



NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

Please be informed that the Annual Meeting of Stockholders of **MANILA BROADCASTING COMPANY** will be held through Zoom Video Conference on October 1, 2020 at 3:00 P.M.

AGENDA

1. Call to Order
2. Certification of Notice or Quorum
3. President's Report
4. Approval of Audited Financial Statements as of December 31, 2019
5. Approval and ratification of the acts of the Board of Directors and Officers of the Company from the date of last Stockholders' Meeting up to October 1, 2020
6. Election of Directors and Officers for the year 2020 – 2021
7. Appointment of External Auditors
8. Other Matters
9. Adjournment

For the purpose of the meeting, only stockholders of record as of August 31, 2020 are entitled to vote thereat.

Record date

Only Stockholders of record as of August 31, 2020 shall be entitled to attend the Meeting.

Registration

Stockholders intending to participate by remote communication should register by sending an email to corp.sec@manilabroadcasting.com on or before September 23, 2020 together with the following requirements:

- a. For Individual Stockholders

A scanned copy of the front and back portions of the Stockholder's government-issued ID showing photo, signature and personal details, preferably with residential address. This must be in JPG format.

Valid government-issued photo IDs include the following:

1. Driver's License
2. Passport

3. Unified Multi-Purpose ID (UMID)
4. Social Security System ID (SSS)
5. Government Service Insurance System ID (GSIS)
6. Professional Regulatory Commission ID (PRC)
7. Senior Citizen ID
8. Postal ID
9. Voter's ID

- A valid and active e-mail address
- A valid and active contact number
- Tax Identification Number (TIN)

b. For Corporate Stockholders

- A Secretary's Certificate attesting to the authority of the representative to participate by remote communication for, and on behalf of the Corporation (in JPG format)
- A scanned copy of the front and back portions of the government-issued ID of the Stockholder's representative showing photo, signature and personal details, preferably with residential address. This must be in JPG format.

Valid government-issued photo IDs include the following:

1. Driver's License
2. Passport
3. Unified Multi-Purpose ID (UMID)
4. Social Security System ID (SSS)
5. Government Service Insurance System ID (GSIS)
6. Professional Regulatory Commission ID (PRC)
7. Senior Citizen ID
8. Postal ID
9. Voter's ID

- A valid and active e-mail address of the Stockholder's representative
- A valid and active contact number of the Stockholder's representative

c. For Stockholders represented by Proxy or authorized person

In addition to the above requirements for the stockholder, the same requirement shall be submitted by the Proxy or authorized person and a scanned copy of the authorization letter signed by the Stockholder to cast the vote for the account (in JPG format).

d. For Stockholders under Broker accounts

- A scanned copy of the broker's certification, signed by the duly authorized signatories, regarding the Stockholder's number of shareholdings (in JPG format).
- A scanned copy of the front and back portions of the government-issued ID of the Stockholder showing photo, signature and personal details, preferably with residential address. This must be in JPG format.

Valid government-issued photo IDs include the following:

1. Driver's License
2. Passport
3. Unified Multi-Purpose ID (UMID)
4. Social Security System ID (SSS)
5. Government Service Insurance System ID (GSIS)
6. Professional Regulatory Commission ID (PRC)
7. Senior Citizen ID
8. Postal ID
9. Voter's ID

- A valid and active e-mail address
- A valid and active contact number

Questions about the meeting and the company

You may send your questions regarding the conduct of the Meeting and the Company to corp.sec@manilabroadcasting.com

Open Forum

There will be an Open Forum, to which, the moderator will read and where representatives of the Company shall endeavor to answer the questions and comments received from stockholders as time will allow.

Electronic copies of relevant documents

Copies of the Notice of Meeting, Definitive Information Statement and other related documents in connection with the Meeting may be accessed through the company's website (<https://www.manilabroadcasting.com.ph>) and on PSE EDGE (https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=117).

Reminders

- ❖ Successful registrants will receive an electronic invitation through email with a complete guide on how to join the Meeting and how to cast votes.
- ❖ Please refrain from sending multiple emails as this can result in failed registration. All documents shall be subject to verification and validation by the Company.

Explanation of Agenda Items

- Certification of Notice or Quorum.
The following stockholders shall be deemed present:
 - *Those who notified the Company before the deadline of their intention to participate through remote communication;*
 - *Those who sent the requirements before the deadline; and*
 - *Those who registered and voted before the cut off time*

- President's Report.
The President will present to the stockholders the actions taken for the preceding year and plans for the subsequent year.

- Approval of Audited Financial Statements as of December 31, 2019.
The audited financial statements for the year 2019 will be presented to the stockholders for approval.

- Approval and ratification of the acts of the Board of Directors and Officers of the Company from the date of last Stockholders' Meeting up to October 1, 2020.
The Acts of the Board of Directors and Officers of the Company from December 4, 2019 up to October 1, 2020 will be presented to the stockholders for approval and ratification.

- Election of Directors and Officers for the year 2020 – 2021.
Election of the Board of Directors and Officers for the year 2020 – 2021.

- Appointment of External Auditors.
The Company's external auditor is Sycip Gorres Velayo and Company and will be nominated for reappointment for the current year.

- Other Matters.
There will be an Open Forum for the questions and comments by the stockholders


ATTY. RUDOLPH STEVE E. JULARBAL
Corporate Secretary