# The Manila Times

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approval of the Company's agreements, projects, investments, capital dispersion and other matters covered by disclosures to the Securities and the Philippine Stock Exchange. Below is the proposed resolution:

y each and every act and resolution, from April 25, 2024 to April 24, 2025 e Board of Directors (the "Board"), the Executive Committee and other exercising powers delegated by the Board, and each and every act of the ration, during the Period, performed in accordance with the resolutions of utility of the Committee and other Board committees as well as with the By-laws

to of Common Shares in Exchange for Shares of Stock and Listing thereof, not the requirement to conduct a rights or public offering of the shares.

lers is sought for the issuance of 1,225,370,620 ALLHC common shares and, Inc (ALI) in exchange for ALI's 75% equity in Laguna Technopark, Inc. common shares of stock, with an aggregate value of P3,030,750,000.00, arty fairness opinion, under a property-for-share swap. The stockholders are required rights or public offering for listing of the Shares. Below is the

approve the issuance of 1,225,370,620 common shares (the "Shares") to ALI), in exchange for 30,186 common shares of stock in Laguna Technopark, te value of Three Billion Thirty Million Seven Hundred Fifty Thousand Pesos 00), under a property-for-share swap, at the issue price of P2.47 per share;

THER, to waive the required rights or public offering and proceed with the res with the Philippine Stock Exchange."

ors (including the independent directors)

for directors, including the nominees for independent directors, as evaluated nance and Nomination Committee of the Board to have all the qualifications sary for the effective performance of the Board's roles and responsibilities, diffications to serve as members of the Board, shall be presented for election low is the proposed resolution:

elect the following as directors of the Corporation to serve as such runtil their successors are elected and qualified:

la. Margarita B. Dy U. Yap S. Lao

S. Lao d Vincent O. Dy Alfonso E. Zobel de Ayala nael C. Go ndra Lianne S. Yap (Independent Director) Lolito J. Tumbocon (Independent Director) in R. Montilla IV (Independent Director).

princes to the Board will be provided in the Information Statement.

of external auditor and fixing of its remuneration

Audit Committee, the appointment of Isla Lipana & Co. as the external auditor for well as its proposed remuneration shall be presented for stockholders' approval. It conducts an independent verification of the Company's financial statements bjective assurance on the accuracy of its financial statements. Below is the

as endorsed by the Board of Directors, to approve the appointment of Isla
 as the external auditor of the Corporation for the year 2025 for an audit fee of
 ad Twenty-Two Thousand Pesos (PhP522,000.00), net of value-added tax and
 et expenses, with inflationary allowance of up to 5%."

external auditor will be provided in the Information Statement.

the Audited Financial Statements and Noting of Annual Report

notial Statements as of December 31, 2024 (AFS), as approved by the Board upon ion of the Audit Committee, will be included in the Information Statement to be sent at least 15 business days prior to the meeting. The Audited Financial Statements of for stockholders' approval during the meeting, together with the noting of the al report. The annual report will contain the "Message from the Chairman" and the esident". Below is the proposed resolution:

ED. to approve the consolidated audited financial statements of the Corporation ibsidiaries as of December 31, 2024, as audited by the Corporation's external lineage \$ 0.0." la Lipana & Co.

such other business as may properly come before the meeting

from qtockholders on or before April 16, 2025 in

Corporate Secretary GEANIE A. CEKNA-LUFEL REPUBLIC OF THE PHILIPPINES) CITY OF MANILA

## AFFIDAVIT OF PUBLICATION

I, Eden F. Del Rosario, of legal age, married, Filipino and a resident of #22 21st Aveñue, Cubao, Quezon City in the Philippines, after having been duly sworn according to law, do hereby depose and state:

That I am the Credit and Collection Head of The Manila Times, a newspaper which is published Online and Printed in English and Edited in Metro Manila, and circulated nationwide daily from Monday to Sunday with postal address at 2/F Sitio Grande, 409 A. Soriano Avenue, Intramuros, Manila

That the attached NOTICE OF ANNUAL MEETING OF **ABOITIZ** STOCKHOLDERS \_/ CORPORATION / NAC TOWER, 32ND STREET, BONIFACIO GLOBAL CITY. TAGUIG CITY, METRO MANILA, 1634 PHILIPPINES

was published in The Manila Times newspaper in its issue/s of APRIL 01 & 02, 2025

In witness whereof, I signed this Affidavit in Manila, Philippines, this 12 APR 2029

> EØÉN F. DEL ROSARIO **Affiant**

Subscribe and sworn to before me this 12 APPay 1975 2025 in Manila, Philippines, affiant exhibiting to me her SSS ID No. 33-0045788-4

Doc. No.

