

**MINUTES of the 10<sup>th</sup> ANNUAL STOCKHOLDERS MEETING  
ALLIED CARE EXPERTS(ACE) DUMAGUETE DOCTORS  
INC.  
July 3, 2025**

**I. Call to Order**

The meeting was called to order by the Chairman, Dr. Amado Manuel Enriquez Jr., the Presiding Officer.

**II. Invocation**

**III. Determination of Quorum**

Dr. Aejeleth B. Eyas, the Corporate Secretary confirmed that notices for the meeting were sent to all stockholders in accordance with the Company's By-laws and the rules issued by the Securities and Exchange Commission. The notice of meeting, the definitive information statement and the Y2024 SEC Form 17A of the Corporation were posted in the Corporation's website on May 30, 2025. Likewise, the notice was published in Manila Times and Manila Standard on June 9 and June 10, 2025, respectively.

There are 1,818 stockholders of the Corporation, holding 168,600 shares of the outstanding capital stock of the Company. Each share is entitled to one vote except in the election of directors where each share is entitled to as many votes as there are nominees to be elected.

The Corporate Secretary confirmed that stockholders owning at least 84% of the total issued and outstanding shares were present either in person or by proxy, thus there was a quorum to validly conduct the meeting.

**IV. Welcome Message from the Chairman Dr. Amado Manuel Enriquez Jr.**

The chairman delivered his welcome message and expressed his gratitude to all the stockholders and guests who joined the meeting.

**V. Reading and Approval of the Minutes of the Annual Stockholders' Meeting Held on July 2, 2024**

A copy of the minutes is available on the website of the Corporation and was flashed on the screen.

Dr. Glenda Nuico moved for the approval of the minutes. Dr. Karen Sayson seconded the motion.

The chairman asked for comments/objections from the stockholders, however, the Corporate Secretary confirmed that there was no comment/objection raised in the chatbox.

There being no objection, the minutes of the Y2025 Annual Stockholders' Meeting was approved by 151,100 votes of the stockholders present.

## **VI. Presentation and Approval of Year 2024 Audited Financial Statements**

The Corporate Treasurer, Dr. Roy Diamond Arco, presented the Audited Financial Statements for the fiscal year ended 31 December 2024.

The Y2025 Annual Report (SEC Form 17-A) together with the Audited Financial Statements are posted in the Corporation's website; the highlights thereof was flashed on the screen. See files for the details of the report.

The treasurer also reported that:

The Company has put in place, sufficient internal controls and risk management system to ensure the efficient management of the various risks concomitant to its hospital operations.

Its external auditor is the auditing firm of Dimaculangan, Dimaculangan & Co. The aggregate annual external audit fees billed for year 2024 was Php 201,600. The said fees include: (a) audit, other assurance and related services by the External Auditor that are reasonably related to the performance of the audit or review of our financial statements; and (b) All Other Fees, including estimated out of pocket expenses accrued by the Company as of March 31, 2025.

The Company has not yet declared dividends since its incorporation in 2015, considering that it is still spending heavily on the improvement of its hospital facility. As stated in its By-Laws, dividends shall be declared and paid out of the unrestricted retained earnings which shall be payable in cash, property, or stock to all stockholders on the basis of outstanding stock held by the stockholders as often and at such times as may be decided by the Board of Directors.

There were no questions or clarifications on the financial report posted in the chatbox, as confirmed by the Corporate Secretary.

Dr. Raponzel Fontelo moved for the approval of the Y2024 Audited Financial Statements. Dr. Brian Calinawagan seconded the motion. The Corporate Secretary confirmed to the Y2024 Annual Report and the Audited Financial Statements were approved.

## **VII. President's Report**

Dr. Robert H. Tan presented his report on the highlights of the Company's operation for 2024.

1. Financial Performance Report

2. Operating Expenditures
  3. Capital Expenditures
  4. Hospital Activities
  5. Administrative Department Highlights
  6. Medical Department Highlights
  7. HR Activities Highlights
  8. Quality Management Milestones
- See files for details.

**VIII. Ratification of Acts and Proceedings of the Board of Directors, Officers and Management of the Corporation for the Period July 3, 2024 to July 2, 2025.**

The list of corporate acts to be ratified was posted on the screen.

Dr. Daryl Apla-on moved to ratify all the acts and proceedings of the Board of Directors, Officers and Management of the Corporation from July 3, 2024 to July 2, 2025.

Dr. Nailani Tan seconded the motion. After the Corporate Secretary confirmed to the Chairman that there was no comment or objection posted in the chatbox, the Chairman declared that the acts and proceedings of the Board of Directors, Officers and Management of the Corporation for the Period July 3, 2024 to July 2, 2025, were ratified by 151,100 votes of the stockholders present.

**IX. Election of Directors for the year 2025-2026**

The list of the nominees were flashed on the screen. The chairman announced that the voting portal has been opened and voting links sent to the stockholders present. The stockholders were given enough time to cast their votes.

Thereafter, pursuant to the By-laws and the Manual on Corporate Governance, the following were elected as members of the Board of Directors for the year 2025-2026.

<u>Names</u>	<u>No. of Votes</u>
Dr. Dr. Amado Manuel Enriquez Jr.	150,500
Dr. Robert Tan	150,550
Dr. Geanie Cerna-Lopez	150,480
Dr. Marietta Samoy	150,400
Dr. Brenda Diputado	120,550
Dr. Ronald Ramiro	120,900
Dr. Roy Diamond Arco	120,990
Mr. Esmeralda De La Rosa	120,400
Dr. Michael Edward Enriquez	120,450
Dr. Revey Nuico	120,140
Dr. Franciene Vasquez	120,840
Dr. Idelle Marie Yurong	120,800
Dr. Concepcion Rosario- Independent Director	120,150

Engr. Generoso Orillaza- Independent Director	120,000
Dr. Eulenia Nolasco- Independent Director	120,030

#### **X. Appointment of External Auditor for Y2025**

The Board of Directors has recommended the appointment of Ong, Noceja and Associates, as External Auditor for the year 2025. Dr. Aideline Sison moved for the appointment of Ong, Noceja and Associates as External Auditor for the year 2025. Dr. Brenda Diputado seconded the motion.

The corporate secretary confirmed to the chairman that there was no objection posted in the chatbox. Thus, with 151,100 votes of the stockholders present, the appointment of the External Auditor for year 2025 was approved.

#### **XI. Other Matters**

No other matters were discussed.

#### **XII. Adjournment**

There being no other matters to consider, Dr. Pal Amante moved that the Stockholders' meeting be adjourned. Dr. Connie Rosario seconded the motion. The corporate secretary confirmed to the chairman that there was no objection posted in the chatbox. Thus, with 151,100 votes of the stockholders present, the meeting adjourned at around 9:11 am.

Prepared by:



Dr. Aejeleth Eyas  
Corporate Secretary

Attested by:



Dr. Amado Manuel C. Enriquez, Jr.  
Chairman