

MINUTES OF THE ANNUAL MEETING OF THE
STOCKHOLDERS OF

2GO GROUP, INC.

On 23 April 2021
(via Remote Communication)

DIRECTORS PRESENT:

DENNIS A. UY	Chairman of the Board Member, Executive Committee
FRANCIS C. CHUA	Vice Chairman and Independent Director
FREDERIC C. DYBUNCIO	President and Chief Executive Officer Chairman, Executive Committee Member, Risk Oversight Committee
ELMER B. SERRANO	Director and Corporate Secretary Member, Executive Committee
MA. CONCEPCION F. DE CLARO	Director Member, Audit Committee Member, Related Party Transactions Committee
CHRYSS ALFONSUS V. DAMUY	Director
LAURITO E. SERRANO	Lead Independent Director Chairman, Audit Committee Member, Corporate Governance Committee Member, Risk Oversight Committee Member, Related Party Transactions Committee
JESUS G. DUREZA	Independent Director Chairman, Risk Oversight Committee Member, Corporate Governance Committee

ALSO PRESENT:

WALDO C. BASILLA	Chief Operating Officer
WILLIAM CHARLES HOWELL	Chief Financial Officer
PAQUITO N. OCHOA, JR.	

Stockholders present in person or
represented by proxy

2,158,555,109 shares (Please see Record of
Attendance here attached as **Annex A**)

1. Call to Order

The meeting opened with an invocation followed by the Philippine National Anthem. The host then acknowledged the presence of all directors and key officers of **2GO Group, Inc.** (the **Company**), with certain directors and officers attending the meeting from DoubleDragon, Pasay and some directors joining remotely. The host also took a moment to honor the memory of Atty. Joseph C. Tan, the Company's Lead Independent Director.

Mr. Dennis A. Uy, Chairman of the Board, welcomed stockholders and guests to the 2021 Annual Stockholders' Meeting of the Company, streaming live via Zoom Webinar. The Chairman thanked the stockholders for joining the meeting.

The Chairman then called the meeting to order. Atty. Elmer B. Serrano, Corporate Secretary, recorded the minutes of meeting.

2. Certification of Notice and Quorum

Before proceeding with the meeting, the Chairman requested the Corporate Secretary to certify to the posting and publication and existence of a quorum.

The Corporate Secretary certified that, in compliance with the rules issued by the Securities and Exchange Commission, notice of the meeting, the Definitive Information Statement, along with the Company's "Guidelines for Participation via Remote Communication and Voting *in Absentia*" were uploaded via PSE EDGE and posted on the Company's website on 30 March 2021. Further, the Corporate Secretary certified that the same notice of meeting was published in the following newspapers of general circulation, both in print and online formats: (1) on 30 March 2021, at the Business Sections of BusinessWorld and Daily Tribune; and (2) on 31 March 2021, at the Business Sections of BusinessWorld and Daily Tribune.

The Corporate Secretary also certified that based on record of attendance, stockholders attending by proxy and stockholders who have registered to remotely join the virtual meeting represent 2,158,555,109 common shares, representing 87.67% of the issued and outstanding capital stock of the Company as of record date of 24 March 2021. He then certified that a quorum was present for the transaction of business by the stockholders.

The Corporate Secretary also informed participants that the meeting will be recorded.

3. Approval of Minutes of the Annual Stockholders' Meeting held on 18 June 2020

The Chairman proceeded to the next item in the agenda which is the approval of the minutes of the annual meeting of stockholders held on 18 June 2020. A copy of the minutes was posted on the Company's website soon after last year's annual meeting adjourned. The minutes have also been appended to the Definitive Information Statement for this meeting.

The Corporate Secretary stated for the record that unqualified votes cast for each item for approval shall be counted in favor of the matter under consideration.

