July 21, 2026

THE SECURITIES AND EXCHANGE COMMISSION
Markets and Securities Regulation Department
17/F SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209

Attention: ***Director Vicente Graciano P. Felizmenio, Jr.***
Markets and Securities Regulation Department

THE PHILIPPINE STOCK EXCHANGE
3rd Floor, Philippines Stock Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Atty. Johanne Daniel M. Negre**
Officer-in-Charge, Disclosure Department

Subject: **FRUIT- SEC Form 17-C Results of 2026 Annual Stockholders Meeting**

Gentlemen:

Please see attached the SEC Form 17-C (Current Report) of **Fruitas Holdings, Inc**. for the Results of the 2026 Annual Stockholders Meeting on July 21, 2026 filed in compliance with the Securities Regulation Code, its 2015 Implementing Rules and Regulations and the Revised Disclosure Rules of the Philippine Stock Exchange (PSE).

Thank you.

Very truly yours,

FRUITAS HOLDINGS, INC.
By:

Ralf F. Sarmiento
Compliance Officer

COVER SHEET

C S 2 0 1 5 0 3 0 1 4

SEC Registration Number

F R U I T A S H O L D I N G S , I N C .

(Company's Full Name)

6 8 D A T A S T .

B R G Y . D O N M A N U E L Q U E Z O N C I T Y

(Business Address: No., Street City / Town / Province)

RALF F. SARMIENTO

Contact Person

+(632) 8731-8886

Company Telephone Number

SEC FORM 17-C

1 2	3 1	**Results of 2026 Annual Stockholders Meeting**	0 7	2 1
Month	Day	FORM TYPE	Month	Day
Fiscal Year			Annual Meeting	

Secondary License Type, If Applicable

Dept Requiring this Doc Section

Second Article

Amended Articles Number / Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. July 21, 2026
   Date of Report (Date of earliest event reported)

2. SEC Identification Number- CS201503014

3. BIR Tax Identification No.- 008-961-476-000

4. **FRUITAS HOLDINGS, INC.**
   Exact name of issuer as specified in its charter

5. PHILIPPINES
   Province, country or other jurisdiction of incorporation

6. (SEC Use Only)
   Industry Classification Code

7. 68 DATA ST. BRGY. DON MANUEL, QUEZON CITY
   Address of principal office
   1113
   Postal Code:

8. (02)8243-1741
   Issuer's telephone number, including area code

9. N/A
   Former name or former address, if changed since last report

10. Securities registered pursuant to Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common and Preferred Stock Outstanding and Amount of Debt Outstanding
Common	2,095,542,000
Preferred	2,000,000,000

11. Indicate the item numbers reported herein:

    Item 4: Resignation, Removal or Election of Registrant's Directors or Officers
    Item 9: Other Events

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FRUITAS HOLDINGS INC.
Issuer

RALF F. SARMIENTO
Compliance Officer

Date
21 July 2026

PSE Disclosure Form 4-25 Results of Annual Stockholders' Meeting
References: SRC Rule 17 (SEC Form 17-C) and
Sections 6 and 4.4 of the Revised Disclosure Rules

FRUITAS HOLDINGS, INC.'S DISCLOSURE

Subject of the Disclosure:
Results of the 2026 Annual Stockholders' Meeting
Background/Description of the Disclosure
Results of the 2026 Annual Stockholders' Meeting, resolutions and approval on various matters by the stockholders
List of elected directors for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	***Shareholdings in the Listed Company***		***Nature of Indirect Ownership***
	Direct	***Indirect***	
ROGELIO M. GUADALQUIVER	500,000-	-	N/A
LESTER C. YU	126,117,000-	1,137,500,010-	i) held by members of a person's immediate family sharing the same household; ii) held by a corporation of which he is a controlling shareholder
CALVIN F. CHUA	4,150,000-	59,000-	i) held by members of a person's immediate family sharing the same household;
MADELENE T. SAYSON	1,500,000-	-	N/A
DENNIS T. BENG HUI	10,000-	-	N/A
SHIRLEY O. TAN	10,000-	90,000-	i) held by members of a person's immediate family sharing the same household;
BAMBI MAUREEN E. DONATO	10,000-	-	N/A

External Auditor		Reyes, Tacandong & Co.

