

MINUTES OF THE ANNUAL STOCKHOLDERS MEETING OF THE DAVAO DOCTORS HOSPITAL (CLINICA HILARIO), INC. HELD ON MAY 8, 2021, 1:00P.M. THROUGH VIDEOCONFERENCE AT 4<sup>TH</sup> FLOOR, ONCOLOGY BLDG., DAVAO DOCTORS HOSPITAL, E. QUIRINO ST, DAVAO CITY

**I. CALL TO ORDER**

Before the start of the meeting, the stockholders were informed of the house rules and that any questions during the meeting may be raised by typing it on the chatbox of the Microsoft Teams platform.

Chairman Augusto P. Palisoc, Jr. called the meeting to order at 1:00 p.m. after the opening prayer, and singing of the national anthem and of the DDH jingle.

**II. CERTIFICATION OF NOTICE AND QUORUM**

The Corporate Secretary, Dr. Danilo Agapito dela Paz certified that notices of the meeting were sent personally, by electronic mail and published in the business section of Sunstar and Mindanao Times, both in print and online format, for two (2) consecutive days, and that the owners of 552,216 shares representing 60.37% of the issued and outstanding shares of the capital stock of the corporation were present in person or by proxy. Attached is the list of attendees.

**III. APPROVAL OF THE MINUTES OF THE PREVIOUS MEETING**

On motion of Maria Aurora Dolores Naraindas, duly seconded by Aurora Santillan, and no objection raised, the minutes of the previous stockholders meeting held last June 25, 2020 was approved and confirmed.

**IV. PRESIDENT'S REPORT**

The President and CEO, Mr. Raymund CS del Val gave a presentation on the highlights, milestones, and accomplishments of Davao Doctors Hospital despite the major challenges it faced in 2020.

President del Val stated that the flow of his report shall be as follows:

- a. Recognition of the team
- b. Presentation of the 2020 business performance
- c. Introduction to a new approach, the DDH medical lifestyle, and
- d. The blueprint and plans for 2021 and beyond

He showed photos and expressed appreciation to the 2020 Board of Directors of 2020, particularly stating that Mr. Bing Cochangco has joined the Board; the Executive and Management Team, particularly thanking the frontliners; and the Medical Team, enumerating the initiatives and

programs it championed in response to the pandemic and the achievements of the medical education.

President del Val then gave a report on the financial performance of the hospital stating that despite the challenges of 2020 brought by the global health crisis, the hospital managed to deliver a decent income that will help meet the next challenges in 2021. He presented the graph showing the comparative gross revenue (P1.66B in 2016, P1.79B in 2017, P2.08B in 2018, 2.3B in 2019 and 1.84B in 2020), and NPAT (P219M in 2016, P215MB in 2017, P228M in 2018, 270M in 2019 and 120M in 2020) of the company for the last five years. He said that the hospital has adopted the A.D.A.P.T. Framework. Through a video presentation, he reported that the growth drivers include, the Lab-n-Go, TTMF, Birthing Home, and RRU in Dumoy Satellite,

President del Val then gave the floor to the president of Davao Doctors College, Mr. Mike Soledad, to present the report on the performance of the college. Mr. Soledad reported the growth in the average student population, the board examination topnotchers, the DDC professional journal, the extension services, and the profitability history. He then expressed appreciation to the executive committee and to the Board of Trustees.

Thereafter, President del Val continued with his report on the consolidated financial figures of the gross revenue, NPAT, assets and capital expenditures of the hospital and the college. He stated that despite the unfortunate turn of events, the company was prepared as it has been playing the infinite game that is non time-bound, evolving, and adaptive. The company was focused on synergy projects, people engagement, pioneering innovation, universal health, response & resiliency, and international benchmarks.

President del Val then recognized and thanked the Balik Alay Foundation for its support to the continuing service to the community through various outreach programs. He then showed a video on these contributions to the community for the year 2020.

