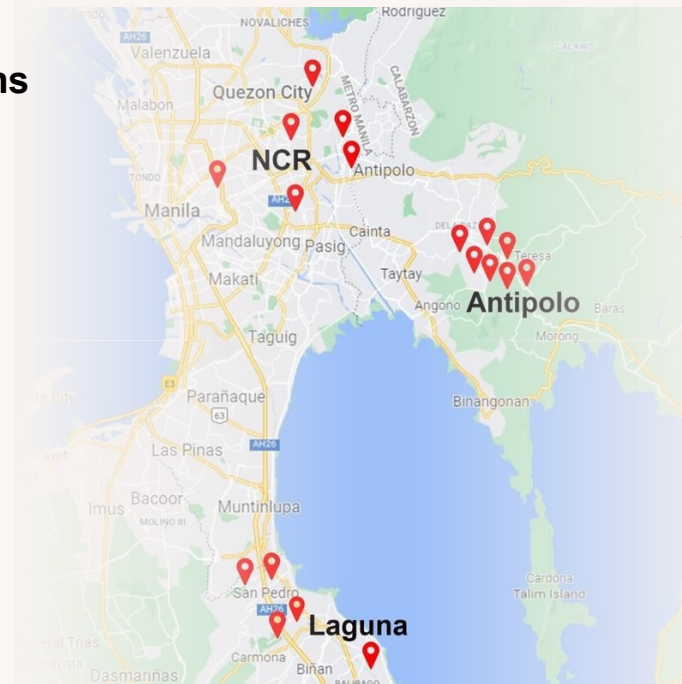
the
granary
by HausTalk, Inc.



CELESTIS




SOUTHVIEW HOMES
Santa Rosa, Laguna





Segment Focus (Case)


Validation of strategic direction from ongoing projects

the
granary
by HausTalk, Inc.



 The Granary - Binan, Laguna, Launched January 2023

 14 hectares, 1,459 units



 economic and mid-cost products

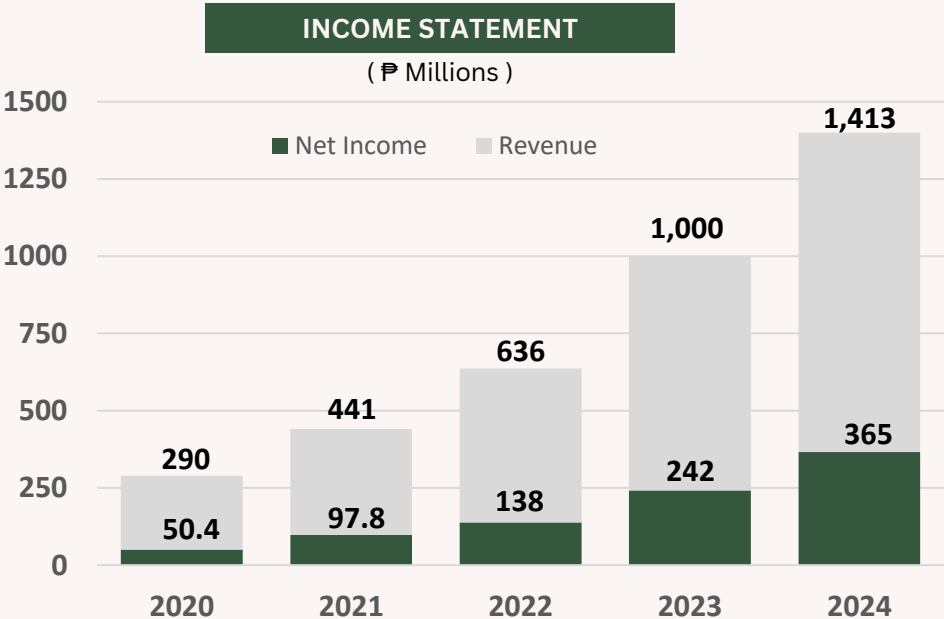
 Project Timeline from 5 years to 3 years



Financial Highlights (2024 performance)

Consistently profitable, underleveraged and rapidly-growing

 40%	Consolidated Revenue
 51%	NIAT
26%	Net Income Margin
0.57	D/E Ratio
4.72	Current Ratio






