



July 5, 2026

NOTICE AND AGENDA OF ANNUAL MEETING OF STOCKHOLDERS

TO : ALL STOCKHOLDERS
FIRST PHILIPPINE HOLDINGS CORPORATION

Please take notice that the Annual Meeting of the Stockholders of our Corporation will be held virtually via this link: <https://conveneagm.com/ph/fphc2026> on **Monday, July 27, 2026**, at **10:00 a.m.** to discuss the following:

1. Call to Order
2. Proof of Required Notice
3. Determination of Quorum
4. Approval of the Minutes of the May 29, 2025 Stockholders' Meeting
5. Reports of the Chairman & the President
6. Approval/Ratification of the December 31, 2025 Reports and the Audited Financial Statements
7. Ratification of the Acts of the Board, of the Executive Committee, other Board Committees and of Management
8. Appointment of External Auditors
9. Other Matters
10. Adjournment

For purposes of the meeting, only stockholders of record as of May 29, 2026 are entitled to attend and to vote in the said meeting. We encourage shareholders to participate in this virtual meeting of the shareholders either personally or by proxy.

All stockholders who will not, are unable, or do not expect to attend the virtual meeting personally may choose to execute and send a valid proxy in writing to the Office of the Corporate Secretary, 6th Floor Rockwell Business Center Tower 3, Ortigas Avenue, Pasig City or through corporatesecretary@fphc.com in digital/electronic form on or before July 17, 2026. Proxies shall be validated until July 21, 2026. Electronic copies of the Corporation's Information Statement, Management Report, SEC Form 17-A and other pertinent documents will be available at the company website <http://www.fphc.com> and likewise uploaded to the PSE's EDGE disclosure system after the approval of the Information Statement.

Online voting and participation by remote communication will be available for all qualified stockholders. Stockholders who wish to vote online and participate by remote communication will be required to register not later than July 17, 2026. Please refer to Annex "A" for the Registration and Validation Procedures.

By order of the Board of Directors.

ENRIQUE I. QUIASON
Corporate Secretary

EXPLANATION OF AGENDA ITEMS

1. Call to Order

The Chairman of the Board of Directors, Mr. Federico R. Lopez, will call to order the Annual Meeting of the Stockholders.

2. Proof of Required Notice

The Corporate Secretary, Atty. Enrique I. Quiason, will be asked to certify that copies of the Notice and Agenda of the meeting, among others, were effectively served upon the stockholders entitled to the same, including the dates of posting at the PSE's Edge system and the Corporation's website, as well as of publication of the notice in newspapers of general circulation. The Corporate Secretary will then certify whether or not, based on the number of shares present personally or represented by proxy, a quorum exists for a valid meeting.

Pursuant to Sections 23 and 57 of the Revised Corporation Code which allow voting through remote communication or in absentia, stockholders may access the online web portal <https://conveneagm.com/ph/fphc2026> in order to register and vote on the matters at the meeting. A stockholder voting remotely or in absentia shall be deemed present for purposes of quorum. Please refer to Annex "A" of the Information Statement for a detailed listing of the requirements and procedures for Voting and Participation in the 2026 FPH ASM via remote communication or voting in absentia, as well as on how to join the livestream.

3. Determination of Quorum & Voting Procedures / Submission of Questions from the Stockholders

The Corporate Secretary will further certify the presence of a quorum. The holders of record of a majority of the stock of the Corporation then issued and outstanding and entitled to vote, represented in person or by proxy, shall constitute a quorum for the transaction of business.

Questions and comments may be submitted through <https://conveneagm.com/ph/fphc2026> during registration and up to 6:00 p.m. of July 17, 2026, and through email at corporatesecretary@fphc.com during the meeting. FPH will endeavor to respond to questions within the allotted time.

The website platform shall state the agenda items for consideration by the stockholders. Stockholders must register to signify their intention to participate in the meeting by remote communication; registered participants will be included in the determination of quorum together with stockholders who voted in absentia or by proxy.

Voting shall only be allowed for stockholders registered through the online platform. Successful registrants may vote electronically, either by themselves or through a validly-appointed proxy, or through the Chairman of the meeting as proxy. Detailed requirements and instructions pertaining to registration can be found on Annex "A" of the Information Statement.

For all items on the agenda for approval, the affirmative vote of at least a majority of the issued and outstanding stock entitled to vote and represented at the meeting will be required for approval. Each outstanding share of stock as of the record date entitles the registered holder to one vote. All votes received shall be counted by the Office of the Corporate Secretary and the results will be validated by an independent third party. The meeting proceedings will be recorded in audio and video format.

4. Approval of the Minutes of the May 29, 2025 Stockholders' Meeting

The draft of the minutes of the meeting held on May 29, 2025 is available at the Corporation's website¹. The stockholders will be asked to approve the draft minutes and acknowledge the completeness and accuracy thereof.

¹ <https://www.fphc.com/storage/app/media/FPH%20Minutes%20of%20ASM%202025.pdf>

5. Reports of the Chairman & the President

The Chairman and the President will render their respective reports to the stockholders.

6. Approval/Ratification of the December 31, 2025 Reports and the Audited Financial Statements / Responses to the Questions Raised

The audited financial statements as of December 31, 2025 will be presented for approval of the stockholders. The stockholders will be requested to approve the management reports and to ratify the Board's approval of the Audited Financial Statements. At this point, the Chairman will ask if there are any questions that have been submitted by the stockholders and shall endeavor to have these responded to depending on the time available. A copy of the Annual Report will be available on the website at https://fphc.com/company_disclosures/sec-filings.

7. Ratification of the Acts of the Board, of the Executive Committee, other Board Committees and of Management

With respect to the ratification of the Acts of the Board, of the Executive Committee, other Board Committees, and of Management for the past year and up to the date of the meeting, this would cover items entered into in the ordinary course of business, with those of significance having been covered by the proper disclosures and the related actions taken with respect thereto. The acts and resolutions of the Board and its committees were reflected in the minutes of the meetings including approval of contracts and agreements, projects and investments, treasury matters, and acts and resolutions covered by disclosures to the Securities and Exchange Commission (SEC), the Philippine Stock Exchange, and applicable regulatory agencies. The acts of management were those taken to implement the resolutions of the Board or its committees or taken in the general conduct of business.

8. Appointment of External Auditors

The Audit Committee has endorsed the appointment of the external auditors for the ensuing year. Upon presentation, the appointment of the Corporation's external auditors will be put to a vote by the stockholders. Please refer to pages 39 to 40 of the Information Statement for the details of SyCip Gorres Velayo & Co. (SGV & Co.) acting as the Corporation's external auditors.

9. Other Matters

The Chairman may open for consideration any other matter that can be properly brought before the meeting.

10. Adjournment

Upon confirmation by the Corporate Secretary that there are no other matters to be considered, the Chairman shall declare the meeting adjourned.