SECURITIES AND EXCHANGE COMMISSION
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Receipt Date and Time: June 29, 2026 05:52:13 PM

Company Information

SEC Registration No.: 0000023874
Company Name: TARLAC ELECTRIC INC.
Industry Classification: E40100
Company Type: Stock Corporation

Document Information

Document ID: OST10629202681168958O
Document Type: CURRENT_REPORT
Document Code: SEC_Form_17-C
Period Covered: June 26, 2026
Submission Type: Original Filing
Remarks: None

Acceptance of this document is subject to review of forms and contents

COVER SHEET
for
Current Report under Section 17 of the Securties Regulation Code and SRC Rule 17.2 © Thereunder

S.E.C. Registration Number

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Company Name

TARLAC
ELECTRIC INC.

Principal Office (No./Street/Barangay/City/Town/ Province)

MABINI ST.,
TARLAC CITY,
TARLAC

Form Type	Department requiring the report	Secondary License Type, If Applicable
17-C	SEC	

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number/s	Mobile Number
corporate@teiph.com	(045) 606 - 1834	

No. of Stockholders	Annual Meeting Month/Day	Fiscal Year Month/Day
50	Every 4th Friday of June	12 / 31

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
FLORIZA D. FORLALES	fforlales@teiph.com	(045)606-1834	0920-951-0075

Contact Person's Address

Mabini St., Tarlac City, Tarlac

Note: In case of death, resignation or cessation of office of the officer designated as contact person, such shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

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. **26 June 2026**
   Date of Report (Date of earliest event reported)

2. SEC Identification Number **23874**

3. BIR Tax Identification No. **004-070-881**

4. **TARLAC ELECTRIC INC.**
   Exact name of issuer as specified in its charter

5. **TARLAC CITY, TARLAC, PHILIPPINES**
   Province, country or other jurisdiction of incorporation

6. ☐ (SEC Use Only)
   Industry Classification Code:

7. **MABINI ST., TARLAC CITY, TARLAC, PHILIPPINES**
   Address of principal office

   2300
   Postal Code

8. **(045) 606 1834**
   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 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON SHARES	**5,750,000**

11. Indicate the item numbers reported herein: **ITEM 9 - Other Events**

Tarlac Electric Inc. reports on the Company's Annual Stockholders' Meeting held on 26 June 2026 at 10:00 AM online via Microsoft Teams, with a quorum present representing 87.74% of the outstanding capital stock or 5,044,932 shares.

A copy of the Minutes of the 2026 Annual Stockholders' Meeting is attached hereto as ***Annex "A".***

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.

TARLAC ELECTRIC INC. Issuer	**29 June 2026** Date

[redacted]

VITUS M. ROMERO
President and General Manager

MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING OF TARLAC ELECTRIC INC. HELD ON JUNE 26, 2026 AT 10 A.M. VIA MICROSOFT TEAMS

Common Stockholders Present:

Stockholder	Position	No. Shares Owned	Percentage of Ownership	Representative
Maria Veronica M. Romero	Stockholder	582,600	10.13%	N/A
Vitus M. Romero	President and General Manager, Director	582,599	10.13%	N/A
Dagupan Electric Corporation	Stockholder	400,000	6.96%	Deon James
Anna Bianca R. Morales	Stockholder	50,000	0.87%	N/A
Maria Elisa B. Abaya	Treasurer and Treasury Head; Stockholder	24,000	0.42%	N/A
Vivencio M. Romero Jr.	Chairman of the Board	23,999	0.42%	N/A
Henry John G. Sacaguing	Stockholder	23,870	0.42%	N/A
Floriza D. Forlales	Compliance Officer; Stockholder	20,000	0.35%	N/A
Lorna J. Ragasa	Stockholder	10,000	0.17%	N/A
Roy Y. Yutuc	Stockholder	5,500	0.10%	N/A
Alvin T. Mercado	Stockholder	3,250	0.06%	N/A
Venus M. Romero	Vice-President and ITCS Head; Director; Stockholder	2,800	0.05%	N/A
Maria Victoria R. San Pascual	Director; Stockholder	2,800	0.05%	N/A
Leandro Rodel V. Atienza	Corporate Secretary;	2,630	0.05%	N/A