The Corporate Secretary then presented the tabulation of votes for the approval of the minutes:

In Favor		Against		Abstain	
No. of Shares	% of Voting Outstanding Capital Stock	No. of Shares	% of Voting Outstanding Capital Stock	No. of Shares	% of Voting Outstanding Capital Stock
2,158,555,109	87.67%	0	0	0	0

With the above votes in favor, the following resolution was passed and adopted:

“**RESOLVED**, that the minutes of the annual meeting of stockholders held on 18 June 2020 are approved.”

4. Approval of 2020 Annual Report and 2020 Audited Financial Statements

The Chairman then requested Mr. Frederic C. DyBuncio, President and Chief Executive Officer, to render his report on the results of operations for 2020. Mr. DyBuncio reported as follows:

“Distinguished guests, ladies and gentlemen – good afternoon.

It is without question that 2020 was a challenging year. The economic repercussions brought about by COVID-19 were devastating as countries around the world restricted movement to contain its spread. Locally, the Philippine government issued rigid quarantine restrictions that suspended public transportation, disallowed the operation of non-essential businesses, and curtailed the movement of people. These preventive measures, some of which persist today, severely affected the economy, with GDP contracting by 9.5%, the worst performance in the last 50 years.

As one of the largest movers in the local logistics industry, we recognized the critical role we play in ensuring that the movement of essential goods remains as unhindered as possible during times of crisis. At 2GO, management swiftly responded by initiating its business continuity response team to make the necessary operational changes to operate safely despite the challenges of the quarantine. Significant efforts were rendered to optimize sea, air and land transport to ensure products are delivered in-full and on-time despite the unprecedented challenges. Facilities, warehouses and hubs were kept running by ensuring that all employees were provided with PPEs, allowed flexible working arrangements, provided living quarters and transportation services as needed.

With the cooperation and agility of everyone in the organization the business was immediately operational. Our quick and comprehensive actions mitigated the damage wrought by the pandemic across our business units and allowed us to continue to focus on our customers as soon as we could.

Unfortunately, the pandemic depressed consumer confidence and demand which in turn weakened the business volumes overall, affecting all our businesses.

Our shipping business was the hardest hit, with revenues declining by 46% to 3.9 billion pesos due to the twin effects of weaker freight volumes and the loss of passengers caused by the restrictions on travel. In our travel business alone, revenues lost for 2020 amounted to 2.9 billion pesos.

Our logistics or non-shipping businesses were likewise hit by the lockdowns and uncertainties brought about by the pandemic. Revenues declined by 13% to 5.8 billion pesos, partly due to overall business weakness and mostly due to the restriction on movement of non-essential goods for a significant part of the year. At the same time, our distribution business grew by 2% to 7.7 billion pesos due to the significant growth in demand after the lockdowns, although this tapered off by year end.

With bulk of our revenue contributed by Shipping and Logistics, the corresponding impact on their businesses lead consolidated revenues to decline by 19%, registering a net loss for the year.

These challenges notwithstanding, the group remained steadfast on its multi-year journey of asset consolidation, organizational rationalization, operational optimization, and specialization. Year on year, the group has managed to reduced fixed costs by 15% and 13% in 2019 and 2020, respectively. This exercise has not only brought cost efficiencies across the group, but also created a stronger operational foundation for the future.

In 2020, we reframed our strategic objectives to allow the organization to distinguish itself in the industry as a company that provides solutions to its clients while aspiring to be the logistics provider of choice. We have updated our Vision to be more client-focused, reflecting our desire to offer solutions and add value to every step our customer's logistics journey. Our new mission is two-fold: on the one hand looking introspectively to harmonize and synergize our skills and capabilities across group, and on the other, setting a high standard in doing business sustainably.

We have also launched important technological initiatives on digitization and automation have been significantly deployed. This will considerably improve the group's competitiveness and puts us on the right path to achieve our long-term goals.

I would like to express my sincere gratitude to the Board for their invaluable counsel, and the shareholders for their continued support. I would also like to thank all the employees, especially those at the front lines, for their determination and commitment during these trying times.

Thank you.”

