

**CYBER BAY CORPORATION**  
Minutes of the Special Meeting of the Board of Directors  
Held on 11 April 2025  
via Videoconference

**DIRECTORS PRESENT:**

MARIA FARAH Z.G. NICOLAS-SUCHIANCO  
RAUL TITO MAXELMO A. ESTRELLA  
CHERYL S. SALDAÑA-DE LEON  
RYAN V. ROMERO  
JOSE MARTIN A. LOON  
RHOGEL S. GANDINGCO  
LUIS A. VERA CRUZ, JR.  
EVITA C. CABALLA  
PATRICIA ANN L. BULAWIT

**1. CALL TO ORDER**

The Chairperson, Atty. Maria Farah Z.G. Nicolas-Suchianco, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Ryan V. Romero, recorded the minutes of the meeting.

**2. CERTIFICATION OF QUORUM AND WAIVER OF NOTICE**

The Corporate Secretary confirmed that all the directors can clearly see and hear the proceedings and that a quorum was present for the transaction of business by the Board, there being present all of the directors of the Corporation. The directors consented to waive their right to formal notice of this meeting.



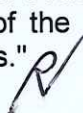
**3. POSTPONEMENT AND SETTING OF THE NEW SCHEDULE FOR THE ANNUAL STOCKHOLDERS' MEETING OF THE CORPORATION**

Upon motion duly made and seconded, the Board passed and approved the following resolutions:

"RESOLVED, that the Corporation formally postpones the schedule of the Annual Stockholders' Meeting which should be held on any day in April of each year in accordance with the By-Laws of the Corporation, due to lack of quorum resulting from the absence of shareholders owning or representing at least a majority of the outstanding capital stock of the Corporation, and to provide the Corporation with sufficient time to comply with various regulatory requirements;

"RESOLVED FURTHER, that the Annual Stockholders' Meeting of the Corporation be set on 30 May 2025 at 2:00 P.M., via teleconference with record date on 30 April 2025, with the appropriate current report (17-C), as well as the other filings necessary for the holding of the Annual Stockholders' Meeting to be filed with the Securities and Exchange Commission and the Philippine Stock Exchange accordingly;

"RESOLVED FINALLY, that the Board of Directors, President, Corporate Secretary, Treasurer and/or other proper officers of the Corporation authorized to sign and deliver all documents necessary to comply with the requirements of the Securities Regulation Code and the Revised Corporation Code in connection with the postponement of the Annual Stockholders' Meeting and to implement the foregoing resolutions."



**4. ADJOURNMENT**

There being no other matters to discuss, the meeting was adjourned upon motion duly made and seconded.

Certified correct:

  
**RYAN V. ROMERO**  
*Corporate Secretary and Director*

Attested:

  
**MARIA FARAH Z.G. NICOLAS-SUCHIANCO**  
*Chairperson*

Minutes read and approved

  
**RAUL TITO MAXELMO A. ESTRELLA**  
*Director*

  
**CHERYL S. SALDAÑA-DE LEON**  
*Director*

**JOSE MARTIN A. LOON**  
*Director*

**RHOGEL S. GANDINGCO**  
*Director*

**LUIS A. VERA CRUZ, JR.**  
*Director*

**EVITA C. CABALLA**  
*Director*

**PATRICIA ANN L. BULAWIT**  
*Director*