	Stockholder			
Virgilio M. Romero	Stockholder	2,600	0.05%	N/A
Grelson A. Manuel	Stockholder	1,000	0.02%	N/A
Vladimir A. Manuel	Stockholder	1,000	0.02%	N/A
Kathleen Joy F. Navarro	Stockholder	850	0.01%	N/A
Miriam S. Galvez	Independent Director; Stockholder	1	0.00%	N/A
Sub total:		**1,739,499**	**30.25%**	

Common Stockholders Represented by Proxy:

Stockholder	Position	No. Shares Owned	Percentage of Ownership	Proxy
Ana Cecilia R. San Pascual	Stockholder	580,000	10.09%	Maria Victoria San Pascual
ABWR888 Holdings Inc.	Stockholder	380,000	6.61%	Anna Bianca R. Morales
Mavwin Properties, Inc.	Stockholder	300,000	5.22%	Vivencio M. Romero, Jr.
Rodolfo Vivencio K. Romero	Stockholder	290,000	5.04%	Venus M. Romero
Frances Bernadette K. Romero	Stockholder	290,000	5.04%	Venus M. Romero
New Move Realty, Inc.	Stockholder	200,000	3.48%	Vivencio M. Romero, Jr.
Anna Marie M. Duldulao	Stockholder	166,866	2.90%	Vivencio M. Romero, Jr.
Aileen M. Zurbano	Stockholder	166,667	2.90%	Vivencio M. Romero, Jr.
RDGUZMAN Inc.	Stockholder	160,000	2.78%	Kathleen Navarro
Alejandro Emilio B. Romero	Stockholder	139,850	2.43%	Vivencio M. Romero, Jr.
Paul Martin B. Romero	Stockholder	139,850	2.43%	Vivencio M. Romero, Jr.
Marga Isabel B. Romero	Stockholder	139,850	2.43%	Vivencio M. Romero, Jr.
Angela Marie B. Romero	Stockholder	139,850	2.43%	Vivencio M. Romero, Jr.
Aisha Bea W. Romero	Stockholder	50,000	0.87%	Virgilio M. Romero

Aleck Bowen W. Romero	Stockholder	50,000	0.87%	Virgilio M. Romero
Aaron Benzi W. Romero	Stockholder	50,000	0.87%	Virgilio M. Romero
Antonina S. Añover	Stockholder	28,000	0.49%	Vivencio M. Romero, Jr.
Ana Elsa G. Bondoc	Stockholder	22,500	0.39%	Vivencio M. Romero, Jr.
Alma M. Macapinlac	Stockholder	3,000	0.05%	Vivencio M. Romero, Jr.
Linett P. Bondoc	Stockholder	3,000	0.05%	Vivencio M. Romero, Jr.
Romeo T. Dizon	Stockholder	3,000	0.05%	Vivencio M. Romero, Jr.
Romir C. Dizon	Stockholder	1,500	0.03%	Vivencio M. Romero, Jr.
Roedel C. Dizon	Stockholder	1,500	0.03%	Vivencio M. Romero, Jr.
Sub-Total		**3,305,433**	**57.49%**	
Total		**5,044,932**	**87.74%**	

Common Stockholders Absent:

Stockholder	**Position**	**No. Shares Owned**	**Percentage of Ownership**
J-Ten Equities, Inc.	Stockholder	400,000	6.96%
Anne M. Lacsamana	Stockholder	166,667	2.90%
EDM Construction and General Services Corp.	Stockholder	65,000	1.13%
Willand C. Kabigting	Stockholder	45,000	0.78%
Ignacio Samuel Añover	Stockholder	27,000	0.47%
Bonjour A. Manuel	Stockholder	1,000	0.02%
Razel V. Tipay	Stockholder	400	0.01%
Augusto D. Sarmiento	Independent Director; Stockholder	1	0.00%
Sub-total:		**705,068**	**12.26%**

Grand Total: **100%**

Others Present:

Augusto D. Sarmiento	Tarlac Electric Inc. – Independent Director
Atty. Fredrick Rodel V. Atienza	Tarlac Electric Inc. – Assistant Corporate Secretary
Peter G. Nepomuceno	Representative – Corporate Stockholders
Mr. Vier Aznar	P&A Grant Thornton – COO
Mr. Edcel Costales	P&A Grant Thornton – Partner In-Charge
Mr. Glenys Dominais	P&A Grant Thornton – Manager In-Charge

PRELIMINARIES:

The Corporate Secretary, Atty. Leandro Rodel V. Atienza, discussed some preliminary matters in relation to the meeting:

- The proceeding was being recorded to allow proper documentation by the Corporation and that by staying logged in, the participants deemed to have given their consent to the recording;
- Should there be questions from the stockholders on any of the items to be discussed, the stockholders were requested to raise their hand through Microsoft teams to be recognized; lastly
- For purposes of documenting the attendance for the meeting, all participants were requested to turn on their cameras for a quick screenshot.

