

## 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 May 2, 2023, Tuesday at 10:00 o'clock in the morning and will be conducted by remote communication at <https://www.semiramampc.com/asm>, with the following agenda:

1. **Call to Order and Proof of Notice of Meeting**
2. **Certification of Quorum**
3. **Chairman's Message**
4. **Approval of Minutes of Previous Stockholders' Meeting held on May 2, 2022**
5. **Presentation and Approval of President's Report**
6. **Presentation and Approval of Audited Financial Statements for 2022**
7. **Ratification of the Acts of the Board of Directors and Management from the Date of the Last Annual Stockholders' Meeting up to the Date of this Meeting**
8. **Election of Directors for 2023-2024**
9. **Approval of Appointment of Independent External Auditor**
10. **Other Matters**
11. **Adjournment**

Stockholders of record as of March 14, 2023 will be entitled to notice of, and vote at the said annual meeting or any adjournment or postponement thereof.

Stockholders may only attend the meeting by remote communication, by voting *in absentia* using the online voting portal at <https://www.semiramampc.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 will be set forth in the Information Statement and published in the Company's website at [www.semiramining.com](http://www.semiramining.com) and on PSE EDGE.

Duly accomplished proxies must be submitted on or before April 22, 2023 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@semiramampc.com](mailto:corporatesecretary@semiramampc.com). Validation of proxies is set on April 26, 2023 at 10:00 a.m.

Makati City, Metro Manila, February 27, 2023.



**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 regular cash dividends at P1.50/share last March 31, 2022 with Record Date, April 18 and payable last April 28, 2022. It also declared special cash dividends at P3.50/share last October 17, 2022 with Record Date, October 31 and payable last November 15, 2022.

\*\*Should the date of annual stockholders' meeting (ASM) be declared a legal holiday, the ASM will be held on the next succeeding business day, at 10:00 a.m. pursuant to Section 1, Article I of SMPC's By-Laws, as amended.