List of Other Material Resolutions, Transactions and Corporate Actions Approved by the Stockholders

1. Call to Order
2. Certification of service of notice and presence of quorum
3. Reading and approval of the minutes of the last Annual Meeting of Stockholders held on 22 July 2025.
4. Amendment of Article III of the Articles of Incorporation
5. Ratification of all acts and resolutions of the Board of Directors and Management from the date of the last annual stockholders' meeting until the date of this meeting
6. Presentation of the President's Report
7. Management Report and Approval of Audited Financial Statements for the year 2025
8. Election of the members of the board of Directors, including the Independent Directors, for the year 2026
9. Approval of the Compensation of Directors
10. Appointment of External Auditors
11. Other Matters
12. Adjournment

Other Relevant Information		Please refer to attached Minutes on the Annual Stockholder's Meeting of Fruitas Holdings, Inc. For the details of the stockholder approvals.

MINUTES OF THE ANNUAL MEETING OF THE STOCKHOLDERS
FRUITAS HOLDINGS, INC. (FHI)
Conducted via remote communication through Zoom
July 21, 2026
2:00 P.M.

TOTAL NUMBER OF SHARES OUTSTANDING	**4,095,542,000**
Total No. of Shares of Stockholders Participating Remotely or in Absentia	3,326,128,000
Percentage	81.21%
Total Shares Not Represented	759,414,000
Percentage	18.79%

Directors in Attendance:

1. Rogelio M. Guadalquiver	Chairman
2. Lester C. Yu	President and Chief Executive Officer
3. Calvin F. Chua	Chief Financial Adviser
4. Madelene T. Sayson	Chief Operations Officer
5. Dennis T. Beng Hui	Independent Director
6. Bambi Maureen E. Donato	Independent Director
7. Shirley O. Tan	Independent Director

Corporate Officers in Attendance:

1. Roselyn A. Legaspi	Managing Director – Visayas and Mindanao
2. Rushell A. Salvador	Chief Financial Officer and Treasurer
3. Lerma C. Fajardo	Deputy Chief Financial Officer and Comptroller
4. Shaun Aldrich G. Si	Investor Relations Officer
5. Ralf F. Sarmiento	Compliance Officer
6. Marvin C. Yu	Corporate Secretary

Also Present:

1. Protacio T. Tacandong – Reyes Tacandong & Co.
2. Arthur Vinson U. Ong - Reyes Tacandong & Co.
3. Everett Louisse C. Cruz – Reyes Tacandong & Co.
4. Paul Aivan C. Bayta – Reyes Tacandong & Co.

Opening Remarks

Before the start of the meeting, Mr. Lester C. Yu, President and CEO of Fruitas Holdings Inc. delivered a brief message for the attendees of the meeting. Mr. Yu then proposed that, with the approval of the directors and stockholder present, Mr. Dennis T. Beng Hui shall serve as the chairman of the meeting. He asked if there were any objections.

(Pause for one minute to allow any objections).

There, being no objections from the stockholders and directors, Mr. Dennis T. Beng Hui was confirmed to preside over the meeting as Chairman.

Mr. Yu turned over the floor to Mr. Beng Hui to officially commence the meeting proceedings

CALL TO ORDER

The Chairman opened the meeting by welcoming the shareholders to the 2026 Annual Stockholders Meeting of the company and calling the same to order after, indicating that the meeting was held via remote communication using Zoom Platform.

The Secretary enumerated the attendees for the meeting including the directors, officers and acknowledging the presence of external auditor, Reyes Tacandong represented by Mr. Protacio T. Tacandong and Mr. Arthur Vinson U. Ong with their team and the agenda for the 2026.

The following will be the agenda of the 2026 Annual Stockholders meeting.

