



ANNUAL STOCKHOLDERS' MEETING

19 May 2021 at 11:00 A.M.

Via Videoconferencing

PROXY/BALLOT

I/We, _____, the undersigned stockholder of PH RESORTS GROUP HOLDINGS, INC. (the "Company"), hereby appoint, name, and constitute _____ or in his/ her absence, the Chairman of the Board, or in the latter's absence, the Secretary of the Meeting, as my attorney-in-fact and proxy, to represent me at the Annual Stockholders' Meeting of the Company on Wednesday, 19 May 2021 at 11:00 a.m. and any adjournment(s) thereof, as fully and to all intents and purposes as I might or could if present and voting in person, hereby ratifying and confirming any and all actions take on matters which may properly come before such meeting or adjournment(s) thereof.

In particular, I/We hereby direct to vote all my/our shares on the agenda items set forth below as I/We have expressly indicated by marking the same with an "X".

Items	Action		
	For	Against	Abstain
1. Approval of the Minutes of the Previous Meeting held on 22 July 2020.			
2. Approval of the Audited Financial Statements as of 31 December 2020.			
3. Ratification of Acts of the Board of Directors and Management since the last Annual Stockholders' Meeting.			
4. Approval of the grant of authority to the Board of Directors to issue such number of shares of stock out of the existing capital stock at an issue price of not less than par value as the Board of Directors may determine and to accept cash or non-cash properties as payment for such subscription and the listing of such shares with the Philippine Stock Exchange.			
5. Approval of issuance of shares pursuant to an equity offering, private placement, or similar transaction to be determined by the Board and the listing of such shares.			
6. Ratification/ Approval of the majority of the minority shareholders for the issuance of 1,686,309,523 common shares to Udenna Corporation at Php1.68 per share			
7. Election of the Board of Directors for 2021:			
◆ Dennis A. Uy			
◆ Cherylyn C. Uy			
◆ Raymundo Martin M. Escalona			



◆ Jose Angel A. Sueiro			
◆ Ma. Concepcion F. De Claro			
◆ Lara C. Lorenzana			
◆ Eric O. Recto (Independent Director)			
◆ William Yap (Independent Director)			
◆ Ma. Angela E. Ignacio (Independent Director)			
8. Appointment of External Auditor			

PRINTED NAME OF STOCKHOLDER

SIGNATURE OF STOCKHOLDER

Number of shares:

Date:

THIS BALLOT SHOULD BE RECEIVED BY THE CORPORATE SECRETARY ON OR BEFORE 13 May 2021 through email at phr_legal@phresorts.com or delivery to the Office of the Corporate Secretary at the 21st Floor Udenna Tower, Rizal Drive corner 4th Avenue, Bonifacio Global City, Taguig City.

THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN BY THE STOCKHOLDER(S). IF NO DIRECTION IS MADE, THIS PROXY WILL BE VOTED FOR THE ELECTION OF ALL NOMINEES AND FOR THE APPROVAL OF THE MATTERS STATED ABOVE AND FOR SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING IN THE MANNER DESCRIBED IN THE INFORMATION STATEMENT.

A STOCKHOLDER GIVING A PROXY HAS THE POWER TO REVOKE IT AT ANY TIME BEFORE THE RIGHT GRANTED IS EXERCISED. A PROXY IS ALSO CONSIDERED REVOKED IF THE STOCKHOLDER ATTENDS THE MEETING IN PERSON AND EXPRESSED HIS INTENTION TO VOTE IN PERSON. THIS PROXY DOES NOT NEED TO BE NOTARIZED. (Partnerships, Corporation and Associations must attach certified resolutions designating their proxies/representatives and authorized signatories.)