

EMPIRE EAST LAND HOLDINGS, INC.
EXPLANATION OF AGENDA ITEMS

1. Call to Order

The meeting will be formally opened at approximately 8:30 A.M. in the morning.

2. Proof of Notice and Determination of Quorum

The Corporate Secretary will certify that the written notice for the meeting was duly sent to stockholders of record, including the date of publication and the newspapers where the notice was published. The Corporate Secretary will also certify that a quorum exists, and the stockholders representing at least a majority of the outstanding capital stock, present in person or by proxy, shall constitute a quorum for the transaction of business.

Pursuant to Sections 57 and 23 of the Revised Corporation Code which allows voting *in absentia*, stockholders may register by submitting requirements via email at corporatesecretary@empire-east.com and vote *in absentia* on the matters for resolution at the meeting. A stockholder who votes in absentia as well as a stockholder participating by remote communication shall be deemed present for purposes of quorum.

The complete information on remote participation or voting in absentia, as well as on how to join the live stream for the 2026 ASM, are provided in the Information Statement.

3. Approval of Minutes of the Previous Annual Meeting

The minutes of the meeting held on 10 June 2025 will be endorsed for stockholders' approval, A copy of the minutes is available at the Company's website, www.empire-east.com, and shall be provided in the Information Statement.

4. Annual Report of Management

The performance of the Company in 2025 and the outlook for 2026 will be reported.

5. Appointment of External Auditors

The appointment of Punongbayan & Araullo as the external auditor of the Company for the ensuing year will be endorsed to the stockholders for approval. The external auditor conducts an independent verification of the Company's financial statements and provides an objective assurance of the accuracy of its financial statements.

6. Ratification of Acts and Resolutions of the Board of Directors, Board Committees, and Management

The ratification of acts and resolutions of the Board of Directors, Board Committees and Management will be sought for this meeting. The actions of the Board and its Committees were those taken from the Annual Stockholders' Meeting on 10 June 2025 until 08 June 2026. These include the approval of agreements, permit applications, treasury-related matters, actions pertaining to the day-to-day management of the Company and its projects, and matters covered by disclosures to the Securities and Exchange Commission and The Philippine Stock Exchange. The acts of Management were those taken to implement the resolutions of the Board or its Committees or made in the general conduct of business.

7. Election of Directors

Nominees for the election of seven (7) members of the Board of Directors, including two (2) independent directors, will be submitted for election by the stockholders. The profiles of the nominees to the Board of Directors are provided in the Information Statement.

8. **Other Matters**

Other concerns or matters raised by stockholders, if any, will be discussed.

9. **Adjournment**

Upon determination that there are no other matters to be considered, the meeting shall be adjourned.