

13 May 2025

MR. ANTONINO A. NAKPIL

President & CEO

Philippine Dealing & Exchange Corp.

29/F, BDO Equitable Tower, 8751 Paseo de Roxas, Makati City

Attention: **ATTY. SUZY CLAIRE R. SELLEZA**
Head - Issuer Compliance and Disclosure Department
Philippine Dealing & Exchange Corp.

Subject: Results of Special Stockholders' Meeting

Gentlemen:

San Miguel Global Power Holdings Corp. (hereinafter referred to as the "Corporation") hereby reports that during the Regular Meeting of the Board of Directors of the Corporation held on 13 May 2025, the Board approved the following matters, among others:

a. the financial performance and financial position of the Corporation as of 31 March 2025, the details of which shall be reported to the Securities and Exchange Commission ("SEC") and the Philippine Dealing & Exchange Corp. ("PDEX") under SEC Form 17-Q;

b. the capital security distribution to holders of the USD600 Million Senior Perpetual Capital Securities which the Corporation issued on 02 December 2024, amounting to USD24,378,000.00, plus applicable taxes, payable on 02 June 2025;

c. the capital security distribution to holders of the USD750 Million Senior Perpetual Capital Securities which the Corporation issued on 09 June 2021, amounting to USD18,626,683.00, plus applicable taxes, payable on 09 June 2025;

d. the capital security distribution to holders of the USD600 Million Senior Perpetual Capital Securities which the Corporation issued on 21 January 2020, amounting to USD14,060,104.50, plus applicable taxes, payable on 21 July 2025;

e. the redeemable perpetual security distribution to holders of the USD800 Million Redeemable Perpetual Securities which the Corporation issued on 19 April 2024, amounting to USD17,000,000.00, plus applicable taxes, payable on 12 July 2025;

f. the relevant dates and details of the 2025 Annual Stockholders' Meeting of the Corporation, to wit:

- Date: 03 June 2025 (Tuesday)
- Time: 2:00 pm
- Chairman will preside at 40 San Miguel Avenue, Wack-Wack Greenhills, Mandaluyong City, Second District, National Capital Region (NCR).

- Stockholders are requested to attend through videoconference through the Zoom Meeting ID to be provided in the Definitive Information Statement.
- Dedicated email address: ASM@smcgph.sanmiguel.com.ph
- Important Dates:

06 May 2025	-	Record Date
13 May 2025	-	SEC Form 20-IS (Definitive Information Statement) to be filed with SEC & PDEX, and copies to be sent to the stockholders on the same date
19 May 2025	-	Submission of Ballots/Proxies
26 May 2025 (12 noon)	-	Last day to signify attendance by videoconferencing
26 May 2025 (2 p.m.)	-	Validation of Ballots and Proxies by Stockholders
02 June 2025	-	Sending out of the password to Stockholders for the videoconference

- The Notices and the Definitive Information Statement will contain all the information needed by the stockholders in connection with the 2025 Annual Stockholders' Meeting; and the approval of the procedure for the holding/conduct of the 2025 Annual Stockholders' Meeting via videoconferencing, including the attendance, participation, and voting of the stockholders, in compliance with pertinent rules and guidelines promulgated by the SEC;

g. the report on the qualifications of the nominees for the election to the Board of Directors of the Corporation in the 2025 Annual Stockholders' Meeting;

h. the appointment of R.G. Manabat & Co. as external auditors of the Corporation for 2025, as favorably endorsed by the Corporate Governance Committee, to be submitted for approval, confirmation, and ratification of the stockholders in the 2025 Annual Stockholders' Meeting;

i. the issuance, offer and sale of Philippine Peso-denominated fixed-rate notes that are exempt from SEC-registration in the aggregate principal amount of up to Php15,000,000,000.00 to qualified buyers thereof, under such terms and conditions determined by Management to be most beneficial to the Corporation (the "Offer"), and the appointment of Bank of Commerce and BDO Capital & Investment Corporation as Joint Issue Managers, Bank of Commerce, BDO Capital & Investment Corporation, Philippine Commercial Capital, Inc. and SB Capital Investment Corporation as Joint Lead Arrangers, the PDEX as Listing Agent, Philippine Depository & Trust Corp. as Registrar and Paying Agent and such other institutions and persons as may be required in connection with the Offer;

j. the report on the validation of the results by the Corporate Governance Committee and the Compliance Officer of the Performance Assessments of the Board Committees, the Board of Directors, and Management of the Corporation for 2024; and

k. the report on the filing of the 2024 Annual Corporate Governance Report of the Corporation.

Very truly yours,

SAN MIGUEL GLOBAL POWER HOLDINGS CORP.

By:


ELENITA D. GO

Corporate Information Officer

Senior Vice President and General Manager
