



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 **18 June 2021** at **9:00 a.m.** to be conducted virtually, through the link <<https://www.megaworldcorp.com/asm2021>> that can be accessed through the Company's website, with the following agenda:

1. Call to Order
2. Proof of Notice and Determination of Quorum
3. Approval of Minutes of the Previous Annual Meeting held on 24 August 2020
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. Other Matters
9. Adjournment


Stockholders of record as of **21 May 2021** will be entitled to notice of, and to vote at, the Annual Meeting.

Pursuant to Article 1, Sections 4 and 6 of the Company's Amended By-Laws and Sections 57 and 23 of the Revised Corporation Code and to conform with the government's regulation on social distancing and prohibition on mass gatherings, 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 **28 May 2021** until 5:00 PM of **11 June 2021**. 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 **11 June 2021**, to the Office of the Corporate Secretary at the 20th Floor, Alliance Global Tower, 36th Street corner 11th Avenue, Uptown Bonifacio, Taguig City or by email to corporatesecretary@megaworldcorp.com. Validation of proxies shall be held on 16 June 2021. A sample proxy form will be enclosed in the Information Statement for your convenience.

Makati City, Philippines, May 20, 2021.


ANNA MICHELLE T. LLOVIDO
Corporate Secretary