MEETING PROPER:

I. CALL TO ORDER/ CALLING OF THE ROLL

The Company's 2026 Annual Stockholders' Meeting was called to order at 10:00 a.m. on June 26, 2026 by the Chairman of the Board, Engr. Vivencio M. Romero, Jr., who presided the meeting via Microsoft Teams at the Company's Main Office at Mabini St., Tarlac City. The Corporate Secretary, Atty. Leandro Rodel V. Atienza, assisted by Assistant Corporate Secretary, Atty. Fredrick Rodel V. Atienza, took the minutes of the meeting.

Prior to the actual conduct of the meeting, Ms. Floriza Forlales led a short prayer.

The Chairman introduced the members of the Board of Directors who were present during the meeting:

- Vitus M. Romero
- Maria Victoria R. San Pascual
- Venus M. Romero
- Miriam S. Galvez and Augusto D. Sarmiento, independent directors; and
- Vivencio M. Romero, Jr., the Chairman of the Board

The Chairman likewise introduced Atty. Leandro Rodel V. Atienza, the Company's Corporate Secretary, and Atty. Fredrick Rodel V. Atienza, the Assistant Corporate Secretary. Finally, the Chairman acknowledged the presence of the Company's external auditor, P&A Grant Thornton.

II. SECRETARY'S PROOF OF NOTICE OF MEETING

The Corporate Secretary reported and confirmed that the Notice of the Stockholders' Meeting was sent to the stockholders through electronic means on May 27, 2026 and was also published on May 28 & 29, 2026 in the Daily Tribune and Malaya Business Insights.

III. CERTIFICATION OF QUORUM

The Corporate Secretary reported and certified that there was a quorum for the meeting since 5,044,932 shares out of the 5,750,000 outstanding shares or 87.74% of the outstanding capital stock of the Corporation was present in person or by proxy.

IV. APPROVAL OF THE MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING HELD ON JUNE 27, 2025

The Chairman submitted for approval the Minutes of the Annual Stockholders' Meeting held on June 27, 2025 Copy of the minutes was previously distributed to the Stockholders and posted on the website of the Corporation.

The Corporate Secretary presented the proposed resolution, as follows:

> *"Resolved, to approve the Minutes of the Annual Stockholders' Meeting held on June 27, 2025."*

The Chairman asked the stockholders if there were questions on the proposed resolution, but no questions were asked.

The Corporate Secretary proceeded in reporting and certifying that stockholders owning 5,039,432 shares or 87.64% of the Outstanding Capital Stock of the Corporation have voted to approve the proposed resolution. The proposed resolution was thus adopted and approved.

V. PRESENTATION OF THE PRESIDENT'S REPORT

The Chairman introduced the next item on the agenda which was the presentation of the President's Report by the Company's President and General Manager, Engr. Vitus M. Romero.

The President and General Manager presented the following report:

The Company's revenue for 2025 was P4.2B, which was higher by 0.60% compared to 2024. The modest increase in total revenue was primarily attributable to a higher transmission rate and the recall of the Company's preferential rate scheme for all customer classes beginning October 2025. The minimal increase in energy sales, demand requirement, and number of customers likewise contributed to the increase.

On the other hand, Profit before tax was P480M, higher by 43.26% compared to 2024; while the net profit of P357M was higher by 45.53% compared to the previous year. The increase in profit primarily resulted from lower operating expenses during the year.

As of December 31, 2025, the Company's total assets amounted to P4.2B pesos, higher by around 8.94% compared to 2024.

2025 Operating Highlights

The Company's Peak demand for 2025 was 108MW, higher by around 1.74% compared to 2024.

Energy sales was 544,514 MWh, higher by around 1.61%.

The number of customers also reached 99,573 as of December 31, 2025 or an increase of around 3.02%.

System loss of 5.07% was lower by 0.40% compared to 2024.

The President then presented the Company's results of operations and financial operation as of and for the year ended December 31, 2025 in comparison with 2024 balances, to wit:

2025 Results of Operations and Financial Position

Results of Operations: Revenue

A graph showing the amount of revenues broken down to different sources for the years 2024 and 2025 were presented and compared.

