SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-IS
INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:

   ☒ Preliminary Information Statement

   ☐ Definitive Information Statement

2. Name of Corporation as specified in its charter **EEI CORPORATION**

3. **Metro Manila, Philippines**
   Province, country or other jurisdiction of incorporation or organization

4. SEC Identification Number **PW-937**

5. BIR Tax Identification Code **000-391-438-000**

6. **No. 12 Manggahan Street, Bagumbayan, Quezon City** **1110**
   Address of principal office Postal Code

7. Corporation's telephone number, including area code **(632) 8334-2677**

8. **June 27, 2025, 3:30 P.M., via remote communication**
   Date, time and place of the meeting of security holders

9. Approximate date on which the Information Statement is first to be sent or given to security holders
   on or about June 5, 2025

10. In case of Proxy Solicitations:

    Name of Person Filing the Statement/solicitor: **ATTY. IANNOEL V. MONDRAGON**
    Address and Telephone No.: No. 12 Manggahan Street, Bagumbayan, Quezon City; (+632) 8334-2677

11. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the SRC (information on number of shares and amount of debt is applicable only to corporate Corporations):

Title of Each Class	Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding
COMMON	1,036,281,485
EEIPA	15,000,000
EEIPB	45,000,000

12. Are any or all of Corporation's securities listed in a Stock Exchange?

    Yes ✓ No ____

    If yes, disclose the name of such Stock Exchange and the class of securities listed therein:

    THE PHILIPPINE STOCK EXCHANGE, INC.

EEI CORPORATION
1931

NOTICE AND AGENDA OF THE
2025 ANNUAL STOCKHOLDERS' MEETING

Notice is hereby given that the **2025** Annual Stockholders' Meeting of **EEI CORPORATION** will be held on **June 27, 2025**, at **3:30 P.M.** via remote communication, to consider and act upon the following matters:

1. Call to Order
2. Proof of Notice and Certification of Quorum
3. Approval of Minutes of the 2024 Annual Stockholders' Meeting
4. Annual Report and the 2024 Audited Financial Statements from the Chief Executive Officer:
    a. 2024 Highlights
    b. Outlook for 2025
5. Approval of the Annual Report and 2024 Audited Financial Statements
6. Ratification and Approval of All Acts and Resolutions of the Board of Directors, Board Committees, and Management
7. Election of Directors
8. Appointment of External Auditor for the year 2025.
9. Other matters:
    a. Approval of the Change of Principal Address of the Corporation
10. Adjournment

Stockholders of record as of **May 27, 2025**, shall be entitled to notice of, and to vote at the said meeting.

The Information Statement, Management Report, SEC Form 17A, and other pertinent documents shall be made available on the Company's website and via PSE Edge.

Stockholders may attend and participate in the meeting only by remote communication and vote through the Chairperson of the meeting as proxy or electronically in absentia. Stockholders who wish to attend and participate by remote communication must notify the Corporation by email at **eei_asm@eei.com.ph** on or before close of business on June 26, 2025. Upon confirmation of stockholdings, the link to the livestream shall be sent to the email address provided by the registered stockholder. A recording of the meeting shall also be posted on the website as soon as practicable after the meeting.

For voting via the Chairman as proxy, duly accomplished proxies shall be submitted by email to the Office of the Corporate Secretary at **eei_asm@eei.com.ph** for inspection, validation, and recording on or before close of business on June 26, 2025. Stockholders may also vote electronically in absentia thru submission of the Electronic Voting in Absentia Form. An independent third-party shall verify and validate the votes received.

The procedures for attending and participating in the meeting through remote communication, for casting of votes in absentia, and the proxy form shall be set forth in the Information Statement which shall be made available on the Company's website and via PSE Edge.

IANNOEL V. MONDRAGON
Corporate Secretary

EXPLANATION OF AGENDA ITEMS

1. Call to Order

The Chairperson will formally open the meeting at approximately 3:30 in the afternoon of June 27, 2025.

