MINUTES OF THE 2019 ANNUAL MEETING
OF THE STOCKHOLDERS OF
RFM CORPORATION

The Annual Meeting of the Stockholders of RFM CORPORATION was held at the Joecon Hall of the Corporation at Pioneer corner Sheridan Streets, Mandaluyong City on 24 July 2019 at 11:00 A.M. pursuant to the By-laws of the Corporation and in accordance with the notice of the meeting to all stockholders.

The Chairman, Mr. Jose Concepcion, Jr., presided and called the meeting to order after an invocation by Ms. Melanie C. Cervo. Atty. Mitchie Vanessa T. Magomnang, the Corporate Secretary, recorded the minutes of the meeting.

I. NOTICE OF MEETING

The Corporate Secretary confirmed that notice of the meeting was published in the Philippine Star, a newspaper of general circulation on June 10, 2019 and individual notices were sent to all stockholders by mail in accordance with the By-laws of the Corporation.

II. CERTIFICATION ON THE PRESENCE OF A QUORUM

The Corporate Secretary certified that of the total outstanding shares of the Corporation, there were present at the meeting in person and by proxy, at least 2,696,972,216 (77.88%) percent of the outstanding capital stock.

III. APPROVAL OF PREVIOUS MINUTES

Copies of the minutes of the Special Stockholders' Meeting held on 7 September 2018 were made available to the stockholders.

The reading of the minutes of the Special Stockholders' Meeting held on 7 September 2018 was, upon motion duly made and seconded, and unanimously approved, was dispensed with.

Thereafter, and upon motion duly made, seconded and unanimously approved, it was:

RESOLUTION ASM NO. 2019-07-01

RESOLVED, that the minutes of the Special Stockholders' Meeting held on 7 September 2018 be as it is hereby approved and ordered filed.

IV. PRESENTATION OF THE PRESIDENT'S 2018 ANNUAL REPORT/2018 AUDITED FINANCIAL STATEMENTS

The President's 2018 Annual Report was presented by Mr. Enrique Oliver I. Rey-Matias, Vice-President and Chief Finance Officer of the Corporation. *(A copy of the slide presentation is hereto attached).*

The highlights of the President's Report are as follows:

Last year, 2018, RFM Corporation was able to sustain its net income growth and posted a Php1.107B income on the back of Php14.07B in net sales.

The Company's cash position remained strong, with Php3.29B at the end of 2018 and Php3.36B as of 30 June 2019. RFM parent company also remains debt-free as of today and continues its share buy-back program with around 41.4million buyback shares held as of June 2019.

On top of the healthy cash position, RFM was able to declare a total of P553m dividends or Php0.1579 per share in 2018.

Behind the Company's robust financial performance in 2018 are the solid brands of the company. The Selecta Ice Cream joint venture (Unilever RFM Ice Cream, Inc.) accounted for 40% of the revenues in 2018 as it posted a 12% growth for the year. While RFM's Pasta and Sauce together with Milk, White King and Sunkist grew by 16% in 2018. The Company's Flour and Bunline businesses also expanded by 8% last year.

According to Neilsen data, the Selecta Ice Cream business dominated the Philippine total ice cream market with a 78.1% market share as of April 2019. Whereas in the milk category, the Selecta Fortified Milk was the 3rd white milk brand nationwide while it ranked 2nd in the National Capital Region in 2018.

Additionally, in order to sustain RFM's growth momentum in Ice Cream, the Company has in fact embarked on a Php1.1B expansion of its production facilities in 2018. The Company likewise upgraded its warehouse in its Cabuyao Plant and spent Php240m for improvement of its Flour Mills. And for 2019, RFM has provided Php320M for the improvement of its Milk filling and processing line as well as a P90M-augmentation for its Spaghetti Sauce capacity.

After the presentation of the President's Report, the table was then opened for questions from the floor.

A stockholder inquired as to the schedule of the stockholders' meeting of Swift Foods, Inc. ("Swift"), a former subsidiary of RFM. The said stockholder further mentioned that he received notices of stockholders' meeting in the past few years but such meeting always gets cancelled. The said stockholder also asked for the address and contact details of Swift. Director Felicisimo M. Nacino, Jr. answered that since Swift if no longer a subsidiary, the Company is not in a position to address the stockholder's query. He then referred the matter to the Corporate Secretary for assistance.