Total Revenue which has increased by 0.60% is composed of pass-through charges, consisting of generation, transmission and system loss; distribution charges composed of distribution, supply and metering, and other revenue items, such as service fees, pole rental and reconnection fees.

Generation Revenue is lower by 7.24% compared to 2024, primarily due to a lower average rate of around P0.42 peso per kWh in 2025. However, Transmission Revenue increased by 36.07% due to higher transmission rates resulting from higher Ancillary Services Charges during the period, while System Loss Revenue decreased by 4.68%. System Loss rate per customer class is computed based on the generation and transmission rates for the same period.

TEI registered an increase in its distribution revenue of 7.61%, supply revenue of 4.29%, and metering revenue of 4.12%. The growth in distribution revenue has resulted primarily from the recall of preferential rate scheme effective October 2025. The Company implemented a preferential rate scheme relative to its approved rates for regulatory year 2014 effectively reducing its distribution rate to all customer class. On the other hand, the increase in supply and metering revenue was primarily due to the increase in the Company's number of customer base and minimal increase in the energy sales and demand requirement of its customers.

Results of Operations: Costs and Operating Expenses

The Company's operating costs and expenses mainly consist of net purchased power, a pass-through costs composed of generation and transmission, net of any applicable discounts; and necessary operating and administrative expenses.

Net purchased power was lower by 4.4%, driven by a lower generation cost during the year which accounts for 80% of the Company's power cost. The generation cost in 2025 has decreased by around P288M, whereas transmission cost, which accounts for the remaining 20%, has increased by around P151M, thereby resulting to a net decrease in net purchased power of around P137M or 4.35%. The electricity distributed by the Company was purchased through its Power Purchase Supply Agreement (PPSA) duly approved by the ERC, including imports from its net-metering eligible customers and purchases from WESM

Conversely, the Company's operating and administrative expenses has increased by 4.7%. The following expense accounts, among others, contributed to the increase:

- Depreciation and amortization amounted was higher by 22.39% compared to 2024 due to the additional depreciation expense recognized for the completed capital expenditures during the year. The changes in the estimated useful life of certain assets likewise contributed to the increase.
- Salaries and employee benefits has increased by 3.55% in 2025. This was due to the salary increase, in accordance with the Company's Collective Bargaining Agreement and performance increase provided by the Company to its employees.
- Outside services has increased by 1.94% from last year. Outsourced services include information system services, customer-related expenses such as billings and collections, meter reading, and messengerial and janitorial services, among others.
- Repairs and maintenance has increased by 8.39%. This account covers costs related to the repairs and maintenance of the Company's distribution network system, buildings, vehicles, and equipment, among others. The increase was mainly driven by higher maintenance costs for the Company's primary and secondary lines, as well as expenses incurred for the reinstallation of refilled cylinders for the fire suppression system during the year.

These changes in pass-through recoveries and costs, distribution revenue and operating and administrative expenses, contributed to a higher Net Profit of P357M in 2025.

Financial Position: Total Assets

TEI's Total Assets as of December 31, 2025 was P4.2B, higher by 8.94% compared to 2024, which resulted from the following:

- An increase of 10.60% in Property and Equipment which resulted from the completed and on-going construction of TEI's capital expenditure projects such as, but not limited, to the extension, upgrading, and rehabilitation of the Company's sub-transmission, primary, and secondary lines, upgrading, rehabilitation and completion of new substations, SCADA equipment; purchase and installation of meters, and distribution transformers; acquisition of transportation equipment, and purchase of various information and operation technology equipment, including network security system and related infrastructure.
- An increase in Other Non-Current Assets of 48.95%. The account composed of deferred tax assets, and retirement benefit fund, among others.
- A decrease in Cash and Cash Equivalents of 20.07%, driven by net cash

outflows from investing activities, mainly for property and equipment, and financing activities. The decrease was mitigated by the net cash provided by the Company's operating activities.

- A minimal increase in Trade Receivable of .03%; and
- An increase in Other Current Assets of 13.16%.

