

Requirements and Procedure for Participation and Voting at the  
2022 Special Stockholders' Meeting

of

**ENERGY DEVELOPMENT CORPORATION**  
(the "Company")

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The 2022 special meeting of the stockholders of **Energy Development Corporation** (the "Company") will be held virtually on **February 24, 2022 at 10:00 A.M.** Due to the COVID-19 situation, there will be no physical venue for the meeting. The meeting will be held via remote communication at [https://conveneagm.com/ph/edc\\_ssm2022/](https://conveneagm.com/ph/edc_ssm2022/).

Stockholders of record as of **January 28, 2022** are entitled to participate and vote in the 2022 special stockholders' meeting.

Stockholders intending to participate by remote communication must comply with the following requirements and/or procedures:

**I. PRE-REGISTRATION**

As indicated in the Notice of Special Stockholders' Meeting (the "Notice"), stockholders who intend to participate by remote communication should pre-register at [https://conveneagm.com/ph/edc\\_ssm2022/](https://conveneagm.com/ph/edc_ssm2022/), on or before **6:00 P.M. on February 17, 2022**.

To pre-register, the following requirements must be attached:

***For Individual Stockholders***

1. A scanned copy of the stockholder's valid government-issued ID showing photo, signature, and personal details, including residential address (in JPG format). The file size should not be larger than 2MB.
2. A valid and active email address and contact number.

***For Corporate Stockholders***

1. A Secretary's Certificate attesting to the authority of the representative of the corporate stockholder to attend and vote at the stockholders' meeting (in JPG format). The file size should not be larger than 2MB. Please see attached form of the Secretary Certificate (Appendix 1).
2. A scanned copy of the valid government-issued ID of the authorized representative of the corporate stockholder showing photo, signature, and personal details, including residential address (in JPG format). The file size should not be larger than 2MB.
3. A valid and active email address and contact number.

***For Stockholders under PCD Participant/Brokers account***

1. A broker certification on the stockholder's number of shareholdings (in JPG format). The file size should not be larger than 2MB.
2. A scanned copy of the stockholder's valid government-issued ID showing photo, signature, and personal details, including residential address (in JPG format). The file size should not be larger than 2MB.
3. A valid and active e-mail address and contact number.

If requested by the Company, a stockholder must submit an originally signed proxy at:

**ENERGY DEVELOPMENT CORPORATION**  
6<sup>th</sup> Floor, Rockwell Business Center Tower 3  
Ortigas Avenue, Pasig City

Attention: The Corporate Secretary  
c/o Mr. Ryan Z. Velasco  
Head, Investor Relations

A stockholder who has executed a proxy, either electronically or by submission of a scanned copy, may revoke the same at any time prior to **6:00 P.M. on February 17, 2022** by clicking the “Withdraw Proxy Submission” button. Once revoked, the stockholder may vote on the matters for approval by voting *in absentia* (electronic voting) until **6:00 P.M. on February 17, 2022** or submit another proxy within the same period. A stockholder may revoke its proxy only once.

#### ***Validation of Votes***

Votes received through electronic voting, together with votes cast through proxies, shall be tabulated by the Office of the Corporate Secretary. All votes cast shall be subject to validation by BDO Unibank, Inc. - Securities Operations, the Company’s Stock and Transfer Agent.

The results of the voting shall be reported during the meeting. The Company will ensure the confidentiality of all votes, whether cast *in absentia* or by proxy.

#### **IV. DETERMINATION OF QUORUM**

Only stockholders who successfully registered within the prescribed period will be included in the determination of quorum at the meeting. By voting *in absentia* or by proxy or by participating remotely in the meeting, a stockholder shall be deemed present for purposes of determining quorum.

#### **V. OTHER MATTERS**

A stockholder, once successfully registered, will be given an opportunity to raise any relevant questions or express an appropriate comment limited to the agenda items by submitting the same through [https://conveneagm.com/ph/edc\\_ssm2022/](https://conveneagm.com/ph/edc_ssm2022/) from **February 2 to 17, 2022**. Any relevant question or comment received during this period will be properly acknowledged, noted, and addressed accordingly.

Stockholders participating in the virtual meeting may also raise questions through [edc\\_shmeeting@energy.com.ph](mailto:edc_shmeeting@energy.com.ph). The Company shall endeavor to respond to relevant questions received during said period.

The proceedings of the meeting will be recorded. A copy of the recorded proceedings will be made available to the stockholders upon request while the minutes of the meeting will be made available at the Company’s website: [www.energy.com.ph](http://www.energy.com.ph).

For any question about the conduct of the virtual meeting, you may visit the Company’s website at [www.energy.com.ph](http://www.energy.com.ph) or get in touch with the Company through [edc\\_shmeeting@energy.com.ph](mailto:edc_shmeeting@energy.com.ph).