2. Certification of Notice and Quorum (and Rules of Conduct and Procedure)

The Corporate Secretary will certify that pursuant to the Notice dated March 12, 2025 of the Securities and Exchange Commission on alternative mode for distributing and providing of notice of meeting, information statement and other documents, the Corporation has caused the publication of Notice of the Annual Stockholders' Meeting in the business section of two (2) newspapers of general circulation, in print and online format, for two (2) consecutive days, and that a quorum exists for the transaction of business.

The following are the rules of conduct and procedures for the meeting:

a. Stockholders may attend and participate in the meeting by remote communication. Stockholders who intend to attend and participate by remote communication shall inform the Corporation via email at **eei_asm@eei.com.ph** on or before close of business on June 26, 2025. After verification of the email request, the link to the livestream of the meeting shall be sent to the indicated email address of the registered stockholder.

b. Stockholders may vote by appointing the Chairperson as proxy, or by electronic voting *in absentia*. Stockholders voting by appointing the Chairperson as proxy shall send to the Corporate Secretary the duly accomplished proxy for inspection, validation, and recording on or before close of business on June 26, 2025 at the following email address: **eei_asm@eei.com.ph**.

c. Pursuant to Sections 57 and 23 of the Revised Corporation Code, which allow for voting *in absentia* by the stockholders, the Corporation has set up a registration and voting mechanism, as detailed in the attachments to the Information Statement. Stockholders opting to vote electronically *in absentia* may cast their votes at the time and manner provided for in the Notice and in accordance with the mechanism provided. A stockholder voting *in absentia* shall be deemed present for purposes of quorum.

d. For items in the Agenda, other than the amendment of the Articles of Incorporation, the approval by the stockholders will need the affirmative vote of stockholders representing at least a majority of the issued and outstanding common stock, voting through the Chairperson of the meeting as proxy or electronically *in absentia*.

e. For item 9(a) of the Agenda on the amendment of the Articles of Incorporation, the approval by the stockholders will need the affirmative vote of stockholders representing at least two-thirds of the issued and outstanding common and preferred stock, voting through the Chairperson of the meeting as proxy or electronically *in absentia*.

f. Each of the proposed resolutions and/or items in the Agenda will be shown on the screen as the same is taken up at the meeting.

g. For the election of directors, each stockholder may vote such number of shares for as many persons as there are directors to be elected, or the stockholder may cumulate the aforesaid shares and give one nominee as many votes as the number of directors to be elected multiplied by the number of shares held, or the stockholder may distribute them on the same principle among as many nominees as the stockholder shall see fit; provided that, the whole number of votes cast by the stockholder shall not exceed the number of shares owned multiplied by the total number of directors to be elected.

h. The Proxy Verification Committee will tabulate all votes received and an independent third party will validate the results.

i. The Corporate Secretary shall report the results of voting during the meeting.

j. Stockholders may send relevant questions or comments via email to **eei_asm@eei.com.ph** on or before the time of the meeting and the same will be taken up at the proper portion of the meeting. Stockholders are advised to send questions ahead of time to be assured that these will be taken up during the meeting.

k. A recording of the livestream of the meeting will be uploaded on the Corporation's website as soon as practicable.

l. Stockholders shall have an additional period of two (2) weeks from posting of the recorded livestream to raise to the Corporation any issues, clarifications and concerns on the matters arising from meeting conducted via email to **eei_asm@eei.com.ph**.

3. <u>Approval of Minutes of the Annual Meeting of Stockholders held on June 16, 2023</u>

The minutes of the Annual Meeting of Stockholders held on June 28, 2024 is available at the Corporation's website, thru the following link: https://www.eei.com.ph/company-disclosures

A copy of the minutes will also be included in the Definitive Information Statement that will be posted in the Company's website (**www.eei.com.ph**) and via PSE Edge, pursuant to the Notice dated March 12, 2025 of the SEC.

The resolution to be submitted for approval of the stockholders is as follows:

> *"RESOLVED, that the Minutes of the Annual Stockholders' Meeting held on June 28, 2024 be approved, as it is hereby approved."*

The above resolution will be presented to the stockholders for approval by the affirmative vote of the stockholders representing at least a majority of the outstanding voting stock, voting through the Chairperson of the meeting as proxy or electronically *in absentia*.

