

NOTICE OF THE ANNUAL MEETING OF STOCKHOLDERS

Please take notice that the Annual Meeting of Stockholders of the **PHILIPPINE BANK OF COMMUNICATIONS** (“PBCOM”) will be held on **Tuesday, 15 June 2021, 9:00 a.m. to 10:00 a.m.** The meeting will be conducted virtually and can be accessed at the link provided in the Bank’s website at <https://www.pbcom.com.ph/>.

A G E N D A

1. Call to Order
2. Certification of Notice and Quorum
3. Review and Approval of the Minutes of the Previous Meeting held on 14 July 2020
4. Annual Report of Management and Approval of the Audited Financial Statements for 2020
5. Ratification of Acts of the Board of Directors and Management since the Last Annual Meeting of Stockholders
6. Amendment of the By-Laws to include BSP-prescribed board level committees
7. Election of Directors
8. Appointment of External Auditor
9. Other Matters
10. Adjournment

For purposes of the meeting, only stockholders of record as of **14 May 2021** are entitled to notice of, and to vote at, the Annual Meeting of Stockholders.

In light of the community quarantine measures still in place, PBCOM will be holding a virtual Annual Meeting. The conduct of the Annual Meeting will be streamed live, and stockholders may attend, participate and vote only through proxy, remote communication or *in absentia*. The requirements and procedures for voting *in absentia* and participation through remote communication are set forth in the Information Statement.

Stockholders who choose to vote by proxy must submit and address their signed proxy to the attention of the Corporate Secretary at 5/F PBCOM Tower, 6795 Ayala Avenue corner V.A. Rufino Street, Makati City or via e-mail at CorporateSecretary@pbcom.com.ph not later than 5:00 p.m. on or before 07 June 2021.

In compliance with SEC Resolution No. 196, Series of 2015, a copy of the Unaudited Interim Financial Statements of PBCOM with Management Discussion and Analysis for the period ended 31 March 2021 shall be posted in PBCOM’s website at <https://www.pbcom.com.ph/> on or before 07 June 2021. A hard copy of the said interim financial statements shall be provided within a reasonable time upon request by any stockholder.

Copies of the following documents will be available upon request: (i) Minutes of the Annual Meeting of Stockholders held on 14 July 2020; (ii) Information Statement; (iii) Management Report; (iv) Audited Financial Statements for the year 2020.

PBCOM IS NOT SOLICITING PROXIES.


MICHAEL STEPHEN H. LAO
Corporate Secretary