President del Val then reported the new medical lifestyle that gives the patients and the doctors a digital platform to access medical services in a safe environment. A video presentation on DDH Medical Lifestyle was shown. He continued that management has went through rigorous planning to come up with 7 pivot strategies that guided DDH in making revolutionary changes in the healthcare landscape in the region. He continued that to be a world class healthcare institution, the hospital continued to seek and maintain international accreditation and focused on improving and enhancing its patients' journey through patient experience initiatives. He also reported that the hospital truly values the culture of learning and introduced Lifelong Learning Program that provides for a self-directed, self-paced, and rewarding learning experience to the employees while working in the hospital. Lastly, he reported and showed a video presentation of the infrastructure master plan of the hospital.

President del Val concluded his report expressing a hopeful future for the hospital.

## **V. ADOPTION OF THE PRESIDENT REPORT**

Dr. Celia Castillo moved that the President's Report be received and adopted and that the Company's Annual Report for the year ended December 31, 2020 be likewise adopted. Mr. Gody Leona seconded the motion. Since nobody raised an objection, the motion is carried.

## **VI. APPROVAL OF THE AUDITED FINANCIAL STATEMENT**

Dr. Diana Dadia moved for the approval of the Audited Financial Statements of the corporation as of 31 December 2020, which were incorporated in the Annual Report given to the stockholders, which was seconded by Careen Frances Real. No objection was raised, as such, the Audited Financial Statement of the company as of 31 December 2020 is approved.

## **VII. CONFIRMATION AND RATIFICATION OF THE ACTS OF THE BOARD OF DIRECTORS AND MANAGEMENT FOR THE YEAR 2020**

The Chairman then informed the stockholders that the next item is the ratification of the acts of the Board of Directors and management of the company for the year 2020 as set forth in the minutes of the meeting of the Board and in the disclosures duly filed with the SEC as summarized in the Definitive Information Statement that was distributed to the stockholders.

Dr. Ma. Araceli Torrenueva moved for the confirmation and ratification of the acts of the Board of Directors and management for the year 2020, which motion was seconded by Dr. Ian Neil Demafeliz. Since there was no objection raised, the motion is carried.

## **VIII. APPOINTMENT OF EXTERNAL AUDITOR**

Dr. Maria Angelica Villano nominated SGV & CO., CPAs as the company's external auditor. Dr. Elizabeth Villano moved that the nomination be closed, which was seconded by Carissa Real. There was no objection to the nomination. Thus, the motion is carried and SGV & CO., CPAs is appointed as the external auditor of the company.

## **IX. ELECTION OF THE BOARD OF DIRECTORS**

The Corporate Secretary informed the stockholders of the individuals duly nominated and determined to be qualified to be elected as members of the Board of Directors of the corporation, to wit:

- A. Regular Directors
  1. Anzures, Maureen Elizabeth H.
  2. Cochangco, Reymundo S.
  3. Dela Paz, Daniel C.
  4. Go, Crispin C.
  5. Hao, Llewellyn T.
  6. Lopez, Celso Bernard G.
  7. Mata, Rizalina Maria Karis M.
  8. Palisoc, Augusto P., Jr.
  9. Pangan, Rizalina M.

- B. Independent Directors

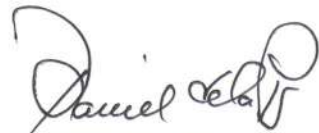
1. Cabrera, Reuben Higinio S.
2. Dominguez, Paul G.

The Corporate Secretary explained that considering that the Articles of Incorporation of the corporation requires eleven (11) board seats and there are only eleven (11) candidates, all the candidates are eligible to serve as directors for the year 2021.

Dr. Ronald Tangente moved that all the nominees are deemed elected as members of the Board for the year 2021 without need for an actual casting of votes and that all candidates shall be deemed to have obtained an equal number of votes. Dr. Felice Regina Aportadera seconded the motion. No objection was raised. Hence, all candidates are deemed elected as members of the Board of Directors of the corporation for the year 2021.

#### **X. ADJOURNMENT**

Since no other matters were taken up, Dr. Ryan Torres moved for adjournment, which was seconded by Dr. Ernesto Tan. Having no opposition, the meeting was adjourned at 2:15 p.m.



**DANIEL C. DELA PAZ, M.D.**  
Corporate Secretary

ATTESTED BY:



**AUGUSTO P. PALISOC, JR.**  
Chairman