



30th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City 1634

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

TO ALL STOCKHOLDERS
Megaworld Corporation

NOTICE IS HEREBY GIVEN that the Annual Meeting of Stockholders (the "Annual Meeting") of Megaworld Corporation (the "Company") will be held on **13 May 2024** at 8:30 a.m. to be conducted virtually, through the link <<https://www.megaworldcorp.com/asm2024>> that can be accessed through the Company's website, with the following agenda:

1. Call to Order
2. Certification of Notice and Quorum
3. Approval of the Minutes of the Annual Meeting of Stockholders held on 16 June 2023
4. Annual Report of Management
5. Appointment of External Auditors
6. Ratification of Acts and Resolutions of the Board of Directors, Board Committees, and Management
7. Election of Directors
8. Adding Entering into Guaranty or Surety Arrangements as Among the Secondary Purposes of the Corporation, and Amending the Second Article of the Articles of Incorporation for the Purpose
9. Increasing the Authorized Capital Stock from Php40,200,000,000 to Php45,700,000,000 and Amending the Seventh Article of the Articles of Incorporation for the Purpose
10. Amending the By-Laws Provisions on the Conduct of Annual and Special Meeting of the Stockholders, Sending of Notices, and the Conduct of Meetings of the Board of Directors, and Amending Article I, Sections 1, 2 and 3, and Article II, Section 3 of the By Laws for the Purpose
11. Other Matters
12. Adjournment

Stockholders of record as of **12 April 2024** will be entitled to notice of, and to vote at, the Annual Meeting.

For our stockholder's convenience and to allow greater opportunity for them to participate at the Annual Meeting, the Company decided to hold the Annual Meeting via remote communication, and allow the stockholders to cast their votes by remote communication or in *absentia*, or by proxy.

To participate in the Annual Meeting, stockholders must register from 9:00 AM of **24 April 2024** until 5:00 PM of **30 April 2024**. The procedure for participation via remote communication and in *absentia* are contained in the Information Statement.

Stockholders who wish to appoint proxies may submit proxy instruments until 5:00 PM of **30 April 2024**, to the Office of the Corporate Secretary at the 10th Floor, Two World Square, 24 Upper McKinley Rd, McKinley Hill, Taguig City 1634 or by email to corporatesecretary@megaworldcorp.com. Validation of proxies shall be held on **02 May 2024**. A sample proxy form will be enclosed in the Information Statement for your convenience.

Taguig City, Philippines.


ANNA MICHELLE T. LLOVIDO
Corporate Secretary