1. Call to order
2. Certification of service of notice and presence of quorum
3. Reading and approval of the minutes of the last Annual Meeting of Stockholders held on 22 July 2025
4. Amendment of Article III of the Articles of Incorporation
5. Ratification of all acts and resolutions of the Board of Directors and Management from the date of the last annual stockholders' meeting until the date of this meeting
6. Presentation of the President's Report
7. Management Report and Approval of Audited Financial Statements for the year 2026
8. Election of the members of the Board of Directors, including the Independent Directors, for the year 2026
9. Approval of the Compensation of Directors
10. Appointment of External Auditors
11. Other Matters
12. Adjournment

II. **CERTIFICATION OF NOTICE OF MEETING AND QUORUM**

The Chairman of the meeting, Mr. Dennis Beng Hui, requested the Corporate Secretary, Mr. Marvin C. Yu, to certify on the sending of notices to the stockholders and to the existence of a quorum.

The Corporate Secretary certified that Notice of the Meeting was sent to the stockholders of record as of June 22, 2026 through the following methods:

1. Publication of the Notice of the ASM in the Business Sections of the Philippine Star and Manila Bulletin, both newspapers of general circulation in the Philippines, in both print and online format on June 18 and June 19, 2026;
2. Disclosure of the ASM Notice on the Philippine Stock Exchange Edge portal; and,
3. Posting on the Corporation's website at *www.fruitasholdings.com.*

These alternative modes of notification to stockholders are in compliance with the guidelines of the SEC per its Notice dated March 11, 2026.

In addition, aside from the Notice of the ASM which contained the guidelines on how to participate and vote in absentia, the Corporation's Definitive Information Statement for the year 2026 was made available to the stockholders through:

1. The PSE Edge portal; and
2. The Corporation's website at www. fruitasholdings.com.

The Corporate Secretary explained the rules and procedures for the meeting

Meeting Rules and Voting procedures

- Only stockholders of record as of record date, June 22, 2026 shall be entitled to vote in the 2026 ASM via remote communication and voting in absentia, subject to validation procedures.
- Proxy forms must be submitted to the Company's Corporate Secretary at IPO.Compliance@fruitasholdings.com not later than 13 July 2026. The proxies shall be validated by 14 July 2026.
- Those who successfully registered with complete documents and accomplished voting as of July 17, 2026 shall be the basis of the votes for each of the agenda.
- Stockholders who have sent their questions about the ASM and the Company to IPO.Compliance@fruitasholdings.com., if any, will be answered during the meeting.
- All votes cast were validated by the Stock and Transfer Agent, BDO Unibank, Inc.

The rules and procedures were set forth in the Definitive Information Statement sent to the Stockholders, and in the explanation of agenda items integrated into the notice sent for the meeting.

The Corporate Secretary reported the computation of FHI's Stock Transfer Agent (BDO), that out of 2,095,542,000 common shares and 2,000,000,000 preferred shares stock outstanding, and entitled to vote, **3,326,128,000** shares, representing **81.21%** of the total outstanding common and preferred shares were represented at the meeting, by stockholders participating remotely or in absentia or represented by proxies.

The Corporate Secretary then certified the existence of a quorum, with more than 2/3 of the outstanding shares of the corporation, for the approval of all the matters on the agenda.

III. APPROVAL OF THE MINUTES OF THE LAST ANNUAL MEETING OF THE STOCKHOLDERS

The Chairman proceeded to the next item in the agenda, which was the approval of the minutes of the annual meeting of the stockholders held last July 22, 2025. It was manifested by the Corporate Secretary that the minutes of the said meeting were provided through posting in the Corporation's website.

On motion duly made and seconded, the stockholders dispensed with the reading of the minutes of the last stockholders' meeting of the Corporation held on July 22, 2025 and submitted the same for approval as recorded. Accordingly, the following resolution was thus adopted and approved:

"**RESOLVED,** that the stockholders of Fruitas Holdings, Inc. hereby approve the Minutes of the Annual Stockholders' Meeting held on July 22, 2025 as recorded."

The Chairman requested the Corporate Secretary to record the votes for this agenda item. The above resolution was approved by more than a majority of the total outstanding shares entitled to vote, **3,326,128,000** shares, representing **81.21%**

Based on the existing process, votes were casted through an online portal which was accessed by eligible shareholders upon successful registration to the 2026 Annual Stockholders Meeting and were validated by the corporation's Stock and Transfer Agent, BDO Unibank, Inc.