4. <u>Report of the Chief Executive Officer</u>

The President and Chief Executive Officer, Mr. Henry D. Antonio, will deliver a report to the stockholders on the performance of the Corporation in 2024 and the outlook for 2025.

5. Approval of the Annual Report and the 2024 Audited Financial Statements

The report of the President and Chief Executive Officer will also include highlights of the Company's Audited Financial Statements as of December 31, 2024, which will also be included in the Definitive Information Statement that will be posted in the Company's website (**www.eei.com.ph**) and via PSE Edge, pursuant to the Notice dated March 12, 2025 of the SEC. The resolution to be submitted for approval of the stockholders is as follows:

> *"RESOLVED, that the Annual Report and the Audited Financial Statements for the year ended December 31, 2024 be approved, as they are hereby approved."*

The above resolution will be presented to the stockholders for approval by the affirmative vote of the stockholders representing at least a majority of the outstanding voting stock, voting through the Chairperson of the meeting as proxy or electronically *in absentia*.

6. Ratification of all Previous Acts and Resolutions of the Board of Directors, Board Committees, and Management from June 28, 2024 up to June 27, 2025.

The acts and resolutions of the Board of Directors, Board Committees, and Management of the Corporation were those adopted from June 28, 2024 until June 27, 2025. They include the approval of agreements, projects, investments, treasury-related matters, and other matters covered by disclosures to the SEC and the Philippine Stock Exchange in pursuit of the Company's business. The acts of management were those taken to implement the resolutions of the Board or its Committees or in the general conduct of business. The resolution to be submitted for approval of the stockholders is as follows:

> *"RESOLVED, that all acts and resolutions of the Board of Directors, Board Committees, and Management from June 28, 2024 up to June 27, 2025 be ratified and approved, as they are hereby ratified and approved."*

The above resolution will be presented to the stockholders for approval by the affirmative vote of the stockholders representing at least a majority of the outstanding voting stock, voting through the Chairperson of the meeting as proxy or electronically *in absentia*.

7. Election of Directors

Any stockholder may submit to the Nomination Committee nominations to the Board at least ninety (90) days prior to June 27, 2025 or no later than March 27, 2025. The Nomination Committee will determine whether the nominees for directors, including the nominees for independent directors, have all the qualifications and none of the disqualifications to serve as members of the Board before submitting the nominees for election by the stockholders. The profiles of the nominees to the Board of Directors will be included in the Definitive Information Statement that will be posted in the Company's website (**www.eei.com.ph**) and via PSE Edge, pursuant to the Notice dated March 12, 2025 of the SEC.

The following were nominated to be elected as Directors of the Company for the year 2025:

Henry D. Antonio	Elmer B. Serrano
Maricris C. Ang-Carlos	Lorenzo V. Tan
Toni Venette R. Picar	Francis Lloyd T. Chua

The following were nominated to be elected as Independent Directors of the Company for the year 2025:

Ray C. Espinosa (Independent Director)	Renato C. Valencia (Independent Director)
Enrique Antonio V. Filamor (Independent Director)	Roberto G. Manabat (Independent Director)
Jose Ma. Clemente S. Salceda (Independent Director)	

8. <u>Appointment of External Auditors</u>

The Audit Committee endorsed to the stockholders the re-appointment of Sycip Gorres Velayo & Co. as the Company's external auditors for 2025. The profile of the external auditors will be included in the Definitive Information Statement that will be posted in the Company's website (**www.eei.com.ph**) and via PSE Edge, pursuant to the Notice dated March 12, 2025 of the SEC. The Company's external auditors for 2025-2026 will be appointed by the Company's stockholders. The resolution to be submitted for approval of the stockholders is as follows:

> *"RESOLVED, that Sycip Gorres Velayo & Co. be re-appointed, as they are hereby re-appointed, as external auditors of the Company for the year 2025-2026."*

The above resolution will be presented to the stockholders for approval by the affirmative vote of the stockholders representing at least a majority of the outstanding voting stock, voting through the Chairperson of the meeting as proxy or electronically in absentia.

