

**ABOITIZ POWER CORPORATION**

NAC Tower, 32<sup>nd</sup> Street, Bonifacio Global City, Taguig City  
1634 Metro Manila, Philippines

The undersigned stockholder of **ABOITIZ POWER CORPORATION** (the "Company") indicated below, which are registered in the name of Philippine Central Depository Nominee Corporation (PCD Nominee), hereby appoints \_\_\_\_\_, as *sub-proxy*, or in his absence, the Chairman of the meeting, with power of substitution, to represent and vote all shares registered in the name of undersigned stockholder, at the Annual Stockholders' Meeting of the Company on **April 24, 2023 at 1:00 p.m.**, and at any adjournments thereof (the "2023 ASM"). Undersigned stockholder confirms receipt of the Agenda and rationale for the 2023 ASM, together with the Information Statements, and hereby directs its proxy to vote as follows:

1. Approval of minutes of the Annual Stockholders' Meeting held on April 25, 2022  
 Yes     No     Abstain
2. Approval of the 2022 Annual Report and Financial Statements  
 Yes     No     Abstain
3. Appointment of Sycip Gorres Velayo & Co. as the Company's External Auditor for 2023  
 Yes     No     Abstain
4. Election of the Members of the Board of Directors  
Vote my shares as follows (*Please check one*):  
 Equally to all nine (9) nominees for directors;  
 Abstain for all nine (9) nominees for directors;  
 Distribute or cumulate my shares to the nominee/s, as follows: (*Indicate the number of shares to be voted for each nominee in the table below*)
5. Ratification of the Acts, Resolutions and Proceedings of the Board of Directors, Corporate Officers, and Management from 2022 up to April 24, 2023  
 Yes     No     Abstain
6. Any issue/question that may arise related to any item in the Agenda of the meeting  
 Yes     No     Abstain

NAME OF NOMINEE	NO. OF SHARES VOTED	
	YES	ABSTAIN
Sabin M. Aboitiz		
Luis Miguel O. Aboitiz		
Toshiro Kudama		
Emmanuel V. Rubio		
Danel C. Aboitiz		
Edwin R. Bautista		
Satoshi Yajima		
Eric Ramon O. Recto (Independent Director)		
Cesar G. Romero (Independent Director)		
<b>TOTAL*</b>		

\* Total votes cast should not exceed the number of shares in your name multiplied by the number of board seats (9).

\_\_\_\_\_  
PRINTED NAME OF BROKER/PCD PARTICIPANT

\_\_\_\_\_  
NAME AND SIGNATURE OF AUTHORIZED  
SIGNATORY OF BROKER/PCD PARTICIPANT\*\*

\_\_\_\_\_  
DATE

No. of Shares Held	Tel. No./Mobile Phone No. of Stockholder
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\*\*This proxy must be submitted together with: (1) a duly executed Secretary's Certificate showing the authority of the representative to sign on behalf of the PCD Participant/Broker, and (2) a duly accomplished proxy or certificate of shareholdings issued by the Philippine Depository & Trust Corp. (PDTC). A sample Secretary's Certificate is available at <https://aboitizpower.com/2022asm>.

**This proxy must be received by the Office of the Corporate Secretary on or before 5:00 p.m., April 17, 2023 through email at [AP\\_BoardSecretariat@aboitiz.com](mailto:AP_BoardSecretariat@aboitiz.com). You may also send the hard copy to the Company's address stated above.**

This proxy, when properly executed, will be voted in the manner as directed by the stockholder(s). If no direction is given, this proxy will be voted for the election of all nominees and 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 and/or as recommended by management or the Board of Directors.

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.

Notarization of this proxy is not required.