Financial Position: Total Liabilities

The changes in the Company's liabilities are as follows:

- Non-current liabilities has increased by 9.83%. The account consists of Refundable deposits, advances from customers, retirement benefit obligation, lease liabilities and accrued expenses.
- Loans payable has increased by 50.88%; and
- Other current liabilities primarily composed of trade payables, provisions and current portion of lease liabilities and accrued expenses, has decreased by 6.29%

Financial Summary: Key Performance Indicators

The Company's profitability remained stable as shown in its higher net profit margin of 8%, higher return on equity of 16%, and higher return on assets of 9% in 2025.

The Company's liquidity as measured by its current and debt-equity ratios from 2024 to 2025 likewise improved in 2025. Current ratio was retained at 1.1 is to 1, whereas the debt-equity ratio was at 42 is to 58.

On the other hand, the Company's average collection period has increased from 50 days in 2024 to 51 days in 2025. The Company is committed to continually improve its collection efficiency.

The Earnings Per Share for 2025 was higher at P62.17 compared to P42.71 in 2024, while the Book Value per Share was higher at P417.85 compared to P371.33 in 2024. There has been no change in the Company's capital structure during the year. The higher Earnings per Share resulted from the higher net profit in 2025 compared to 2024, whereas the higher Book Value per Share was mainly due to the registered net profit for 2025.

Rates and Technical Statistics

A graph showing the Company's retail and generation rates from 2023 to 2025 was presented to the Stockholders showing the direct relationship of the Company's Generation Rate to its Retail Rate.

A table showing the retail rate for a residential customer consuming 200kWh per month was likewise presented highlighting the lowest rates and highest rates during the year.

Number of Customers Per Customer Class

As of December 31, 2025, the Company had a total of 99,573 customers. Around 94% of which are Residential Customers. An additional 2,728 residential customers were served in 2025. The remaining 6% is composed of Small Commercial, Secondary, Primary, 69 kV and Streetlights customers, with a total increase of 195 customers.

Out of the 99,573 customers, 24 are contestable customers and 1 is a GEOP customer. The Company's number of customers increased by 3.02% from 2024, or an increase of 2,921 customers.

Energy Sales (in MWh) Per Customer Class

The Company's energy sales for 2025 was 544,514 MWh. Sales to residential customers accounted for around 41% and has increased by 3.16% during the year.

Energy Sales to small commercial customers accounted for around 12%, which increased by 9.3% in 2025. Energy Sales to secondary customers accounted for around 11%, increased by 0.49%. Energy Sales to primary customers constituted around 33%. It decreased by 2.68%;

And the remaining 4% pertains to energy sales to 69KV and Streetlights customers. The energy sales to 69KV customers increased by 5%, while energy sales to streetlights was lower by 2.82%

Around 72.5% of the Company's energy sales in 2025 pertains to captive market and the remaining 27.5% is for contestable customers and GEOP.

The Company's energy sales increased by 1.61% in 2025.

Energy Sales

A graph was presented showing the monthly kWh sales of the Company from 2023 to 2025.

The growth in 2025 was 1.61%, whereas as of May 2026, the year-to-date growth is at 2.51%.

System Peak

Presented was a graph of the monthly peak demand in MW from 2023 to 2025. The lowest demand typically occurs in January, while system peak demand generally occurs from April to June, aligning with the height of the summer season, as also noted in the previous slide in energy sales. For the first two years, the system peak occurred in May, while in 2025 system peak occurred in April.

The system peak in 2025 was 108.7 MW. As of date, the Company's system peak is 115.4 MW which registered on May 14, 2026.

System Loss Comparison

The Company has registered a modest improvement in its system loss in 2025 at 5.07%, from 5.09% in 2024. The Company has maintained a system loss which is lower than the system loss cap for distribution utilities.

Regulatory Updates: Power Supply

TEI has filed the following applications for its power supply requirement with the ERC in 2026:

First is the Application for Approval of the Power Supply Agreement (PSA) between Tarlac Electric Inc. (TEI) and Trustpower Corporation (Trustpower) docketed as ERC Case No. 2026-001 RC, for 10MW of renewable energy for a period of 10 years intended to support the Company's RPS compliance. The application has already been approved by ERC in March and Trustpower started its delivery on March 28, 2026.

Second, is ERC Case No, 2026-048 for the Approval of the Power Supply Agreement between the Company and Sual Power Inc. (SPI). A base load contract ranging from 10MW to 25MW for a period of 15 years or until December 25, 2041. The contract supplements the Company's RPS compliance. An order granting provisional authority to implement the contract was promulgated by ERC on June 18, 2026.