Page No Book No. Series of 2025 Notary Public to City of Maxila- Until Dec. 31, 2028

Notarial Commission No. 2024-179

Tower 3, 3K, No. 181 N. Super St., Ermita, Marilla I.B.P. NO. 488207-060, 27, 2024 for the year 2025 PTR. NO. 2041441- Jan. 2, 2025 at Manila

NACLE NO. VIII-0010660- Valid until 4-14-2028 Roll No. 88314

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#### NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

**ABOITIZ POWER CORPORATION** 

NAC Tower, 32nd Street, Bonifacio Global City, Taguig City, Metro Manila, 1634 Philippines

NOTICE is hereby given that the Annual Meeting of Stockholders of ABOITIZ POWER CORPORATION (the "Company") will be held on April 28, 2025, Monday at 9:30 a.m. (the "2025 ASM"). The meeting will be conducted virtually from 32<sup>rd</sup> Street, Bonifacio Global City, Taguig City, and will be accessible through the designated online web address provided in the Company's website at 2025asm.aboitizpower.com (the "ASM Website") beginning on March 28, 2025.

The Agenda\* of the meeting is as follows:

Rendar of the meeting is as follows:
Call to Order
Proof of Notice of Meeting and Determination of Quorum
Reading and Approval of the Minutes of the Previous Annual Stockholders' Meeting held on April 22, 2024
Presentation of the President's Report

Approval of the 2024 Annual Report and Financial Statements
Appointment of the Company's External Auditor for 2025
Election of the Members of the Board of Directors
Amendment of the Company's Articles of Incorporation (Change in Principal Office Address)
Ratification of the Acts, Resolutions, and Proceedings of the Board of Directors, Corporate Officers, and Management from
April 22, 2024 up to April 28, 2025
Other Business

10.

Adjournment

Only stockholders of record at the close of business hours on March 24, 2025 are entitled to notice of, to participate in, and to vote at, this meeting and to vote at this meeting by registering through the designated online web address provided at the ASM Website beginning on March 28, 2025.

Stockholders may vote through proxy, or remotely in absentia.

Registered stockholders may cast their votes electronically, by remote communication or *in absentia* beginning March 28, 2025. Votes cast by registered stockholders until 5:00 p.m. of April 27, 2025 will be tabulated and presented during the 2025 ASM.

Stockholders may still vote after the cut-off time, and the final votes received through proxy and after the cut-off time will be included in the minutes of the 2025 ASM and posted on the Company's website.

The procedures for attendance and voting during the 2025 ASM will be included in the Information Statement and will be distributed to the stockholders and published in the Company's website at <a href="https://www.aboitizpower.com">www.aboitizpower.com</a> and in the PSE EDGE portal at <a href="https://www.aboitizpower.com">edge.pse.com.ph</a>.

Stockholders may send their duly accomplished proxies on or before the close of business hours on April 21, 2025 to the Corporate Secretary either through email at *AP\_BoardSecretariat@aboitizpower.com* or hard copies delivered at 16F NAC Tower, 32<sup>rd</sup> Street, Bonifacio Global City, Taguig City, Validation of proxies is scheduled on April 24, 2025 and will be held virtually. **WE ARE NOT SOLICITING PROXIES**.

For the Board of Directors, (sgd.) MA. CLARISSE S. OSTERIA Corporate Secretary

\*The rationale for each Agenda item is explained in the Information Statement and may also be viewed at AboitizPower's website at. 2025asm.aboitizpower.com.

#### OTHER ANNOUNCEMENTS

AboltizPower will pay out the 2025 cash dividends through electronic transfer to the nominated bank accounts of stockholders who availed of the direct deposit facility. For stockholders who did not avail of the direct deposit facility, the dividend checks will be available for pick up during office hours beginning March 28, 2025 at the office of Stock Transfer Service, Inc. (STSI) at Unit 34-D Rufino Pacific Tower, 6784 Ayala Avenue, Makati City.

For any concerns relating to cash dividends or updating of accounts, stockholders may contact Ms. Ericka Dela Cruz or Mr. Michael Capoy at (02) 85310-1343 or (02) 8403-2414, or via email at redelacruz@stocktransfer.com.ph or mccapoy@stocktransfer.com.ph.

We appreciate your continued support and trust in our Company.

### **Definitive Information Statement**

Dear Valued Stockholders.

In line with the Aboitiz Group's sustainability efforts, Aboitiz Power Corporation (AboitizPower or the "Company") is delivering its Definitive Information Statement (SEC Form 20-IS) for the 2025 Annual Stockholders Meeting (2025 ASM) via QR code, which is



How to access the Information Statement:

- Open a QR code reader on your
- smartphone Allow the QR code reader to scan the code.
- Press OK or click the link to view the Information Statement.
- QR Code also includes the Notice and Agenda, sample proxy forms, and other details about the 2025 ASM.

These documents (Information Statement, Notice and Agenda, sample proxy forms, Management Report, SEC Form 17-A and other pertinent documents about the 2025 ASM) are also available at 2025asm.aboitizpower.com and in the PSE Edge portal at edge.pse.com.ph.

If you wish to receive hard copies of the Information Statement, you may send your request through email to AP\_BoardSecretariat@aboitizpower.com. We encourage stockholders to take advantage of all online and electronic opportunities to receive their copies of the Information Statement and other documents related to the 2025 ASM.

Thank you and we appreciate your continued support and trust in the Company.

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lanila, 2025

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LAGUERTA HI Dec. 31, 2025 024-179 Ermito, Manila or the year 2025 5 at Manila -2028 Roll No. 88314