After the report, the Chairman thanked Mr. DyBuncio for his report and asked the Corporate Secretary to announce the results of voting. The Corporate Secretary presented the tabulation of votes:

In Favor		Against		Abstain	
No. of Shares	% of Voting Outstanding Capital Stock	No. of Shares	% of Voting Outstanding Capital Stock	No. of Shares	% of Voting Outstanding Capital Stock
2,158,555,109	87.67%	0	0	0	0

With the above votes in favor, the following resolution was passed and adopted:

“**RESOLVED**, that the 2020 Annual Report and the 2020 Audited Financial Statements are approved.”

5. Approval and Ratification of the Acts of the Board of Directors and Management

The next item in the agenda is the ratification of all acts, transactions and contracts entered into, as well as resolutions made and adopted by the Board of Directors and carried out by Management during their term, or from the date of the last annual stockholders’ meeting up to this meeting. These corporate acts are detailed in the Definitive Information Statement provided to all stockholders of record.

The Corporate Secretary presented the tabulation of votes:

In Favor		Against		Abstain	
No. of Shares	% of Voting Outstanding Capital Stock	No. of Shares	% of Voting Outstanding Capital Stock	No. of Shares	% of Voting Outstanding Capital Stock
2,158,555,109	87.67%	0	0	0	0

With the above votes in favor of approval, the following resolution was passed and adopted:

“**RESOLVED**, that the acts of the Board of Directors and Management during their term or from the date of the last annual stockholders’ meeting up to this meeting are ratified and approved.”

6. Election of Directors for 2021-2022

The next item in the agenda is the election of directors for the year 2021-2022. The Chairman requested Mr. Laurito E. Serrano, Member of the Corporate Governance Committee, to present the nominees to the Board.

Mr. Serrano stated that the Corporate Governance Committee has pre-screened and short-listed candidates qualified to be elected to the Board of Directors. He then announced the names of the following nominees to the Board for 2021-2022:

Mr. Dennis A. Uy
 Mr. Francis C. Chua
 Mr. Frederic C. DyBuncio
 Atty. Elmer B. Serrano
 Ms. Ma. Concepcion F. de Claro
 Mr. Chryss Alfonsus V. Damuy

Independent Directors

Mr. Laurito E. Serrano
 Atty. Jesus G. Dureza
 Atty. Paquito N. Ochoa, Jr.

The Corporate secretary thereafter presented the number of votes garnered by each of the nominees:

Nominee	No. of Votes
Dennis A. Uy	2,158,555,109
Francis C. Chua	2,158,555,109
Frederic C. DyBuncio	2,158,555,109
Elmer B. Serrano	2,158,555,109
Ma. Concepcion F. de Claro	2,158,555,109
Chryss Alfonsus V. Damuy	2,158,555,109
Laurito E. Serrano	2,158,555,109
Jesus G. Dureza	2,158,555,109
Paquito N. Ochoa, Jr.	2,158,555,009

The Corporate Secretary then announced that since there are only nine (9) nominees and with the votes received, all nominees have obtained sufficient votes for election. The following resolution was therefore passed and adopted:

“RESOLVED, that following are elected to the Board of Directors of 2GO Group, Inc. for 2020-2021, to serve as such directors until their successors have been duly qualified and elected:

Dennis A. Uy
 Francis C. Chua
 Frederic C. DyBuncio
 Elmer B. Serrano
 Ma. Concepcion F. de Claro
 Chryss Alfonsus V. Damuy

Independent Directors

Laurito E. Serrano
 Jesus G. Dureza

Paquito N. Ochoa, Jr.

7. Appointment of External Auditor

The next item in the agenda is the appointment of the Company's external auditor for 2021. The Chairman informed the stockholders that the Audit Committee processed and screened the nominees for external auditor and recommended, as confirmed by the Board of Directors, the appointment of SyCip, Gorres, Velayo & Co. as external auditor for 2021.

