

**AMENDED**  
**NOTICE OF ANNUAL STOCKHOLDERS' MEETING**

Dear Stockholders:

Please be notified that the Annual Meeting of Stockholders of Semirara Mining and Power Corporation (the "Corporation") will be held on **July 3, 2020, Friday at 10:00 o'clock in the morning** and will be conducted by remote communication at <https://www.semirarampc.com/asm>, with the following agenda:


- 1) CALL TO ORDER & PROOF OF NOTICE OF MEETING
- 2) CERTIFICATION OF QUORUM
- 3) CHAIRMAN'S MESSAGE
- 4) APPROVAL OF MINUTES OF PREVIOUS STOCKHOLDERS' MEETING HELD ON MAY 6, 2019
- 5) APPROVAL OF MANAGEMENT REPORT
- 6) APPROVAL OF THE AUDITED FINANCIAL STATEMENT FOR 2019
- 7) RATIFICATION OF THE ACTS OF THE BOARD OF DIRECTORS AND MANAGEMENT FROM THE DATE OF THE LAST ANNUAL STOCKHOLDER'S MEETING UP TO THE DATE OF THIS MEETING
- 8) ELECTION OF DIRECTORS FOR 2020-2021
- 9) APPROVAL OF APPOINTMENT OF INDEPENDENT EXTERNAL AUDITOR
- 10) OTHER MATTERS
- 11) ADJOURNMENT

Stockholders of record as of **May 22, 2020** will be entitled to notice of, and vote at the said annual meeting or any adjournment or postponement thereof.

In view of the current circumstances brought by regulations issued by the National Government due to COVID-19, stockholders may only attend the meeting by remote communication, by voting *in absentia* using the online voting portal at <https://www.semirarampc.com/voting>, or by appointing the Chairman of the meeting as their proxy. The requirements and procedure for electronic voting *in absentia* and participation by remote communication are set forth in the Information Statement and published in the Company's website at [www.semiraramining.com](http://www.semiraramining.com) and on PSE EDGE.

Duly accomplished proxies must be submitted on or before June 25, 2020 to the Office of the Corporate Secretary at 2<sup>nd</sup> Floor DMCI Plaza, 2281 Don Chino Roces Avenue, Makati City, Philippines or by email at [corporatesecretary@semirarampc.com](mailto:corporatesecretary@semirarampc.com). Validation of proxies is set on June 26, 2020 at 10:00 a.m.

Makati City, Metro Manila, May 8, 2020.



**JOHN R. SADULLO**  
Corporate Secretary  
*For the Board of Directors*

\*Semirara Mining and Power Corporation's Dividend Policy: Minimum of 20% of Net Profit after Taxes starting from the period ending December 31, 2005, provided however that the Board of Directors shall have the option to declare more than 20%, if there is excess cash and less than 20%, if no sufficient cash is available.

The Corporation declared cash dividends at P1.25/share on February 28, 2020 with Record Date, March 13 and payable on March 27, 2020.