Scaling with Focus and Purpose

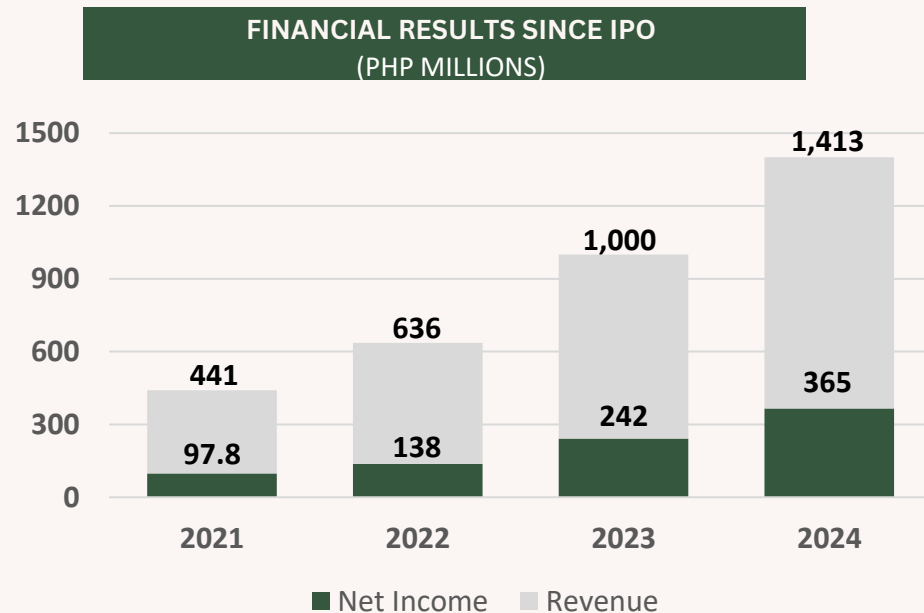
Land Acquisition and Development Accelerated by Strong Banking Relations



IPO Growth Story

Outstanding profitable and growth Since 2022 IPO

33%	Revenue CAGR (2024 Projected)
39%	Net Income CAGR (2024 Projected)
+4%	NIAT Margin Expansion
+.17	Debt-to-Equity Expansion
 48%	Net Asset Value after IPO





Project Pipeline

*Diversified offerings of
Affordable Homes*



HausTalk, Inc.

The Hammond

HTI's Latest Development in Antipolo

Horizontal Housing Development



Antipolo City



143 units



1.6 Hectares



Php 3,600,000.00
Average Price per Unit



Project Cost: 332 Mn



Ellery

Condominium Project at the heart of Antipolo

Vertical Housing Development



Antipolo City



1 Hectare



Amberwood

Accessible Living Options in Biñan

Horizontal Housing Project



Biñan, Laguna



1.6 Hectares



165 units



Php 3,600,000.00

Average Price per Unit



Development Cost: 362 Mn



The Cornerstone

Economic Apartments at the heart of Biñan

Economic Apartments



Biñan, Laguna



3.7 Hectares



2,100 units (12 Buildings)



Php 2,200,000.00

Average Price per Unit



Development Cost: 2.4 Bn



Enhancing presence in Rizal Economic Townships



Angono, Rizal



37 total Hectares



1891 units



Php 3.6 – 5 Mn
Price per Unit



Development Cost: 5.02
Bn



Enhancing presence in Rizal

Economic Development



Antipolo, Rizal



15 total Hectares



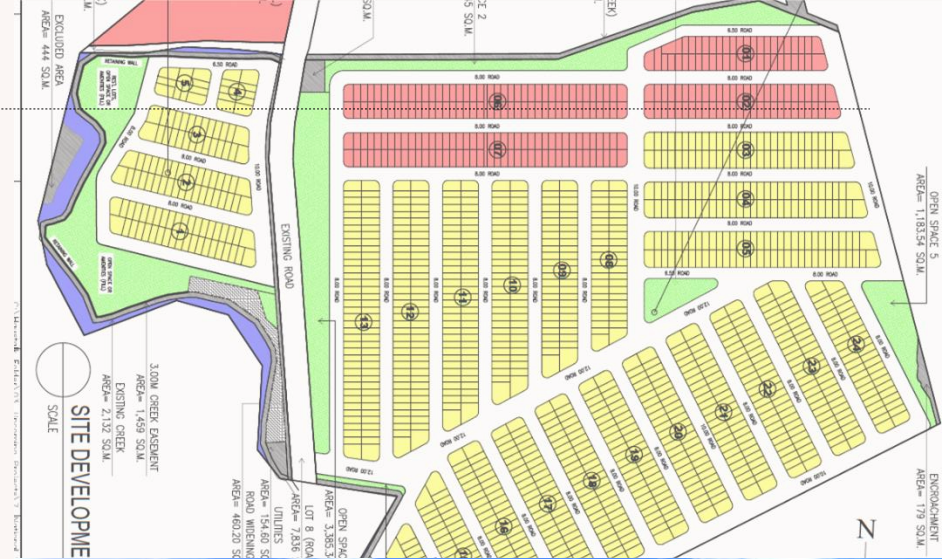
1451 units



Php 3,200,000 Mn
Price per Unit



Development Cost: 2.7 Bn





HausTalk, Inc.