IV. **AMENDMENT OF ARTICLE III OF THE ARTICLES OF INCORPORATION.**

The Chairman proceeded to the next agenda which is the approval to amend the Third Article of the Articles of Incorporation of the Corporation.

The Corporate Secretary reported that the proposed amendments to the Third Article of the Articles of Incorporation to update and change the place of the principal office of the Corporation were approved by the board of directors on May 22, 2026. The amendment reflects the relocation of the Corporation's headquarters to a permanently owned facility, enhancing operational efficiency and supporting long-term growth. The said amendment has been presented to stockholders and were approved as follows:

Stockholders Resolution:
Amendment of the Third Article of the Articles of Incorporation

"RESOLVED, AS IT IS HEREBY RESOLVED, That the Stockholders of Fruitas Holdings Inc. ("the Corporation") approve, as it hereby approves the amendment of the Third Article of the Corporation's Articles of Incorporation to read as follows:

THIRD: That the place of the principal office of the Corporation is to be established at 97 BALETE DRIVE EXT. BRGY. KRISTONG HARI, QUEZON CITY, SECOND DISTRICT, NATIONAL CAPITAL REGION (NCR), 1112.

RESOLVED FURTHER, to authorize the Corporation to make such modifications or revisions to the foregoing amendments may be required by the Securities and Exchange Commission ("SEC") or the Philippine Stock Exchange ("PSE") or extent necessary to comply with the requirements of SEC and PSE.

The Chairman requested the Corporate Secretary to record the votes for this agenda item. The stockholders owning more than a majority of the total outstanding shares entitled to vote to approve the amendment of Article III of the Articles of Incorporation. Of the 3,326,128,000 total outstanding common and preferred shares entitled to vote at this meeting, 3,326,128,000 shares, representing 81.21% of the total outstanding common and preferred shares of the Corporation, have voted in favor of approving the amendment of Article III of the Articles of Incorporation of Fruitas Holdings Inc.

V. RATIFICATION OF ALL ACTS AND RESOLUTIONS OF THE BOARD OF DIRECTORS AND MANAGEMENT FROM THE DATE OF THE LAST ANNUAL STOCKHOLDERS' MEETING UNTIL THE DATE OF THIS MEETING

The next item on the agenda was the ratification of all acts and resolutions of the Board of Directors and Management from the day of the last Annual Stockholders Meeting up to the date of this meeting, July 21, 2026. These minutes cover approval of key corporate actions including the 2025 Audited Financial Statements, Review of financial results for all quarters and approval to reschedule the Annual Stockholders' Meeting, along with an amendment to its principal office address. Governance activities included the approval of the 2025 Annual Corporate Governance Report, a Php 0.01 per share cash dividend declaration, 2025 audit proposal. On motion duly made and seconded, the stockholders approved the following resolution:

> "**RESOLVED,** that the stockholders of Fruitas Holdings, Inc., hereby approve and ratify all the actions taken by the Corporation's Board of Directors and Management for the year 2025 and up to the present."

The Chairman requested the Corporate Secretary to record the votes for this agenda item. The stockholders owning more than a majority of the total outstanding shares entitled to vote ratified all acts of the Corporation, its Board of Directors and Management from the last annual stockholders' meeting to the present. Of the **3,326,128,000** total outstanding common and preferred shares entitled to vote at this meeting, **3,326,128,000** shares, representing **81.21%** of the total outstanding common and preferred shares of the Corporation, have voted in favor of ratifying all acts and resolutions of the Board of Directors and Management from the date of the last Annual Stockholders' Meeting until the date of this meeting.

Based on the existing process, votes were casted through an online portal which was accessed by eligible shareholders upon successful registration to the 2026 Annual Stockholders Meeting and were validated by the corporation's Stock and Transfer Agent, BDO Unibank, Inc.

VI. PRESENTATION OF THE PRESIDENT'S REPORT

The Chairman of the Meeting then gave the floor to the President of the Corporation, Mr. Lester C. Yu, for the latter's report on the Corporation's achievements and milestones throughout the year 2025 and 2026. The President reported "Resilience Through Innovation, Growth Through Excellence" and significant business transaction undertaken by Management and achievements for the year 2025 and 2026.

