



# CIRTEK

## Holdings Philippines Corporation

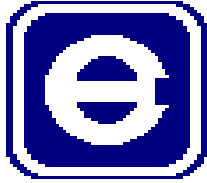
### NOTICE OF THE ANNUAL MEETING OF THE STOCKHOLDERS OF CIRTEK HOLDINGS PHILIPPINES CORPORATION

TO ALL STOCKHOLDERS:

NOTICE IS HEREBY GIVEN that **CIRTEK HOLDINGS PHILIPPINES CORPORATION** will hold its Annual Meeting of Stockholders (the “**Annual Meeting**”) on **Friday, 26 May 2017, at 10:30 a.m.**, at the, **Paseo Premiere Hotel, Sta. Rosa Business Park, Laguna,** Philippines.

The Agenda of the Annual Meeting is as follows:

1. Call to order
2. Certification of service of notice and existence of quorum
3. Approval of the Minutes of the 2016 Annual Stockholders' Meeting held on 27 May 2016
4. President's Report
5. Presentation and approval of the Audited Financial Statements for the fiscal year ended 31 December 2016
6. Ratification of all acts of the Board of Directors and Management
7. Election of 9 directors (including 2 independent directors)
8. Appointment of External Auditors
9. Approval of the following resolutions in connection with the proposed increase in the authorized capital stock of the Corporation: (i) increase in common shares from Five Hundred Twenty Million Pesos (PhP520,000,000.00) to up to One Billion Four Hundred Million Pesos (PhP1,400,000,000) worth of common shares with a par value of One Peso (PhP1.00) per share, increase in preferred shares from Forty Million Pesos (PhP40,000,000.00) to up to One Hundred Forty Million Pesos (PhP140,000,000) preferred shares with a par value of Ten Centavos (PhP.10) per share, and creation of new preferred shares amounting to up to Four Hundred Sixty Million Pesos (PhP460,000,000) worth of preferred shares with a par value of One Peso (PhP1.00) per share; (ii) delegation to the Board of Directors of the power and authority to implement the proposed increase in the authorized capital stock of the Corporation; (iii) delegation to the Board of Directors of the authority to fix the terms and conditions of the new preferred shares as they may be issued in tranches and series; and (iv) delegation to the Board of Directors of the authority to file such applications and submit such documents with the Securities and Exchange Commission and other government agencies, as may be necessary to increase the authorize capital stock of the Corporation and to amend the articles of incorporation of the Corporation
10. Other business as may properly come before the meeting; and
11. Adjournment.



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The Board of Directors has fixed **27 April 2017** as the record date for determining the stockholders entitled to notice of, and to vote at the Annual Meeting. Only holders of shares of stock as of the record date will be entitled to vote at the Annual Meeting. The stock and transfer books of the Company will be closed 20 business days prior to the meeting.

IF YOU DO NOT EXPECT TO ATTEND THE ANNUAL MEETING, YOU MAY EXECUTE AND RETURN THE PROXY FORM, WHICH WILL BE DISTRIBUTED TOGETHER WITH THE INFORMATION STATEMENT, TO THE OFFICE OF THE CORPORATION AT **116 EAST MAIN AVENUE, PHASE V-SEZ, LAGUNA TECHNOPARK, BIÑAN, LAGUNA, 4024.** THE DEADLINE FOR THE SUBMISSION OF PROXIES IS ON **16 May 2017, 10:00 A.M.**

PROXY VALIDATION WILL BE ON **17 May 2017, 10:00 A.M.** AT **116 EAST MAIN AVENUE, PHASE V-SEZ, LAGUNA TECHNOPARK, BIÑAN, LAGUNA, 4024.**

On the day of the meeting, you or your duly designated proxy are hereby required to bring this Notice and any form of identification such as driver's license, passport, company I.D., voter's I.D., or TIN Card to facilitate registration. Registration shall start at 10:00 a.m. and will close at 10:30 a.m.

**TADEO F. HILADO**  
Corporate Secretary