**CIRTEK HOLDINGS PHILIPPINES CORPORATION**

**STOCKHOLDER PROXY**

The undersigned hereby appoints **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_** (the “Proxy”) with full power of substitution and delegation, as the proxy of the undersigned, to represent and vote all \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ shares of common stock of the undersigned in the books of **CIRTEK HOLDINGS PHILIPPINES CORPORATION** (the “Company”) for all matters to be taken up at all meetings of the Stockholders of the Company, including the Annual Stockholders’ Meeting to be held on 28 May 2021 at 10:30 a.m. and at any and all adjournments or postponements thereof, as fully and for all intents and purposes, as the undersigned might or could do if present and acting in person, and hereby ratifies and confirms any and all actions taken on matters which may properly come before said meeting or any adjournment thereof.

In case of absence of the Proxy and any substitute proxy designated by him at any meeting of stockholders, the undersigned hereby grants to the designated Chairman of the meeting of Stockholders chosen in accordance with the Company’s By-Laws, full power and authority to act as alternate proxy of the undersigned, for the same purposes specified in the preceding paragraphs.

This Proxy shall continue to be in full force and effect for a period of FIVE (5) years from the date hereof, unless withdrawn by written notice delivered to the Corporate Secretary of the Company, but shall not apply in instances wherein the undersigned personally attends the meeting.

**IN WITNESS WHEREOF**, the undersigned has executed this Proxy this \_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_\_\_.

**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

by:

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| --- | --- |
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Address: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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STOCKHOLDERS’ INSTRUCTIONS TO PROXY FOR THE **28 MAY 2021**

ANNUAL STOCKHOLDERS’ MEETING

The Stockholder may provide his/her instructions to the Proxy here. Should the Stockholder opt not to give instructions, the Stockholder authorizes the Proxy to vote according to the recommendation of Management:

1. Approval of the Minutes of the Special Stockholders’ Meeting Held on 27 November 2020

* FOR ⬜ AGAINST ⬜ ABSTAIN

1. Approval of the Audited Financial Statements As Of and For the Year Ended 31 December 2020

* FOR ⬜ AGAINST ⬜ ABSTAIN

1. Ratification of All Acts of the Board of Directors and Management

* FOR ⬜ AGAINST ⬜ ABSTAIN

1. Election of NINE (9) Directors including THREE (3) Independent Directors

The nominees for election as directors/independent directors are:

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| --- | --- | --- | --- |
| 1. Jerry Liu 2. Jorge Aguilar 3. Brian Gregory Liu 4. Justin Liu 5. Michael Stephen Liu 6. Ernest Fritz Server | \_\_\_\_\_  \_\_\_\_\_  \_\_\_\_\_  \_\_\_\_\_  \_\_\_\_\_  \_\_\_\_\_ | 1. Hector Villanueva (*Independent Director*) 2. Bernardino Ramos (*Independent Director*) 3. Corazon Guidote (*Independent Director*) | \_\_\_\_\_  \_\_\_\_\_  \_\_\_\_\_ |
| ⬜ FOR ALL  ⬜ WITHHOLD FOR ALL | ⬜ EXCEPTION:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | | |
| Instructions:   1. The Stockholder may withhold authority to vote for any or some nominee(s), by marking the exception box and writing the name(s) of such nominee(s) on the space provided. If the Stockholder designates exception(s), the number of shares to be distributed to each of the remaining nominees must be indicated on the spaces provided beside each nominee’s name. 2. The total number of votes which a stockholder may cast is equal to nine (9) times the number of shares of common stock held as of the Record Date. | | | |

1. Appointment of R.S Bernaldo & Associates as External Auditors for FY 2021-2022

⬜ FOR ⬜ AGAINST ⬜ ABSTAIN

1. Re-Approval of the Increase in the Authorized Capital Stock of the Corporation

⬜ FOR ⬜ AGAINST ⬜ ABSTAIN

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**GENERAL INFORMATION AND INSTRUCTIONS**

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| **1. Submission of Proxy**  a. The proxy form must be completed, signed and dated by the stockholder or his duly authorized representative, and received at 116 East Main Avenue, Phase V-SEZ Laguna Technopark, Biñan, Laguna, 4024 or e-mailed to [corporate\_secretary@cirtek.ph](mailto:corporate_secretary@cirtek.ph) not later than 21 May 2021, 10:00 A.M.  b. If the shares of stock are owned by two or more joint owners, the proxy form must be signed by all the joint owners.  c. If the shares of stock are owned in and “and/or” capacity, the proxy form must be signed by either one of the owners.  d. If the shares of stock are owned by a corporation, association or partnership, the proxy form must be accompanied by a certification, signed by a duly authorized officer, partner or representative of such corporation, association or partnership, to the effect that the person signing the proxy form has been authorized by the governing body or has the power pursuant to the By-Laws, constitutive documents or duly approved polices of such corporation, association or partnership for such purpose.  **2. Revocation of Proxy**  An owner of shares of stock who has given a proxy has the power to revoke it by a written instrument duly signed and dated, which must be received by the Corporate Secretary not later than the last day for the submission of proxies as indicated in the Notice to Stockholders. A proxy is also considered revoked for a particular meeting if an individual stockholder attends the meeting in person and expresses his intention to vote in person. | **3. Validation of Proxies**  The last day for validation of proxies for the Annual Stockholders’ Meeting is on 21 May 2020. Validation of proxies will be done by the Proxy Validation Committee composed of the Corporate Secretary of the Company, a representative from the stock and transfer agent of the Company, a representative from the external auditor of the Company, and a representative from the Company.  For the purpose of validation, the Stockholder must include the following in transmitting the completed and signed proxy form:  a. Full name of contact person;  b. Phone/Mobile number of contact person;  c. Scanned copy of valid government-issued ID of the Stockholder and his/her appointed proxy (if not the Chairman of the Corporation); and  d. For corporate Stockholders, in addition to the above, scanned copy of Secretary’s Certificate or Board Resolution authorizing the representative to act as the proxy. |
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