

## 2024 Annual Stockholders' Meeting

### Notice

To our Shareholders:

This notice is hereby given that our 2024 Annual Stockholders' Meeting (ASM) will be held virtually on **May 27, 2024, Monday, 3:00 P.M.**, and will be presided at our Principal Office at Unit 2308, 23/F Capital House Tower 1, 9th Avenue corner 34th Street, Bonifacio Global City, Taguig City, with the following:

### Agenda

1. Call to Order
2. Certification of Notice and Quorum
3. Approval of the Minutes of the Previous Meeting held on July 12, 2023
4. Annual Report and Audited Financial Statements for the period ended December 31, 2023
5. Ratification of Acts of the Board of Directors and the Management
6. Election of Directors, including Independent Directors, for the ensuing year
7. Appointment of External Auditor
8. Amendment of the Articles of Incorporation
9. Amendment of the By-laws
10. Delegation of Authority to the Board of Directors to amend or repeal the By-laws or adopt new By-laws
11. Other Matters
12. Adjournment

For a brief explanation of each agenda items, please refer to the "Details of 2024 ASM Agenda Items".

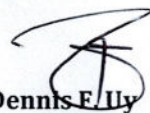
Copies of our Information Statement, SEC Form 17-A, and other pertinent documents/information may be accessed through our website (<https://upson.com.ph/disclosures/>) or through the Philippine Stock Exchange, Inc.'s Electronic Disclosure Generation Technology website ([https://edge.pse.com.ph/companyDisclosures/form.do?cmpy\\_id=700](https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=700)).

Our Board of Directors (the "Board") has fixed May 7, 2024 as the record date to determine the shareholders entitled to notice of, to participate/vote, at such meeting.

The proceeding of the ASM shall be streamed live, which may be attended by shareholders by sending an intent to attend/participate to [corsec@upson.com.ph](mailto:corsec@upson.com.ph), subject to the verification/validation process to be conducted by the office of the Corporate Secretary, on or before May 22, 2024. Validated/verified shareholders shall be provided with an access to the ASM, and can cast their votes in absentia through a secured e-mail, which will also be provided upon validation/verification.

A shareholder who wishes to be represented during the ASM may accomplish the attached "Proxy Form" (and other necessary requirements, as applicable), and submit the same to the office of the Corporate Secretary at Upson Building, 747, Romualdez Street corner Zobel Street, Ermita, Manila or via e-mail at [corsec@upson.com.ph](mailto:corsec@upson.com.ph) on or before 5:00 P.M. of May 20, 2024.

Manila City, April 12, 2024.

  
**Dennis F. Uy**  
Corporate Secretary