"PRESIDENT'S MESSAGE"

Resilience Through Innovation, Growth Through Excellence

To our esteemed Board of Directors, valued shareholders, dedicated employees, and business partners, a pleasant Fresh Afternoon!

The year 2025 was marked by persistent macroeconomic challenges, including inflationary pressures, evolving consumer spending behaviors, and heightened market competition. Despite these headwinds, Fruitas Holdings, Inc. remained resilient, delivering stable growth through disciplined execution, continuous innovation, and the unwavering commitment of our people.

Throughout the year, we remained focused on operational excellence, disciplined cost management, and continuous innovation. By staying agile and responsive to consumer preferences, we successfully navigated a demanding business environment while laying the groundwork for sustainable long-term growth.

In 2025, Fruitas generated ***gross revenues of Php 3.038 billion****, reflecting the continued strength of our diversified portfolio of brands and the trust of millions of Filipino consumers. Through prudent financial management, operational efficiencies, and careful control of direct costs, we preserved profitability and delivered a net income of* ***Php 129 million*** *for the year.*
Building on this momentum, the first quarter of 2026 delivered encouraging results. For the period ended March 31, 2026, gross revenues increased by ***16.78% to Php 793.4 million from Php 679.4 million*** *during the same period in 2025. Net income* ***reached Php 29.8 million,*** *demonstrating our ability to generate profitable growth while continuing to invest in the future of our brands.*

As we continue to strengthen our market leadership, we remain committed to reinvesting in our brands and deepening our connection with consumers.
In line with this commitment, we are proud to welcome multimedia superstar Alden Richards as the newest face and official brand ambassador of Fruitas. More than a celebrity endorser, Alden embodies the values of energy, authenticity, optimism, and healthy lifestyle that have long defined The Fruitas brand.

This strategic partnership represents more than a marketing initiative; it reflects our confidence in the long-term potential of the Fruitas brand and our commitment to building stronger connections with Filipino consumers.

Innovation continues to be the cornerstone of our growth strategy.
Across our portfolio, we introduced a wide range of new products—from Fruitas' refreshing beverages and healthy shakes with Acai Berry, Balai Pandesal's expanded bakery offerings, Jamaican Pattie's new savory selections through new chicken-based variants and premium flavors such as Meaty Lasagna and Cheezy Spinach Mushroom to cater to evolving consumer preferences. Ling Nam's enhanced dim sum line introducing Ube and Choco Pao and Chicken Bola Fried Siopao, providing consumers with more innovative and satisfying snack options, and Sugarhouse's premium cakes and artisan products offering Red Velvet and Ube Macapuno Cake.

We also successfully launched two exciting concepts:

1. ***CocoLab****, offering innovative and uniquely crafted coconut beverages and desserts, including 100% Pure Coconut Juice, Coco+ concoctions, and a wide variety of Coco Dessert Shakes highlighting the versatility and nutritional benefits of coconut products.*

2. ***Madvocados****, offering premium and indulgent avocado-inspired dessert creations.*

These initiatives demonstrate our commitment to staying ahead of changing consumer preferences while continuously refreshing our product portfolio.

The positive reception of our new products and concepts supported the continued expansion of our nationwide store network. Today, Fruitas operates more than 830 stores across the Philippines under more than 30 active brands, making us one of the country's largest food and beverage kiosk and community store operators.

Social and Environmental Responsibility

Growth for Fruitas is not measured by financial performance alone.
In 2025, together with Hope in a Bottle, we turned over a newly constructed classroom at Sta. Ana Central High School in Pampanga, reinforcing our commitment to education and community development.

We were likewise honored by the Quezon City Government through ***the*** *Gawad Parangal Award for our contribution to inclusive economic development.*

We continued investing in Filipino talent through partnerships with DSWD, TESDA, JobStart Philippines, Public Employment Service Offices (PESO), and other educational institutions, helping develop future professionals while strengthening our workforce.

On environmental stewardship, we conducted tree-planting activities in Cebu and Quezon City to support ecosystem restoration and climate resilience. We likewise extended immediate assistance to communities affected by earthquakes and typhoons through relief and outreach programs that reached hundreds of Filipino families.

