

## 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 6, 2024, Monday at 10:00 o'clock in the morning and will be conducted via 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 2, 2023
- 5) PRESENTATION AND APPROVAL OF THE PRESIDENT'S REPORT
- 6) PRESENTATION AND APPROVAL OF THE AUDITED FINANCIAL STATEMENT FOR 2023
- 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 2024-2025
- 9) APPROVAL OF APPOINTMENT OF INDEPENDENT EXTERNAL AUDITOR
- 10) OTHER MATTERS
- 11) ADJOURNMENT

Stockholders of record as of March 12, 2024, 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.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 on the Company's website at [www.semiraramining.com](http://www.semiraramining.com) and at the PSE EDGE.

Duly accomplished proxies must be submitted on or before April 25, 2024, to the Office of the Corporate Secretary at 2nd 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 for April 29, 2024, at 10:00 a.m.

Makati City, Metro Manila, February 27, 2024.



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

*\*Semirara Mining and Power Corporation has a dividend policy that ensures a minimum of 20% of net profit after taxes starting from the period ending December 31, 2005. However, the Board of Directors has the option to declare more than 20% if there is excess cash, and less than 20% if there is insufficient cash available.*

The corporation declared a regular cash dividend of P1.80 per share and a special cash dividend of P1.70 per share on March 27, 2023. The record date is April 13 and payable on April 25, 2023. It also declared a special cash dividend of P3.50 per share on October 9, 2023, with a record date on October 23 and payable on November 8, 2023.