

MINUTES OF THE ANNUAL STOCKHOLDERS MEETING OF

JOLLIVILLE HOLDINGS CORPORATION

Held at its principal office
on 24 June 2015

PRESENT IN PERSON OR BY PROXY	NO. OF SHARES
Total number of shares present	222,526,998
Total number of shares entitled to vote	281,500,000

CALL TO ORDER

At the request of the stockholders present, the Chairman, Mr. Jolly L. Ting, called the meeting to order and presided over the same. The Corporate Secretary, Ms. Anna Francesca C. Respicio, recorded the minutes of the proceedings.

CERTIFICATION OF QUORUM

Majority of the stockholders being present in person or represented by proxy, the Corporate Secretary certified that a quorum existed for the transaction of business at hand.

Upon request of the Chairman, the Secretary confirmed notices of the meeting were sent to all shareholders of record in accordance with the provisions of the By-Laws. The Chairman instructed the Secretary to append the Certificate attesting to the mailing of notices to the original Minutes of the Meeting.

Thereafter, the Secretary certified that, based on the register of attendees and proxies, out of the Two Hundred Eighty One Million Five Hundred Thousand (281,500,000) shares of the total outstanding capital stock of the Corporation, there were present in person or by proxy, Two Hundred Twenty Two Million Five Hundred Twenty Six Thousand Nine Hundred Ninety Eight (222,526,998) shares representing an attendance of Seventy Nine and 05/100 percent (79.05%) of the total outstanding capital stock of the Corporation. Accordingly, the Secretary certified that a quorum existed for the transaction of business at hand.

**APPROVAL OF THE MINUTES OF THE
PREVIOUS STOCKHOLDERS' MEETING**

Upon motion duly made and seconded, the reading of the minutes of the last stockholders' meeting held on 24 June 2014 was dispensed with and the same was approved as circulated.

**PRESIDENT'S REPORT AND
2014 FINANCIAL STATEMENTS**

The Chairman presented the Corporation's report for the year 2014. After his report, Ms. Ortrud T. Yao, the Corporation's Chief Financial Officer, presented the Corporation's financial report. She informed the stockholders of the financial performance of the Corporation in 2014 with the aid of a powerpoint presentation.

The stockholders, upon motion made and duly seconded, and there being no objections, noted and approved the Audited Financial Statements for the Fiscal Year ended 31 December 2014.

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RATIFICATION OF CORPORATE ACTS

Upon motion duly made and seconded, all the acts of the Board of Directors and Officers of the Corporation from the date of the last stockholders' meeting to the present in all respects were confirmed, ratified and approved.

ELECTION OF DIRECTORS

Upon nominations made and duly seconded, the following persons were unanimously elected as members of the Board of Directors of the Corporation for the year 2015-2016, to serve as such until their successors shall have been duly elected and qualified:

- Jolly L. Ting - Director
- Melody T. Lancaster - Director
- Nanette T. Ongcarranceja - Director
- Ortrud T. Yao - Director
- Rodolfo L. See - Director
- Sergio Ortiz-Luis, Jr. - Independent Director
- Dexter E. Quintana - Independent Director

In compliance with the requirements of the Revised Code of Corporate Governance and Rule 38 of the Revised Implementing Rules of the Securities Regulation Code, Messrs. Sergio Ortiz-Luis, Jr. and Dexter E. Quintana were elected as independent directors of the Corporation, as endorsed by the Corporation's Nomination Committee in its meeting of 24 June 2015.

APPOINTMENT OF EXTERNAL AUDITOR

Upon recommendation from the Board of Directors, the stockholders voted for the reappointment of the auditing firm of Constantino Guadalquiver and Co. as the Corporation's external auditor for the year 2015-2016. Upon motion made and duly seconded, the following resolution was approved:

“RESOLVED, that the auditing firm of Constantino Guadalquiver and Co. be re-appointed as the Corporation's external auditor for the year 2015-2016.”

ADJOURNMENT

There being no further business to transact, the meeting was thereupon adjourned.

Attested by:



JOLLY L. TING
Chairman of the Meeting



ANNA FRANCESCA C. RESPICIO
Corporate Secretary

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