



JG SUMMIT  
HOLDINGS, INC.

# Annual Stockholders' Meeting 2026



# Notice of the Annual Meeting of Stockholders

May 15, 2026

Notice is hereby given that the Annual Meeting of the Stockholders of JG SUMMIT HOLDINGS, INC. (the "Corporation") will be held on May 15, 2026 at 2:30 p.m. via remote communication at [<https://bit.ly/2026JGSASM>].

The Agenda for the meeting is as follows:

- |   |   |
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| <b>01</b> Proof of notice of the meeting and existence of a quorum.   | <b>05</b> Appointment of External Auditor.  |
| <b>02</b> Reading and approval of the Minutes of the Annual Meeting of the Stockholders held on May 15, 2026. | <b>06</b> Ratification of the acts of the Board of Directors and its committees, officers and management. |
| <b>03</b> Presentation of the Annual Report and approval of the financial statements for the preceding year.  | <b>07</b> Consideration of such other matters as may properly come during the meeting.                    |
| <b>04</b> Election of Board of Directors.   | <b>08</b> Adjournment.  |

A brief explanation of each agenda item which requires stockholders' approval is provided herein. The Information Statement to be sent to the stockholders shall contain more detail on the rationale and explanation of each agenda item.

Stockholders intending to participate via remote communication must notify the Corporation by email to [corporatesecretary@jgsummit.ph](mailto:corporatesecretary@jgsummit.ph) on or before May 5, 2026.

Stockholders who wish to cast their votes may do so via the method provided for voting electronically, voting *in absentia*, or by accomplishing the proxy form to be sent together with the Information Statement. The procedures for attending the meeting via remote communication and for casting votes electronically, or *in absentia* are explained further in the Information Statement.

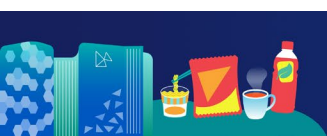
Stockholders who wish to vote by proxy shall send the proxies via email to [corporatesecretary@jgsummit.ph](mailto:corporatesecretary@jgsummit.ph) or hard copies to The Office of the Corporate Secretary, 40th Floor, Robinsons Equitable Tower, ADB Avenue cor. Poveda Road, Ortigas Center, Pasig City.

Pursuant to Section 9, Article II of the Amended By-Laws of the Corporation, proxies must be received by the Corporate Secretary for inspection and recording not later than five (5) working days before the time set for the meeting, or not later than May 8, 2026 at 5:00 p.m. Validation of proxies shall be held on May 11, 2026.

Only stockholders of record as of April 10, 2026 shall be entitled to vote.

By Authority of the Chairman

  
**MARIA CELIA H. FERNANDEZ-ESTAVILLO**  
Corporate Secretary



# Explanation of Agenda Items for Stockholder's Approval

## Proof of notice of the meeting and existence of a quorum.

The Chairman will formally open the meeting at around 2:30 p.m. The Corporate Secretary will certify that written notice for the meeting was duly sent to stockholders and that a quorum exists for the transaction of business.

The Corporation has prepared a designated site which may be accessed by the stockholders to register and vote electronically *in absentia* the matters for resolution at the meeting<sup>1</sup>, in accordance with Sections 23 and 57 of the Revised Corporation Code which allow voting *in absentia* by the stockholders. A stockholder who participates through remote communication, votes electronically, or *in absentia* shall be deemed present for purposes of quorum.

## The following is a summary of the guidelines for voting and participation in the meeting:

- I. Stockholders may attend the meeting by viewing the livestream at the following link: <https://bit.ly/2026JGSASM>. The meeting will be held at the Summit Hall of Robinsons Equitable Tower for presiding officers and Board Members and a livestream of the meeting shall be broadcast via Microsoft Teams. Please refer to Annex E of the Information Statement for the detailed guidelines for participation via remote communication.
- II. Questions and comments on the items in the Agenda may be sent to [corporatesecretary@jgsummit.ph](mailto:corporatesecretary@jgsummit.ph). Stockholders of record as of April 10, 2026, owning the required percentage of the total outstanding capital stock of the Corporation according to relevant laws, regulations and the internal policy of the Corporation may submit proposals on items for inclusion in the agenda on or before May 5, 2026.<sup>2</sup>

Questions or comments received from stockholders on or before May 5, 2026 may be responded to during the meeting. Any questions not answered during the meeting shall be answered via email.

