

MINUTES
of The 2017 Annual Stockholders' Meeting
OMICO CORPORATION
May 26, 2017, Makati Sports Club
L. P. Leviste corner Gallardo Streets
Makati City, Philippines

Call to Order

The 2017 Annual Stockholders' Meeting was called to order at 9:15 a.m. Mr. Tommy Kin Hing Tia, the Chairman of the Board of Directors, presided over the meeting. The Corporate Secretary, Ms. Maria Elena F. Alqueza, recorded the minutes of the proceedings.

Certification of Notice and Quorum

The Corporate Secretary certified that the notice of annual meeting, together with the Company's Information Statement (SEC Form 20-IS) and the Audited Financial Statements as of December 31, 2016, were sent on May 04, 2017 to stockholders of record as of April 27, 2017 in accordance with Section 4, Article II of the Corporate By-laws as well as the SEC Full Disclosure Rules. The notice was also published in a newspaper of general circulation, appearing in the May 12 and 19, 2017 edition of The Manila Times.

The Corporate Secretary also reported that there were present at the meeting, in person or by proxy, stockholders owning and controlling 738,189,544 shares of stock which were equivalent to 70.27% of the total issued and outstanding capital stock as of April 27, 2017 of 1,050,461,673 common shares. A quorum for the annual meeting was established.

**Approval of the Minutes of the Annual
Stockholders' Meeting Held on May 27, 2016**

The Minutes of the Annual Stockholders' Meeting held on May 27, 2016 was presented to the stockholders for reading and approval. Copies of the minutes were distributed to the stockholders before the annual meeting and were made available for examination by stockholders upon request during business hours at the Office of the Corporate Secretary.

Upon motion duly made and seconded, the stockholders dispensed with the reading of the Minutes of the Annual Stockholders' Meeting held on May 27 2016 and approved the same.

Annual Report of the President and Audited Financial Statements for the Year Ended December 31, 2016

The Chairman announced that the Audited Financial Statements as of December 31, 2016 and the Information Statement filed by the Company with the Securities and Exchange Commission and the Philippine Stock Exchange were sent to the stockholders by mail together with the notice of the meeting. Copies of the Audited Financial Statements as of December 31, 2016 and the Information Statement were likewise distributed before the start of the meeting.

The Company President and CEO, Ms. Anna Mei Nga Tia, then presented her report which was also distributed to the stockholders before the start of the meeting.

Thereafter, the Chairman inquired whether there were any questions on the President's Report, and none were raised by the stockholders. Attached to these Minutes is a copy of the President's Report.

Upon motion duly made and seconded, the President's Report and the Audited Financial Statements as of December 31, 2016 were duly noted and approved.

Ratification of the Acts and Proceedings of the Incumbent Board of Directors and Corporate Officers from May 27, 2016

The Chairman informed the body that the resolutions and minutes of the meeting of the Board of Directors since May 27, 2016 were made available for examination by the stockholders upon request at the Office of the Corporate Secretary during business hours.

Upon motion duly made and seconded, the stockholders approved, ratified and confirmed all acts and proceedings of the incumbent Board of Directors, Management and Corporate Officers from May 27, 2016 to date.

Election of Directors

The Chairman then requested the Corporate Secretary to read the list of nominees to the Board of Directors of the Company for the ensuing year 2017-2018 which was received by the Board prior to the meeting.

The following were nominated to serve directors:

1. Tommy Kin Hing Tia
2. Anson Chua Tiu Co
3. Anna Mei Nga Tia
4. Juan Jose Rodom T. Fetiza
5. Angel Severino Raul B. Ilagan, Jr.
6. Albert Y. Yung*
7. John Edwin N. Co*

**Independent Director*

There being no other nominees for the Board of Directors and their election being uncontested, the Chairman declared the above-named persons to be the duly elected Directors for the ensuing year 2017-2018 or until their successors have been duly elected and have qualified as provided in the Company's By-laws.

Election of External Auditor


Upon motion made and seconded, the accounting firm of R. R. Tan and Associates CPAs was elected as external auditor for the Company.

Change of Principal Office Address and Amendment of the Fourth Article of the Company's Articles of Incorporation

Upon motion made and seconded, the stockholders approved the change in the Company's principal office address from Unit 401 Capri Oasis – Solare Bldg., Dr. Sixto Antonio Ave., Maybunga, Pasig City to Suite 1109 East Tower, PSE Centre, Exchange Road, Ortigas Centre, Pasig City and the amendment of the Fourth Article of the Company's Articles of Incorporation to effect the change in the Company's principal office address.


Adjournment

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


Maria Elena F. Alqueza
Corporate Secretary

Attested by:


Tommy Kin Hing Tia
Chairman


Anna Mei Nga Tia
President & CEO