

**PROXY**

The undersigned stockholder of CITYLAND DEVELOPMENT CORPORATION (the Company), hereby appoints \_\_\_\_\_, or in his absence, the Chairman of the meeting, as *attorney-in-fact* and *proxy*, with power of substitution, to present and vote all shares registered in his/her/its name at the Special Stockholders' Meeting (SSM) of the Company to be held on October 09, 2025 and at any of the adjournments thereof for the purpose of acting on the following matters:

**1. Plan of Merger with City & Land Developers, Incorporated**

Approve                       Disapprove                       Abstain

**2. Amendment of Articles of Incorporation**

Seventh Article: Increase of capital stock from 5,000,000,000 shares to 7,000,000,000 shares

Approve                       Disapprove                       Abstain

**3. Amendment of By-Laws**

a. Article II, Section 3 and Article VII, Section 1: Inclusion of holding Board of Directors and Stockholders' Meeting through tele-conferencing, video conferencing and other remote or electronic means of communication

Approve                       Disapprove                       Abstain

b. Article III, Section 7: Addition of the position of Assistant Corporate Secretary and designation of his functions

Approve                       Disapprove                       Abstain

c. Article VII, Section 5: Change of the date of Annual Stockholders' Meeting from 1st Tuesday of June to 4th Tuesday of June

Approve                       Disapprove                       Abstain

**4. Amendment Common to both the Articles of Incorporation and By-Laws**

Sixth Article of the Articles of Incorporation and Article II, Section 1 of the By-Laws: Increase in number of Board seats from 9 to 10

Approve                       Disapprove                       Abstain

At their discretion, the proxies named above are authorized to vote upon such other matters as may properly come before the meeting.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Printed Name of Stockholder

\_\_\_\_\_  
Signature of Stockholder / Authorized Signatory

**We are not soliciting your proxy.**

Each common share shall be entitled to one vote with respect to all matters to be taken up during the SSM. In accordance with the Company's Amended By-Laws, voting upon all questions at all meetings of the stockholders shall be by shares of stock and not per capita.

For the purpose of meeting, only stockholders of record as of September 9, 2025 are entitled to attend and vote in the meeting.

Stockholders who intend to participate through proxy shall submit the scanned copy of the Proxy Form via email to Atty. Albert Anthony Ocampo (Corporate Secretary) at legal@cityland.net on or before 4:00PM of October 2, 2025 for the validation of proxies.

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 expresses his intention to vote in person.

The requirements and procedures for voting and participation in the meeting will be discussed further in the Information Statement which shall be made available to the public not later than September 18, 2025 through PSE Edge and the Company's website.