These initiatives reflect our belief that sustainable business growth must go hand in hand with creating positive social and environmental impact.

While the operating environment remains dynamic, our diversified portfolio, culture of innovation, expanding store network, and disciplined financial management continue to position Fruitas for sustainable long-term growth. We will remain focused on delivering quality products, strengthening our brands, expanding responsibly, and creating greater value to serve millions of Filipinos every year.

On behalf of the management team, I extend my sincere gratitude to our shareholders for your continued trust, to our business partners for your invaluable support, and to our dedicated employees whose passion and commitment make every achievement possible.

Together, we have demonstrated resilience in the face of challenges, embraced opportunities for growth, and built a stronger Fruitas. Thank you for being part of our journey and we look forward to another year of fruitful milestones and shared success.

Maraming salamat po, at Mabuhay!

VII. MANAGEMENT REPORT AND APPROVAL OF AUDITED FINANCIAL STATEMENT FOR THE YEAR 2025

The Chairman of the Meeting then gave the floor to the Chief Financial Officer and Treasurer of the Corporation, Ms. Rushell A. Salvador, for the latter’s report on the Corporation’s results of operations and financial condition for year 2025.

"MANAGEMENT REPORT"

Fruitas Holdings Inc., reached a record ₱3.04 billion revenue in 2025, representing 4.7% year-on-year growth from ₱2.9 billion, supported by the resilient consumer demand, product innovation and continued strength of the group's diversified brands. As of December 31, 2025, the company operated 858 stores from 848 stores in 2024.

In terms of profitability, the gross profit rose by 2.7% to ₱ billion, with a health gross profit margin of 58.8%. EBITDA amounted to ₱380 million, with an EBITDA margin of 12.5%

Net income for 2025 came in at ₱ 129 million, 16.2% increased from ₱ 111 million, bringing the net income margin to 4.2%, from 3.8% in 2024

As of March 31, 2026, total assets increased to ₱ 2.70 billion, up to 1.5% from ₱2.66 billion as of December 31, 2025, driven primarily by continued investments in property, plant and equipment and higher working capital requirements. Cash remained healthy at ₱436.3 million, providing sufficient liquidity to support operations, expansion initiatives, and capital expenditures.

Total liabilities stood at ₱865.9 million, a modest 2.2% increase from year-end 2025. Mainly due to higher notes payable that supported growth investments.

Shareholders' equity strengthened to ₱1.84 billion, reflecting sustained profitability and reinforcing the Company's solid financial position and long-term value creation.

The company's performance for the first quarter of 2026 and the Company's Key Performance Indicators over the years.

The revenue has continued its upward trajectory, growing from ₱1.80 billion in 2022 to ₱3.04 billion in 2025. As of March 31, 2026, Revenue increased to ₱793 million, up by 16.8% from ₱679 million in the same period last year. This growth was supported by steady operations and continued focus on core business activities.

Gross Profit Margin stood at 57% in Q1 2026, compared with 60% in Q1 2025, primarily reflecting higher input costs and changes in sales mix, while remaining at a healthy level. Net Profit Margin remained stable at 4% and EBITDA was 12%, demonstrating sustained profitability despite margin pressures.

In terms of returns, Return on Average Assets remained at 5% , consistent with the prior-year first quarter and Return on Average Equity is at 7% supported by continued earnings generation and disciplined capital allocation.

The Company maintained a healthy financial position, with an improved Current Ratio of 1.32x and a lower Debt-to-Equity Ratio of 47%, reflecting strong liquidity and prudent balance sheet management.

2025 was another year of resilience and disciplined execution for Fruitas Holdings. Despite a dynamic operating environment, The Company achieved record revenues, strengthened our balance sheet, and continued investing in the long-term growth of our brands and operation.

After Ms. Salvador's presentation, the Chairman opened the floor for questions. On motion duly made and seconded, the stockholders approved the following resolution:

> "**RESOLVED,** that the stockholders of Fruitas Holdings, Inc. hereby approve the 2025 Annual Report and the Audited Consolidated Financial Statements of Fruitas Holdings, Inc. for the year ended December 31, 2025."