- III. Each item in the agenda for approval of the stockholders will be shown on the screen during the livestream as the same is taken up at the meeting.
- IV. Stockholders may cast their votes on any item in the agenda for approval via the following modes on or before May 8, 2026:
  - a. By sending their proxies appointing the Chairman of the meeting to the Corporate Secretary;
  - b. By electronic means, subject to validation procedures;

OR

- c. By voting *in absentia*, subject to validation procedures. Please refer to Annex E of the Information Statement for the detailed procedure for registration and voting *in absentia*.

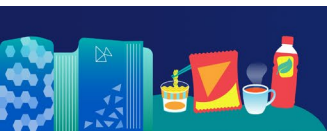
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<sup>1</sup>The detailed instructions pertaining to the URL to be accessed and the use thereof will be provided in the Information Statement.

<sup>2</sup>Please see Securities and Exchange Commission (SEC) Circular No. 14 series of 2020 on shareholders' right to put items on the Agenda for Regular/ Special Stockholders' meetings.



- V.** Stockholders may cast their votes on any item in the agenda for approval by sending their proxies appointing the Chairman of the meeting to the Corporate Secretary by email to [corporatesecretary@jgsummit.ph](mailto:corporatesecretary@jgsummit.ph); or send hard copies to the Office of the Corporate Secretary with address at the 40th Floor, Robinsons Equitable Tower, ADB Avenue cor. Poveda Road, Ortigas Center, Pasig City, on or before May 8, 2026.
- a. Stockholders holding shares through a broker may course their proxies through their respective brokers, which shall issue certification addressed to the Corporate Secretary and duly signed by their authorized representative, stating the number of shares being voted and the voting instructions on the matters presented for approval.
  - b. Stockholders may also send their duly executed proxies directly to the Corporate Secretary. The proxies shall be sent together with the following supporting documents:
    - i. Government-issued identification (ID) of the Stockholder;
    - ii. For Stockholders with joint accounts: The proxy form must be signed by all joint Stockholders. Alternatively, they may submit a scanned copy of an authorization letter signed by all Stockholders, identifying who among them is authorized to sign the proxy.
    - iii. If holding shares through a broker, the certification from the broker stating the name of the beneficial owner and the number of shares owned by such Stockholder.
- VI.** Stockholders intending to participate via remote communication who have not sent their proxies, registered to vote electronically, or voted *in absentia* must notify the Corporation by email to [corporatesecretary@jgsummit.ph](mailto:corporatesecretary@jgsummit.ph) on or before May 8, 2026, in order to be counted for quorum. The email shall contain the following:
- a. If holding shares through a broker, certification from the broker stating the name of the beneficial owner and the number of shares owned by such Stockholder;
  - b. Government-issued identification (ID) of the shareholder.
- VII.** For purposes of quorum, the following stockholders shall be deemed present:
- a. Those who sent in their proxies before the deadline;
  - b. Those who registered to vote electronically before the cut off time;
  - c. Those who voted in absentia before the cut off time; and
  - d. Those who notified the Corporation before the deadline of their intention to participate via remote communication.
- VIII.** In the election of directors, each common and preferred voting stockholder may vote such number of shares for as many persons as there are directors to be elected or he may cumulate said shares and give one nominee as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or by distributing such votes as the same principle among any number of candidates.
- IX.** The Office of the Corporate Secretary shall tabulate all votes received and the results of the tabulation shall be validated by Punongbayan & Araullo (Grant Thornton Philippines). Validation of proxies is set for May 11, 2026 at 5:00 p.m. During the meeting, the Secretary shall report the votes received and inform the stockholders if the particular agenda item is carried or disapproved. The total number of votes cast for each item for approval under the agenda will be shown on the screen. The final tally of the votes will be reflected in the Minutes of the meeting.



## Reading and approval of the Minutes of the Annual Meeting of the Stockholders held on May 15, 2025

Copies of the Minutes will be distributed to the stockholders before the meeting. The Minutes of the Annual Meeting of Stockholders held on May 15, 2025 is also available in the Corporation's website and shall be presented to the stockholders for approval. Below is the proposed resolution for approval of the stockholders:

*"RESOLVED, that the stockholders of Corporation hereby approve the Minutes of the Annual Meeting of the Stockholders dated May 15, 2025."*

## Presentation of annual report and approval of the financial statements for the preceding year

Copies of the Annual Report and financial statements is included in the Information Statement sent to the stockholders prior to the meeting and is likewise available in the Corporation's website. The annual report and the financial statements for the preceding fiscal year, will be presented to the stockholders for approval. Below is the proposed resolution for approval of the stockholders:

*"RESOLVED, that the stockholders of Corporation hereby approve the Corporation's Audited Financial Statements for the year ended December 31, 2025."*

## Election of Board of Directors

The Corporation has a policy to engage professional search firms or use other external sources to search for new candidates to the Board of Directors. All nominees undergo a nomination process conducted by the Governance Nomination Remuneration and Sustainability Committee in accordance with Corporation's Board Nomination and Election Policy. A copy of the policy is available in the Corporation's website.