Lastly, is the Application for the approval of the Renewable Energy Supply Agreement with Sto. Nino Solar Power Corporation, an embedded solar generation company, for 9.6MW for a period of 20 years docketed as ERC Case No. 2026-081 RC. The hearing for the said application is scheduled on July 7 and 14, 2026.

The Company is set to conduct another Competitive Selection Process by the last quarter of this year for a 15MW, open technology, mid-merit contract commencing on February 26, 2029. The contract is planned to replace the expiring power supply contract with GNPower Mariveles Energy

Center or GMEC on February 25, 2029.

Regulatory Updates: Rates and CAPEX

A supplemental application which amended the previously filed application, under ERC Case No. 2022-074 RC, for the true-up calculation of Actual Weighted Average Tariff or AWAT versus the Maximum Average Price of TEI for the 2nd Regulatory Period of P2.2222 per kWh. The amended application updated the lapsed period covered until December 25, 2025. The application is for the recovery of around P600M under recoveries. A hearing has already been conducted, and we're now awaiting for the ERC decision.

The Company likewise filed for its true-up calculations of its over/under recoveries on pass-through charges docketed as ERC Case No. 2026-034 CF. The application is for a net over recovery of P12 million pesos. The hearing was held on June 24, 2026, pending ERC decision.

Finally, the Company has filed for the approval of its capital expenditures projects for regulatory years 2023 to 2027. A hearing has yet to be scheduled for this application.

Regulatory Updates: Other Applications and Updates

The Company is also set to apply for the following applications this year:

For the recovery of prior years' real property tax. The pre-filing of the said application is currently underway.

The Company is finalizing the application for the second batch of capex projects prior to the scheduled performance-based regulation reset of TEI and is scheduled for pre-filing this July.

TEI is also currently updating its Business Separation and Unbundling Plan and is set to apply the same for ERC approval in September 2026.

Lastly, as part of Group C under the Performance-Based Regulation, TEI is scheduled to enter its 1st Regulatory Period under the Rationalized Rules for Setting Distribution Wheeling Rates. The deadline for the filing of its application for the approval of its Annual Revenue Requirement and related rate translation is on October 1, 2026.

Other updates:

The Company signed its Collective Bargaining Agreement last year covering July 1, 2025 to June 30, 2028.

Upon the approval of the Company's rates for regulatory year 2014, TEI implemented a preferential rate scheme reducing its distribution rates to all customer class. Said preferential rate scheme was recalled and the approved RY 2014 rates were implemented effective October 2025 billing period.

In support of the government's call amid increasing fuel costs and alleviate its impact to the Company's employees, the Company implemented a compressed workweek schedule effective May 11, 2026. Under this arrangement, employees, are required to work 5 days a week instead of 5-1/2 days a week.

2026 Outlook

In addition, the President presented the Company's outlook for 2025, as follows:

For the Company's distribution system, the Company has identified the following major projects:

1. The construction of the Company's new Cresendo Substation which is projected to be energized during the 1st half of 2027.
2. Also, the Company is set to upgrade its 69kV lines to accommodate upcoming large customers. The upgraded lines are part of the Company's planned switching station, which is intended to enhance the reliability of its sub-transmission system. The said switching station shall be converted into a switching substation
3. The Company is also set to unman its substations during the 1st half of 2027 with the full implementation of its Advanced Distribution Management System or ADMS and other related projects.

Finally, the Company is expected to maintain its system peak demand at 115MW, as recorded on May 14, 2026. It is also expected to maintain a growth of around 2.6% in its energy sales, while the number of customers is expected to increase by 3% during the year.

VI. RATIFICATION OF THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2025

The Chairman manifested that the Report of the President also included a summary of the results of operation and financial condition of the Corporation based on its audited financial statements. The Chairman proceeded with the approval of the Audited Financial Statements of the Company as of December 31, 2025 and related Annual Reports, which was filed with the Bureau of Internal Revenue and the Securities and Exchange Commission.

The Corporate Secretary presented the proposed resolution as follows:

> *"Resolved, to ratify the Audited Financial Statements and Annual Report of the Corporation as of and for the year ended December 31, 2025"*

The Chairman asked the stockholders if there were questions on the proposed resolution.

There being no questions, the Corporate Secretary was asked to present the voting results.

The Corporate Secretary reported that stockholders owning 5,039,432 shares or 87.64% of the Outstanding Capital Stock of the Corporation have voted to approve the proposed resolution. Therefore, the resolution was approved.