The Chairman requested the Corporate Secretary to record the votes for this agenda item. The stockholders owning more than a majority of the total outstanding shares entitled to vote approved the annual report for the year 2025 and the audited financial statements for year ended December 31, 2025. Of the **3,326,128,000** total outstanding common shares entitled to vote at this meeting, **3,326,128,000** shares voted, representing **81.21%** of the total outstanding common and preferred shares of the Corporation, have voted in favor of approving the Audited Financial Statements for the year 2025.

Based on the existing process, votes were casted through an online portal which was accessed by eligible shareholders upon successful registration to the 2026 Annual Stockholders Meeting.

VIII. ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS, INCLUDING INDEPENDENT DIRECTORS, FOR THE YEAR 2025

The Articles of Incorporation of the Corporation provide for 7 directors, with 3 being Independent Directors. The Corporate Secretary announced the names of the persons nominated for election as directors and independent directors of Fruitas Holdings, Inc. as follows:

a. **Rogelio M. Guadalquiver**
b. **Lester C. Yu**
c. **Calvin F. Chua**
d. **Madelene T. Sayson**
e. **Dennis T. Beng Hui (Independent Director)**
f. **Shirley O. Tan (Independent Director)**
g. **Bambi Maureen E. Donato (Independent Director)**

On motion duly made and seconded, the above-named nominees were nominated and elected as directors and independent directors of the Corporation. There was no objection, the nomination was closed.

Since no objection was made, the motion was carried and all the seven (7) nominees were elected as directors based on votes of stockholders participating remotely or in absentia and by proxy. The Chairman requested the Corporate Secretary to record the votes for this agenda item. The stockholders owning more than a majority of the total outstanding shares entitled to vote casted the votes via the online portal and results were shown to the stockholders. All of the nominees received the no. of shares **3,326,128,000**.

IX. APPROVAL OF THE COMPENSATION OF DIRECTORS

In accordance with Company's By-Laws and subject to stockholder approval, member of the Board of Directors receives directors' fees as compensation for their governance and oversight roles.

Under the compensation framework, each Director is entitled to receive a fixed quarterly honorarium of Php 30,000.00, contingent upon their attendance at Board and regular Committee meetings. Currently, all independent directors have served for six (6) years. This quarterly fee constitutes the sole compensation for board-level service.

X. APPOINTMENT OF EXTERNAL AUDITORS

The stockholders were informed that present auditor, Reyes Tacandong & Co. (RTC), was appointed as Company auditor since 2015. The Member of the Audit Committee Mr. Calvin F. Chua, recommended the re- appointment of RTC as the Company's external auditor for the calendar year ending December 31, 2026. The Company is in compliance with Rule 68 of the Securities Regulation Code requiring the rotation of external auditors or engagement partners who have been engaged by the company.

There being no other questions, on motion duly made and seconded, the following resolution was adopted and approved:

> " **RESOLVED**, that the stockholders of Fruitas Holdings, Inc. (the "Corporation") hereby approve and ratify the appointment of Reyes Tacandong & Co. (RTC) as the external auditor of the Corporation for the year 2026."

The Chairman requested the Corporate Secretary to record the votes for this agenda item. The stockholders owning more than a majority of the total outstanding shares entitled to vote approved the re-appointment of Reyes Tacandong & Co. as the external auditor of the Corporation for the year 2026. Of the **3,326,128,000** total outstanding common and preferred shares entitled to vote at this meeting, **3,326,128,000** shares, representing **81.21%** of the total outstanding common shares of the Corporation, have voted in favor approving the appointment of Reyes Tacandong & Co.

Based on the existing process, votes were casted through an online portal which was accessed by eligible shareholders upon successful registration to the 2026 Annual Stockholders Meeting.

XI. OTHER MATTERS AND ADJOURNMENT

The stockholders were given an opportunity to ask questions by sending their queries about the ASM and the Company to IPO.Compliance@fruitasholdings.com and through zoom chat box.

There being no questions casted by present eligible shareholders and no further business to transact, on motion duly made and seconded, the Chairman adjourned the meeting. The Chairman thanked all the stockholders for their attendance and participation remotely.

Certified Correct:

MARVIN C. YU
Corporate Secretary