The nominees for election as members of the Board of Directors for the ensuing year, including independent directors, will be presented to the stockholders. The profiles of the nominees shall be provided in the Information Statement to be sent to the Stockholders and may be accessed through the Corporation's website for examination. The Corporation respects and recognizes the right of minority shareholders to nominate directors in accordance with Article II, Section 8(b) of the Corporation's Amended By-Laws. The members of the Board of Directors of the Corporation shall be elected individually and by plurality vote. Below is the proposed resolution for approval of the stockholders:

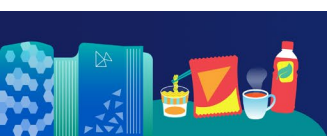
*"RESOLVED, that the stockholders of the Corporation hereby elect the following as directors for the ensuing year until their successors are duly elected and qualified:*

1. James L. Go
2. Lance Y. Gokongwei
3. Patrick Henry C. Go
4. Robina Gokongwei Pe
5. Johnson Robert G. Go, Jr.
6. Antonio L. Go
7. Artemio V. Panganiban
8. Bernadine T. Siy
9. Antonio Jose U. Periquet, Jr.

## Appointment of External Auditor

The Corporation's external auditor is SyCip Gorres Velayo & Co. and will be nominated for reappointment for the current fiscal year. Below is the proposed resolution for approval of the stockholders:

*"RESOLVED, that the stockholders of the Corporation hereby appoint SyCip Gorres Velayo & Co. as the Corporation's External Auditor for the ensuing year."*



## **Ratification of the acts of the Board of Directors and its committees, officers, and management**

Ratification of the acts of the Board of Directors and its committees, officers, and management of the Corporation since the last annual stockholders' meeting up to the current stockholders' meeting, as duly recorded in the corporate books and records of the Corporation, will be requested. Below is the proposed resolution for approval of the stockholders:

*“RESOLVED, that the stockholders of the Corporation hereby ratify all acts of the Board of Directors and its committees, officers, and management of the Corporation since the last annual stockholders' meeting up to the current stockholders' meeting, as duly recorded in the corporate books and records of the Corporation.”*

## **Consideration of such other matters as may properly come during the meeting**

The Chairman will take up agenda items received from stockholders on or before May 5, 2025, in accordance with existing laws, rules and regulations of the Securities and Exchange Commission, and the Corporation's internal guidelines.

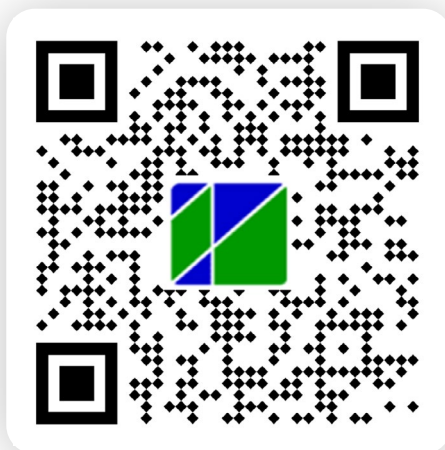
The Chairman will open the floor for comments and questions by the stockholders. The Chairman will decide whether matters raised by the stockholders may be properly taken up in the meeting or in another proper forum.



# Dear Stockholder:

To access or view the 2026 Definitive Information Statement of JG Summit Holdings, Inc. (“2026 DIS”), you may choose from the following options:

1. View/download the 2026 DIS on our website through the following link:  
<https://bit.ly/JGSDIS2026>
2. View/download the 2026 DIS by scanning the following QR code<sup>1</sup>:



- a. Search for and download a QR code scanning application (“app”) on your smartphone for free on the App Store for iOS or Play Store for Android.
- b. Upon installation, open the app and point the camera towards the QR code and scan it;
- c. Once the QR code has been successfully scanned, the app will automatically connect to the website for viewing and downloading the 2026 DIS.

To request for soft copies of the 2026 DIS to be sent to your email address, you may send a request to the following email address: [corporatesecretary@jgsummit.ph](mailto:corporatesecretary@jgsummit.ph)

The Annual Report of JG Summit Holdings, Inc. will be accessible for viewing or download on May 15, 2026, at <https://www.jgsummit.com.ph/annualreport2025>.