VII. APPROVAL OF. CHAIRMAN'S DIRECTORS FEE

The Chairman introduced the next item on the agenda which was the approval of Chairman's director's fee. The Corporate Secretary presented the proposed resolution as follows:

> *"Resolved to ratify the Approval of Chairman's Director Fee in the amount of P350,000.00 per month."*

The Chairman asked the stockholders if there were questions on the proposed resolution.

There being no questions, the Corporate Secretary was asked to present the voting results.

The Corporate Secretary reported that stockholders owning 5,039,432 shares or 87.64% of the Outstanding Capital Stock of the Corporation have voted to approve the proposed resolution. Therefore, the resolution was approved.

VIII. RATIFICATION OF THE ACTS AND RESOLUTIONS OF THE BOARD OF DIRECTORS, BOARD COMMITTEES AND MANAGEMENT FROM THE DATE OF THE LAST ANNUAL STOCKHOLDERS' MEETING UP TO 25 JUNE 2026

The Chairman introduced the next item on the agenda which was the ratification of the Acts and Resolutions of the Board of Directors, Board Committees and Management from the Date of the Last Annual Stockholders' Meeting up to June 25, 2026.

The Corporate Secretary presented the proposed resolution as follows:

> *"Resolved, to ratify each and every act and resolution, from the Date of the Last Annual Stockholders' Meeting up to 25 June 2026 (the "Period"), of the Board of Directors (the "Board"), Board Committees exercising powers delegated by the Board, and each and every act, during the Period, of the officers of the Corporation performed pursuant to the resolutions of the Board, the Board Committees as well as pursuant to the By-Laws of the Corporation."*

The Chairman asked the stockholders if there were questions on the proposed resolution.

There being no questions, the Corporate Secretary was asked to present the voting results.

The Corporate Secretary reported that stockholders owning 5,039,432 shares or 87.64% of the Outstanding Capital Stock of the Corporation have voted to approve the proposed resolution. Therefore, the resolution was approved.

IX. ELECTION OF THE MEMBERS OF THE BOARD OF DIRECTORS

The Chairman proceed to the next item on the agenda which was the Election of the Board of Directors for the year 2026 to 2027. The Chairman asked the Corporate Secretary to present the nominees qualified to be elected as members of the Board and the election results.

The Corporate Secretary presented the list of nominees and certified that the nominees were qualified to be elected as directors of the Corporation. The nominees and the proposed resolution were presented as follows:

> *"Resolved, to elect the following nominees as directors of the Corporation to serve as such, beginning today until their successors are elected and qualified:"*

> *Engr. Vivencio M. Romero, Jr.*
> *Engr. Vitus M. Romero,*
> *Mr. Venus M. Romero*
> *Ms. Maria Victoria R. San Pascual*
> *Engr. Miriam S. Galvez – Independent Director*
> *Engr. Augusto D. Sarmiento – Independent Director*

The Corporate Secretary likewise reported the results of the election and showed the tabulation of votes with all of the nominees receiving a total of 5,039,432 shares or 87.64% each. Thus, the Corporate Secretary certified that all the nominees have received enough number of votes to be elected to the Board of Directors for the year 2026-2027.

X. APPOINTMENT OF EXTERNAL AUDITOR

The Chairman then introduced the next item on the agenda which was the appointment of external auditor. He asked the Corporate Secretary to present the proposed resolution.

The Corporate Secretary presented the proposed resolution as follows:

> *"Resolved, as endorsed by the Board of Directors, to approve the election of P&A Grant Thornton, as external auditor of the Corporation for the year 2026."*

The Corporate Secretary reported and certified that stockholders owning 5,039,432 shares or 87.64% of the Outstanding Capital Stock of the Corporation have voted to approve the proposed resolution. Thus, the resolution was approved.

XI. OTHER MATTERS

After which, the Chairman asked the Corporate Secretary if there were any other matters that require consideration of the Stockholders.

The Corporate Secretary reported none.

XII. ADJOURNMENT

There being no other matters to be discussed, the Chairman adjourned the Annual Stockholders' Meeting at 10:36 a.m.

PREPARED BY:

[redacted]

ATTY. LEANDRO RODEL V. ATIENZA
Corporate Secretary

ATTESTED BY:

[redacted]

VIVENCIO M. ROMERO, JR.
Chairman