

**ANNUAL STOCKHOLDERS' MEETING**  
**9 May 2023 at 2 p.m.**  
***Via Remote Communication***

**PROXY / BALLOT**

I/We, \_\_\_\_\_, the undersigned stockholder of CHELSEA LOGISTICS AND INFRASTRUCTURE HOLDINGS CORP. (the "Company"), hereby appoints, names and constitutes \_\_\_\_\_ or in his/her absence, the Chairman of the Board, or in the latter's absence, the Secretary of the Meeting, as my/ our attorney-in-fact and proxy, to represent me/ us at the Annual Stockholders' Meeting of the Company on **9 May 2023 (Tuesday) at 2 p.m.**, and any adjournment(s) thereof, as fully and to all intents and purposes as I/ we might or could if present and voting in person, hereby ratifying and confirming any and all actions taken 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 as I/we have expressly indicated by marking the same with an "X".

<b>Items</b>	<b>Action</b>		
	<b>For</b>	<b>Against</b>	<b>Abstain</b>
1. Approval of the 2022 Audited Financial Statements and the Annual Report			
2. Approval of the Minutes of the Annual Stockholders' Meeting held on May 3, 2022			
3. Ratification and confirmation of all acts and resolutions of the Board and Management executed in the normal course of business covering the period February 9, 2022 until February 20, 2023			
4. Amendment of the By-Laws of the Corporation <ul style="list-style-type: none"> <li>- Article II, Section 1 - Change in the Date of the Annual Stockholders' Meeting</li> <li>- Article IV, Section 7 – Creation of the Office of the Chief Financial Officer, and Transfer of some of the functions of the Treasurer to the Chief Financial Officer</li> </ul>			
5. Election of the following to the Board of Directors: <ul style="list-style-type: none"> <li>a. Dennis A. Uy</li> <li>b. Cherylyn C. Uy</li> <li>c. Chryss Alfonsus V. Damuy</li> <li>d. Eduardo A. Bangayan</li> <li>e. Arthur Kenneth L. Sy</li> <li>f. Efren E. Uy</li> <li>g. Miguel Rene A. Dominguez – Independent Director</li> <li>h. Jesus S. Guevara II – Independent Director</li> </ul>			
6. Appointment of Punongbayan & Araullo as External Auditor for 2023			

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**PRINTED NAME OF STOCKHOLDER**

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**SIGNATURE OF STOCKHOLDER**

**Number of Shares:**

**Date:**

**Contact Number:**

**Email Address:**

THIS BALLOT SHOULD BE RECEIVED BY THE CORPORATE SECRETARY ON OR BEFORE 5 p.m. of **May 8, 2023** (Philippine Time) through email at ASM@chelsealogistics.ph or delivery to the Office of the Corporate Secretary at the 18<sup>th</sup> Floor, Udenna Tower, Rizal Drive corner 4<sup>th</sup> 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 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, Corporations and Associations must attach certified Resolutions designating their proxies / representatives and authorized signatories.)

THIS PROXY NEED NOT BE NOTARIZED.