Another stockholder raised a question on the schedule of the stockholders' meeting of Philtown Properties, Inc. ("Philtown"), also a former subsidiary of the Company. In response to the said inquiry, Mr. Nacino said that just like Swift, Philtown is no longer an RFM subsidiary and thus, the Company does not have knowledge on this matter. Mr. Nacino further remarked that Philtown may have a difficulty mustering a quorum and that is probably the reason why it can not hold its own stockholders' meeting.

After the question and answer portion, the President's Annual Report and the Audited Financial Statements for the year 2018 as prepared by Sycip Gorres Velayo & Co. were presented to the stockholders for approval.

Upon motion duly made, seconded and unanimously approved, it was:

RESOLUTION ASM NO. 2019-07-02

RESOLVED, that the Annual Report of the President of the Corporation for the period starting 01 January 2018 to 31 December 2018 be and the same is hereby noted and a hard copy of the same be appended to the minutes of this meeting.

RESOLUTION ASM NO. 2019-07-03

RESOLVED, that the Audited Financial Statements for 2018 of RFM Corporation as well as the Auditor's Report prepared by Sycip Gorres Velayo & Company, be as they hereby are noted and approved.

V. RATIFICATION OF ACTS OF MANAGEMENT

The Chairman then presented to the stockholders the matter of the confirmation of the acts of the Corporation's Board of Directors and corporate officers for the period between the 2018 Annual Stockholders' Meeting until the current meeting. After due discussion, and upon motion made, seconded and unanimously approved, it was:

RESOLUTION ASM NO. 2019-07-04

RESOLVED, that the minutes of all meetings of the Board of Directors of the Corporation covering the period between the 2018 Annual Stockholders' Meeting until the current meeting, be, and the same are hereby ratified, approved and confirmed.

RESOLVED FURTHER, that all resolutions adopted by the Board of Directors at the said meetings be ratified and adopted by the stockholders and that any and all acts and proceedings of the Corporation's Board of Directors and Corporate Officers since the 2018 Annual Stockholders' Meeting until the current meeting, pursuant to and in conformity with such resolutions, be and the same are hereby ratified, approved and confirmed.

VI. ELECTION OF DIRECTORS

The meeting then proceeded with the election of the members of the Board of Directors of the Corporation for the year 2019-2020. The Chairman called for nominations for the eleven (11) seats available at the Board. Pursuant thereto, the following were nominated and elected:

Jose S. Concepcion, Jr.
Jose Ma. A. Concepcion III
John Marie A. Concepcion
Ma. Victoria Herminia C. Young
Felicisimo M. Nacino, Jr.
Raissa Hechanova Posadas
Francisco A. Segovia
Ernest Fritz Server
Joseph D. Server, Jr.
Romeo L. Bernardo as Independent Director
Lilia R. Bautista as Independent Director

No other nominations having been made, the Chairman thereupon announced that the foregoing nominees were unanimously elected directors of the Corporation for the year 2019-2020 effective upon their qualification and until their successors are duly elected and qualified.

Upon motion duly made, seconded and unanimously approved, it was:

RESOLUTION ASM NO. 2019-07-05

RESOLVED, that the following:

Jose S. Concepcion, Jr.
Jose Ma. A. Concepcion III
John Marie A. Concepcion
Ma. Victoria Herminia C. Young
Felicisimo M. Nacino, Jr.
Raissa Hechanova Posadas
Francisco A. Segovia
Ernest Fritz Server
Joseph D. Server, Jr.
Romeo L. Bernardo as Independent Director
Lilia R. Bautista as Independent Director

are elected directors of the Corporation for the year 2019-2020 effective upon their qualification and until their successors are duly elected and qualified.

VII. APPOINTMENT OF AUDITOR

The Chairman then opened the table for the proposal to delegate to the Board of Directors the appointment of the External Auditor. Upon motion duly made, seconded and unanimously approved, it was:

RESOLUTION ASM NO. 2019-07-06

RESOLVED, that the appointment of External Auditor of the Corporation be delegated to the Board of Directors.

VIII. ADJOURNMENT

There being no further matters to discuss, the meeting thereupon adjourned.

ATTY. MITCHIE VANESSA T. MAGOMNANG
Corporate Secretary

ATTEST:

JOSE S. CONCEPCION, JR.
Chairman