

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 3, 2021, Monday at 10:00 o'clock in the morning and will be conducted by remote communication at <https://www.semiramampc.com/asm>, with the following agenda:

- 1) CALL TO ORDER & PROOF OF NOTICE OF MEETING
- 2) CERTIFICATION OF QUORUM
- 3) APPROVAL OF MINUTES OF PREVIOUS STOCKHOLDERS' MEETING HELD ON JULY 3, 2020
- 4) PRESENTATION AND APPROVAL OF PRESIDENT'S REPORT
- 5) PRESENTATION AND APPROVAL OF THE AUDITED FINANCIAL STATEMENT FOR 2020
- 6) 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
- 7) ELECTION OF DIRECTORS FOR 2021-2022
- 8) APPROVAL OF APPOINTMENT OF INDEPENDENT EXTERNAL AUDITOR
- 9) OTHER MATTERS
- 10) ADJOURNMENT

Stockholders of record as of March 18, 2021 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.semiramampc.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 in the Company's website at www.semiramining.com and on PSE EDGE.

Duly accomplished proxies must be submitted on or before April 26, 2021 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@semiramampc.com. Validation of proxies is set on April 27, 2021 at 10:00 a.m.

Makati City, Metro Manila, March 3, 2021.



JOHN R. SADULLO
Corporate Secretary
For the Board of Directors

*Semirara Mining and Power Corporation's Dividend Policy: Minimum of 20% of Net Profit after Taxes starting from the period ending December 31, 2005, provided however that the Board of Directors shall have the option to declare more than 20%, if there is excess cash and less than 20%, if no sufficient cash is available.

The Corporation declared cash dividends at P1.25/share last February 28, 2020 with Record Date, March 13 and payable last March 27, 2020.