

IMPERIAL RESOURCES INCORPORATED

Unit 202 Villa Building, No. 78 Jupiter Street
Bel-Air, Makati City



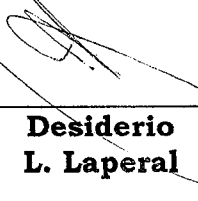
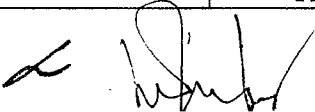
REGULAR ANNUAL STOCKHOLDERS' MEETING Events Place, Villa Building, Unit 206 2nd Floor Jupiter Street, Bel-Air, Makati City, Metro Manila 10:00 A. M., September 3, 2020

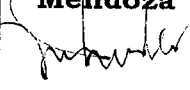
MINUTES

Pursuant to a written notice and through remote communication facility, the regular annual stockholders' meeting of Imperial Resources Incorporated was held on Thursday, September 3, 2020, at 10:00 o'clock in the morning at the Events Place, Villa Building, No. 78 Jupiter Street, Bel-Air, Makati City, Metro Manila, Philippines..

ROLL CALL

The meeting was **called to order** and presided over by the Chairman of the Board, Atty. Horacio M. Pascual, while the Corporate Secretary, Atty. Jesus Vicente B. Capellan, recorded the minutes of the proceedings. Details of the call, through videoconferencing, are as follows:

Name	Position	Attendance	Device or Method Used in the Communication and Participation (Smartphone, Tablet, Laptop, Desktop, Television, etc.)	Location
 Atty. Horacio M. Pascual	Chairman	Present	Smart Phone, Electronic Mail and Google Zoom	Makati City, Metro Manila
 Oliverio L. Laperal, Jr.	Director/ CEO/President	Present	Smart Phone, Electronic Mail and Google Zoom	Makati City, Metro Manila
 Desiderio L. Laperal	Director/ VP/CFO/ Treasurer	Present	Smart Phone, Electronic Mail and Google Zoom	Makati City, Metro Manila
 Vilma B. Villanueva	Director/ Comptroller/ CAO/ Asst. Treasurer	Present	Smart Phone, Electronic Mail and	Quezon City, Metro Manila

			Google Zoom	
Atty. Jesus Vicente B. Capellan	Director/ Corporate Secretary	Present	Smart Phone, Electronic Mail and Google Zoom	Makati City, Metro Manila
Anthony Nelson G. Mendoza 	Independent Director	Present	Smart Phone, Electronic Mail and Google Zoom	Muntinlupa City, Metro Manila
Genelita G. Manandic	Independent Director	Present	Smart Phone, Electronic Mail and Google Zoom	Antipolo City

The Corporate Secretary reported that copies of the Definitive Information Statement (SEC Form 20-IS) containing the written notice of the holding of the regular annual meeting of the stockholders of Imperial Resources Incorporated, together with copies of the agenda of the meeting, were sent on August 11, 2020 by mail and through electronic mail to all stockholders as of record dated July 21, 2020, at their respective addresses as shown in the books of the corporation. Likewise, said notice was published in the August 11, 2020 issue of The Philippine Star and August 12, 2020 issue of the Manila Bulletin.

The notice of the annual meeting which was sent to the stockholders of record is in the following words and tenor:


IMPERIAL RESOURCES INCORPORATED
Unit 202 Villa Building, No. 78 Jupiter Street
Bel-Air, Makati City, Metro Manila

NOTICE OF THE REGULAR ANNUAL STOCKHOLDERS' MEETING

DEAR STOCKHOLDERS:

NOTICE IS HEREBY GIVEN that the regular annual meeting of IMPERIAL RESOURCES INCORPORATED will be held Events Place, Unit 206 2nd Floor, Villa Building, No. 78 Jupiter Street, Bel-Air, Makati City, Metro Manila, on Thursday, September 03, 2020 at 10:00 o'clock in the morning. The order of business of said meeting shall be as follows:

1. Secretary's Proof of Notice of Meeting
2. Declaration of Quorum
3. Approval of the Minutes of the Regular Annual Stockholders' Meeting held on July 11, 2019.
4. Annual Report as at December 31, 2019

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- 4.1. President's Report to Equity Holders
- 4.2. Financial Statements
5. Approval by the stockholders of the Annual Report and the Financial Statements of the Corporation.
6. Election of seven (7) members of the Board of Directors inclusive of two (2) Independent Directors.
7. Ratification of the appointment of Villaruz, Villaruz & Co., CPA's as Independent Auditor of Imperial Resources Incorporated, with business address at Unit 3 Level 9 Galleria Corporate Center, EDSA corner Ortigas Avenue, Quezon City, Metro Manila.
8. Ratification of all acts, contracts, resolutions and proceedings of the Board of Directors and Corporate Officers acting within the scope of their designated authority from July 11, 2018 Annual Stockholders' Meeting until the present, September 03, 2020.
9. Other Matters
10. Adjournment

(Sgd.) **JESUS VICENTE B. CAPELLAN**
Corporate Secretary

The Securities & Exchange Commission and Philippine Stock Exchange were notified and furnished with copies of the notice of the stockholders' meeting and the agenda on August 10, 2020.

Also, the Transfer Agent of the company, Professional Stock Transfer, Inc. was notified of the stockholders' meeting and copy of which was received on August 7, 2020 and the Auditor, Villaruz, Villaruz & Co., CPA's was notified also of the annual stockholders' meeting on August 10, 2020.

Thereupon, the Corporate Secretary reported that all the requirements of law and the by-laws of the corporation, concerning the sending of notices to all stockholders of record as well as to all government and other private agencies concerned, have been duly complied with.

The Corporate Secretary further reported to the Chairman and stockholders that as shown in the books of the corporation, as of July 21, 2020, the total number of shares outstanding and entitled to vote in the regular annual stockholders' meeting is Six Hundred Fifty-Two Million Five Hundred Thousand (652,500,000) Common shares, with a par value of One Peso (Php1.00) per share. Of said number of shares, Twenty-Six Million Seven Hundred Forty-Eight Thousand Three Hundred Seventy-Five (26,748,375) shares were present in person and those represented by holders of Special Power of Attorney and of unsolicited proxies.

Consequently, the number of shares present in person and by holders of Secretary's Certificate and unsolicited proxies in the meeting is Four point Zero Nine Nine Four percent (4.0994%) of the shares subscribed and outstanding capital stock entitled to vote. The Corporate Secretary, therefore, reported that no quorum was reached in the meeting for which reason no valid transaction of corporate business can be had.

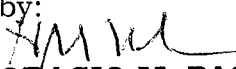
Hence, the chairman declared the absence of a quorum and that the meeting may not proceed to do corporate business any further.

Upon motion and duly seconded, the meeting was adjourned *sine die* or until such time a *quorum* is obtained for the proper conduct of the annual stockholders' meeting.

Certified correct:

ATTY. JESUS VICENTE B. CAPELLAN
Corporate Secretary

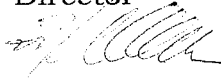
Attested by:



ATTY. HORACIO M. PASCUAL
Chairman of the Board

Minutes read and approved by:


OLIVERIO L. LAPERAL, JR.
Director


DESIDERIO L. LAPERAL
Director


VILMA B. VILLANUEVA
Director


GENELITA G. MANANDIC
Independent Director


ANTHONY NELSON G. MENDOZA
Independent Director