

**MINUTES OF THE ANNUAL MEETING
OF THE STOCKHOLDERS OF
GOLDEN BRIA HOLDINGS, INC.
(Formerly Golden Haven Memorial Park, Inc.)**

Held at the Villar Hall, SIPAG Center,
San Ezekiel Complex, Las Piñas City

On June 20, 2019, 10:00 a.m.

DIRECTORS AND OFFICERS PRESENT IN THE MEETING

Manuel B. Villar, Jr.	- Chairman
Maribeth C. Tolentino	- President and Director
Frances Rosalie T. Coloma	- Director, Chief Financial Officer and Chief Information Officer
Camille A. Villar	- Director
Rizalito J. Rosales	- Director
Ana Marie V. Pagsibigan	- Independent Director
Garth F. Castaneda	- Independent Director
Gemma M. Santos	- Corporate Secretary
Mark Aurelio B. Dantes	- Investor Relations Officer
Miles M. Teretit	- Compliance Officer

SHARE INFORMATION

TOTAL ISSUED AND OUTSTANDING SHARES:	644,117,649 common shares
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TOTAL NUMBER OF SHARES REPRESENTED IN THIS MEETING:	631,258,317 common shares (98.00%)
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CALL TO ORDER

The Chairman of the Board, Mr. Manuel B. Villar, Jr., called the meeting to order and presided over the same. The Corporate Secretary, Atty. Gemma M. Santos, recorded the minutes of the meeting.

CERTIFICATION OF NOTICE AND QUORUM

At the request of the Chairman, the Corporate Secretary certified that notice of the annual meeting of the stockholders of the Company for the year 2019, together with the agenda, were sent by mail or special messengerial service to all the stockholders of record of the Company as of May 15, 2019, the record date fixed by the Board of Directors of the Company for this meeting; that there were represented in the meeting, in person or by proxy, stockholders owning a total of 644,117,649 common shares representing 98.00% of the total issued and outstanding voting stock of the Company; and that there is therefore a quorum at this meeting.

PRESIDENT'S REPORT

The President, Ms. Maribeth C. Tolentino, presented the following highlights of the Company's performance for 2018:

1. Revenues increased by 57% from Php3.69 billion in 2017 to Php5.77 billion in 2018 and net income increased by 124% from Php699 million to Php1.57 billion.
2. For 2018, the Company's Real Estate Inventories grew by 36.3%, Property and Equipment by 18.9%, and Investment Properties by 55.6%, compared to 2017. Total assets grew by 39.2%.
3. For the Company's memorial parks business, it has a total of 25 branches and 29 developments across the Philippines. From the 3rd quarter of 2018 to the 1st quarter of 2019, the Company launched new projects in Nasugbu, Batangas; Isabela Province; Nueva Ecija; Angeles, Pampanga; Bacolod City; and Koronadal City.
4. For the Company's subsidiary, Bria Homes, it has a total of 24 locations and over 50 projects nationwide. Bria is the fastest growing mass housing developer in the Philippines. From the 3rd quarter of 2018 to the 1st quarter of 2019, Bria Homes launched projects in the following locations: Alaminos, Laguna; Iriga, Camarines Sur; Calamba, Laguna; Davao del Norte; Compostella Valley; Magalang, Pampanga; and Davao del Sur.
5. Total Capital Expenditures for 2018 amounted to Php3,840 million broken down as follows: 37% for construction, 34% for land acquisition, 21% for land development, 5% for property, plant and equipment, and 3% for memorial park development.
6. For 2019, the Company expects total Capital Expenditures of Php5,080 million broken down as follows: 37% for construction, 30% for land acquisition, 23% for land development, 6% for property, plant and equipment, 2% for memorial park development, and 2% for memorial chapels construction.
7. Key Performance Indicators:

Indicator	2018	2017
Current Ratio	1.51:1	1.57:1
Debt-to-Equity Ratio	0.33:1	0.33:1
Asset-to-Equity Ratio	3.02:1	2.92:1
Interest Rate Coverage Ratio	19.62:1	26.97:1
Return-on-Equity	25.79%	15.48%

A shareholder, Ms. Kristine B. Uy inquired on what factors contributed to the Company's performance in 2018. Ms. Tolentino explained that among the factors that contributed to the Company's 2018 performance is the significant growth of 58% or Php2.1 billion in real estate sales, which increased from Php3.57 billion in 2017 to Php5.66 billion in 2018. Controlled and well-managed increase in costs of sales and services – by only 54% or about Php1.1 billion, from Php1.87 billion in 2017 to Php2.88 billion in 2018 – also contributed to the Company's bottomline growth. These two factors were both a result of the Company's increased efforts to geographically expand even further this past year. With 44 new project locations, and over 300 hectares acquired since 2017 for both Golden Haven and Bria Homes, which also resulted in increased inventories for the Company - from Php4.7 billion in 2017 to Php6.4 billion in 2018, or by Php1.7 billion this past year - the Company looks to even greater growth and a brighter future.