The Corporate Secretary then announced the results of voting:

In Favor		Against		Abstain	
No. of Shares	% of Voting Outstanding Capital Stock	No. of Shares	% of Voting Outstanding Capital Stock	No. of Shares	% of Voting Outstanding Capital Stock
2,158,555,109	87.67%	0	0	0	0

With the above votes in favor of approval, the following resolution was passed and adopted:

"RESOLVED, that the appointment of SyCip, Gorres, Velayo & Co. as external auditor for 2021 is approved."

8. Open Forum

The Chairman then proceeded with the Question and Answer portion of the meeting. He explained that all stockholders of record were allowed to submit questions in advance via email to asm2021@2go.com.ph, and through the chat box of the meeting livestream. He explained that the Company will endeavor to answer questions not addressed during the meeting via email. The Chairman thanked the stockholders for sending their questions and comments.

The Chairman requested the host to read some of the questions received from the stockholders.

The host began reading questions sent by email. The first question came from Mr. Gilbert Lopez, which reads, *"With the difficult year in 2020, will 2GO be raising capital? Is it safe to say that all expansion plans are put on hold for the next couple of years?"*

Mr. William Charles Howell, Chief Financial Officer, answered that, on the contrary, management continues to invest in modernizing 2GO. During 2020, management began implementing new software and automation systems to improve customers' ordering and delivery experience as well as the Company's operating efficiencies. These systems go-live in 2021. Management also continues to invest and modernize 2GO's shipping fleet and equipment. These investments will lead to improved customer service and a reduction in costs which in turn will help the Company on its way to profitability. At this time, management is able to fund these investments internally thus have no current plans to raise additional capital.

The host then read the next and final question which was sent by Ms. Jacqui Evangelista. The question reads, *“Where are we on the modernization of 2GO? I understand in previous ASMs this was mentioned. What has changed in the last 2-3 years?”*

Mr. Waldo C. Basilla, Chief Operating Officer, responded that starting mid-2019, management embarked on a 3-year program to modernize 2GO. The process is ongoing. It includes rationalization and optimization of the Company’s assets, organization and network. Among many things management has accomplished to date, this process has allowed them to right-size the shipping fleet, warehouse, facility footprint and organization. These efforts have significantly improved their cost base and will allow them to compete aggressively immediately.

However, the process doesn’t end there. With the support of the Board, management remains undeterred in its efforts to complete modernization initiatives. In the past 6 months and into the middle of 2021, they have and will introduce enabling technology that will allow them to provide long term value to key stakeholders, as follows:

- a. The deployment of new ships in the first half of this year. These ships are optimally configured in terms of passengers and cargo. These ships will consume significantly less fuel and thus support 2GO’s sustainability vision.
- b. The launch of a modernized automated central hub that increases product velocity and lower costs.
- c. Modern Warehouse Management systems are now in place in 2GO’s warehouse, increasing order fill rates and improve inventory accuracy.
- d. In the first quarter of 2021, management implemented an internationally recognized transport management system that not only optimizes routings and lower cost but more importantly improves customer experience.
- e. Finally, with all the technology improvements, 2GO now has the capability to do data visualization and data analytics that will ultimately help improve customers supply chain structures.

The Chairman thanked the host, Mr. Howell and Mr. Basilla for reading and answering the questions.

9. Other Matters

The Chairman inquired if there were other matters that could properly be taken up at the meeting. The Corporate Secretary confirmed that there were none.

10. Adjournment

There being no further business to transact, the Chairman thanked everyone who joined the meeting wished everyone good health. Thereafter, the meeting was adjourned.

CERTIFIED CORRECT:

ELMER B. SERRANO
Corporate Secretary

ATTESTED BY:

DENNIS A. UY
Chairman

2GO Group, Inc.
Annual Stockholders' Meeting
23 April 2021, 9:00 a.m.

Record of Attendance

Total number of voting shares outstanding	2,462,146,316
Total number of shares present by proxy	2,158,552,409
Total number of shares participating remotely	2,700
Total number of shares represented	2,158,555,109
Attendance percentage	87.67%