Should there be any concerns, you may email us at [corporatesecretary@jgsummit.ph](mailto:corporatesecretary@jgsummit.ph)

You are invited to attend the Annual Stockholders’ Meeting on May 15, 2026 at 2:30 p.m. via livestream at the following link: <https://bit.ly/2026JGSASM>. The livestream will be broadcast through Microsoft Teams, which may be accessed via a web browser or the Microsoft Teams app. Participants may join using any Microsoft account or choose to join anonymously. If you are using a mobile device or tablet, you may be prompted to download the Microsoft Teams app to access the livestream.

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<sup>1</sup>The use of the QR code was approved by the Securities and Exchange Commission (SEC) on February 7, 2019. In accordance with the SEC approval dated February 7, 2019, a notification letter was sent to the SEC on March 11, 2026.



## WE ARE NOT SOLICITING YOUR PROXY

Stockholders who wish to cast their votes may do so via the method provided for voting electronically, voting in absentia, or by accomplishing the proxy form provided below. The detailed procedure for casting votes in absentia shall be sent securely to the stockholders.

## PROXY AND VOTING INSTRUCTIONS

Stockholders who wish to vote by proxy shall accomplish this form completely and clearly and must be submitted on or before **May 8, 2026** via email to [corporatesecretary@jgsummit.ph](mailto:corporatesecretary@jgsummit.ph) or hard copy to the Office of the Corporate Secretary, 40th Floor Robinsons Equitable Tower, ADB Avenue cor. Poveda Road, Ortigas Center, Pasig City.

Proxies must be signed by the stockholder. If the stockholder is a corporation, the proxy form must be accompanied by a Corporate Secretary's Certificate quoting the Board Resolution authorizing the person to execute the proxy. For brokers or custodian banks submitting the proxy on behalf of beneficial owners, a Certification under Oath must be attached, stating that the broker or custodian bank has obtained the written consent of the account holder.

## VALIDATION PROCESS

All proxy forms received shall be subject to validation by the Office of the Corporate Secretary, to confirm the authenticity, completeness, and authority of the individual signing the proxy.

The validation process shall be conducted no later than May 11, 2026. Only validated proxies shall be counted for purposes of quorum and voting.

## VOTING INSTRUCTIONS

The undersigned stockholder of JG SUMMIT HOLDINGS, INC. (the "Corporation") hereby appoints the Chairman of the Meeting as his/her/its attorney-in-fact and proxy, to represent and vote all shares registered in his/her/its name at the Annual Meeting of the Stockholders to be held on May 15, 2026, including any postponement or adjournment thereof.

To cast your vote, place a check mark (✓) inside the box corresponding to your chosen option: Yes, No, or Abstain for each agenda item.

If no specific voting instructions are given, or if the form is incomplete or improperly filled out, the proxy shall be voted in favor of the proposed resolutions stated in the notice and on other matters that may properly come before the meeting, in the manner recommended by the Chairman and in accordance with the Information Statement.

By submitting this proxy, the stockholder ratifies and confirms all lawful actions taken by the proxy in accordance with this authority.

## REVOCABILITY

The stockholder has the right to revoke this proxy at any time before it is exercised.

To be effective, the revocation must be in writing and received by the Office of the Corporate Secretary at least three (3) working days before the scheduled Annual Stockholders' Meeting on May 15, 2026.

### 1. Proof of Notice of the Meeting and Existing of a Quorum

Yes  No  Abstain

### 2. Approval of the Minutes of the Annual Meeting of the Stockholders held on May 15, 2025

Yes  No  Abstain

### 3. Approval of the financial statements for the preceding year

Yes  No  Abstain

### 4. Election of Board of Directors:

	Yes	No	Abstain
1. James L. Go	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Lance Y. Gokongwei	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Patrick Henry C. Go	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Robina Gokongwei Pe	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Johnson Robert G. Go, Jr.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

#### Independent Directors:

6. Antonio L. Go	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Artemio V. Panganiban	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Bernadine T. Siy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Antonio Jose U. Periquet, Jr.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

### 5. Appointment of SyCip Gorres Velayo & Co. as external auditor.

Yes  No  Abstain

### 6. Ratification of the acts of the Board of Directors and its committees, officers and management.

Yes  No  Abstain

### 7. At his/her discretion, the proxy named above is authorized to vote upon such other matters as may properly come during the meeting

Yes  No  Abstain

### 8. Adjournment

Yes  No  Abstain

\_\_\_\_\_  
SIGNATURE OF STOCKHOLDER/ AUTHORIZED  
SIGNATORY OVER PRINTED NAME

\_\_\_\_\_  
NUMBER OF SHARES

\_\_\_\_\_  
DATE