A shareholder, Ms. Kathrine T. Ting, inquired about what shareholders can expect from the Company for 2019. Ms. Tolentino responded that the Company continues on an upward growth trajectory due to a financially well-managed expansion plan, as supported by its strong land acquisition strategy. And for 2019, Golden Bria looks to continue on this path to expansion, while also seeking to innovate and exploring the addition of more options to our

Ana Marie Pagsibigan (Independent Director)
Garth F. Castaneda (Independent Director)

The Corporate Secretary identified Atty. Pagsibigan and Atty. Castaneda as independent directors. She added that the Nominations Committee of the Board has evaluated the nomination of these individuals and confirmed that they possess all the qualifications and have none of the disqualifications to be elected as directors of the Company, and that Atty. Pagsibigan and Atty. Castaneda meet all the requirements for election as independent directors of the Company under the Securities Regulation Code and its Implementing Rules and Regulations.

A stockholder moved that all the seven (7) individuals nominated to the Board of Directors of the Company for the year 2019 be elected as members of the Board of Directors.

Votes were cast in respect of the election of the directors as follows:

Nominee	Votes In Favor	Votes Against	Abstentions
Manuel B. Villar, Jr.	631,258,117	0	0
Maribeth C. Tolentino	631,258,117	0	0
Rizalito J. Rosales	631,240,857	17,260	0
Camille A. Villar	631,240,857	17,260	0
Frances Rosalie T. Coloma	631,240,857	17,260	0
Ana Marie Pagsibigan (Independent Director)	631,258,117	0	0
Garth F. Castaneda (Independent Director)	631,258,117	0	0

The Chairman accordingly declared the seven nominees duly elected as directors of the Company for the year 2019.

APPOINTMENT OF EXTERNAL AUDITOR

The Corporate Secretary stated that the Audit Committee of the Board recommended the re-appointment of Punongbayan & Araullo as external auditors of the Company for the year 2019.

A stockholder moved that Punongbayan & Araullo be re-appointed as external auditors of the Company for the year 2019.

The breakdown of the votes cast on this matter was as follows:

Votes in favor – 631,258,117 (representing 100% of total votes cast)

Votes against – None.

Abstentions – None.

The Chairman accordingly declared Punongbayan & Araullo reappointed as external auditors of the Company for the year 2019.

ADJOURNMENT

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

product lines and offerings, either through internal development or through partnerships with other companies. An example of these innovations would be the addition of even more product offerings such as the new Memorial Chapels that Golden Haven is building this 2019. As both Golden Haven and Bria Homes also increase in number of projects all over the country this 2019, with the Company's total consolidated development properties hitting over 800 hectares nationwide, the Company definitely looks forward to being able to provide even more mass housing and death care options to more Filipinos, in even more places all over the country.

Thereafter, the stockholders, by majority vote, resolved to receive and adopt the report of the President and the annual report of the Company for the year 2018.

The breakdown of the votes cast on this matter was as follows:

Votes in favor – 631,258,117 (representing 100% of total votes cast)

Votes against – None.

Abstentions – None.

APPROVAL OF AUDITED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDING DECEMBER 31, 2018

The stockholders, by majority vote, resolved to approve the Audited Financial Statements of the Company as of and for the year ended December 31, 2018.

The breakdown of the votes cast on this matter was as follows:

Votes in favor – 631,258,117 (representing 100% of total votes cast)

Votes against – None.

Abstentions – None.

RATIFICATION OF ACTS OF BOARD OF DIRECTORS AND MANAGEMENT

The stockholders, by majority vote, resolved to approve and ratify all acts of the Board of Directors and Management of the Company for the year 2018 until June 20, 2019 as set forth in the minutes of the meetings of the Board of Directors held during the same period and in the disclosures that have been duly filed with the Securities and Exchange Commission and the Philippine Stock Exchange.

The breakdown of the votes cast on this matter was as follows:

Votes in favor – 631,258,117 (representing 100% of total votes cast)

Votes against – None.

Abstentions – None.

ELECTION OF DIRECTORS

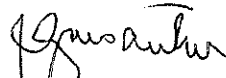
At the request of the Chairman, the Corporate Secretary reported that the following individuals have been nominated for election as directors of the Company:

Manuel B. Villar, Jr.
Maribeth C. Tolentino
Rizalito J. Rosales
Camille A. Villar
Frances Rosalie T. Coloma

ADJOURNMENT

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

CERTIFIED CORRECT:



GEMMA M. SANTOS
Corporate Secretary

ATTESTED BY:



MANUEL B. VILLAR, JR.
Chairman