9. <u>Other Matters</u>

a. Amendment of the Third Article of the Articles of Incorporation to change the principal office address of the Corporation ***from*** No. 12 Manggahan St., Brgy. Bagumbayan, Quezon City 1110 ***to*** 20th Floor, RCBC Plaza Tower 2, 6819 Ayala Ave., Bel-Air, Makati City 1227.

b. Stockholders may be requested to consider such other issues/matters as may be raised throughout the course of the meeting. The Chairperson will also open the floor for comments and questions sent by the stockholders before the meeting via email to eei_asm@eei.com.ph. The Company will provide a mechanism by which stockholders may raise other matters or issues during the meeting that may be properly taken up.

10. <u>Adjournment</u>

EEI CORPORATION

INFORMATION STATEMENT PURSUANT TO RULE 20
OF THE SECURITIES REGULATION CODE

PART I

A. GENERAL INFORMATION

Item 1. Date, Time and Place of Meeting

The Annual Meeting of Stockholders of EEI Corporation (the "**Company**") is scheduled on **June 27, 2025** at **3:30 P.M.** to be conducted via remote communication.

The complete mailing address of the principal office of the Corporation is at **No. 12 Manggahan Street, Bagumbayan, Quezon City 1110**.

The electronic copy of the Information Statement (SEC Form 20-IS), Annual Report on SEC Form 17A, and other pertinent documents shall be made available: (a) on the Corporation's website (**www.eei.com.ph**) and (b) PSE Edge, on or about **June 5, 2025** pursuant to the Notice dated March 12, 2025 of the SEC.

Item 2. Dissenter's Right of Appraisal

There is no material or significant corporate action or matter that will be taken up during the meeting that will entitle dissenting stockholders to exercise their right of appraisal.

However, in any event, Section 80 of the Revised Corporation Code of the Philippines, provides that any stockholder of a corporation shall have the right to dissent and demand payment of the fair value of the shares in the following instances:

(a) In case an amendment to the articles of incorporation has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence;

(b) In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets as provided in this Code;

(c) In case of merger or consolidation; and

(d) In case of investment of corporate funds for any purpose other than the primary purpose of the corporation.

The stockholder seeking to exercise his/her right of appraisal must have voted against the proposed corporate action during the meeting.

The dissenting stockholder who votes against a proposed corporate action may exercise the right of appraisal by making a written demand on the corporation within thirty (30) days from the date of the meeting for the payment of the fair value of shares held. The Corporation shall pay the fair value of the shares upon surrender of the certificate or certificates of stock representing the stockholder's shares in accordance with the process, procedure and timetable provided under Title X of the Revised Corporation Code.

If, within sixty (60) days from the approval of the corporate action by the stockholders, the dissenting stockholder and the Corporation cannot agree on the fair value of the shares, it shall be determined and appraised by three (3) disinterested persons, one of whom shall be named by the stockholder, another by the Corporation, and the third by the two (2) disinterested persons already chosen. The findings of the majority of the appraisers shall be final, and their award shall be paid by the corporation within thirty (30) days after such award is made subject to the conditions found in Title X of the Revised Corporation Code.

Item 3. Interest of Certain Persons or Opposition to Matters to be Acted Upon

The Corporation is not a party to any arrangement or understanding with any person with respect to any matter to be acted upon at the meeting.

No director has informed the Corporation that he/she intends to oppose any action intended to be taken by the Corporation. Neither has any director or officer of the Corporation, or nominee for director, or any associates thereof, have any substantial interest, direct or indirect, in any matter to be acted upon, other than election to office.

B. CONTROL AND COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders thereof

There are **1,036,281,485** shares of the Company's common stock issued and outstanding that are entitled to vote at the Annual Meeting and **45,000,000** shares of the Company's Series B Preferred Shares that are entitled to vote on the proposed amendment at the Annual Meeting. Only stockholders of record as of May 27, 2025 will be entitled to notice of and to vote at the Annual Meeting.

Foreign equity as of March 31, 2025 amounts to a total of **93,659,833** common shares or **9.04%** of the total outstanding shares.

The Company disclosed that the Board of Directors' approved the optional redemption of all outstanding EEI Series A Preferred Shares, the redemption price of which shall be paid in check beginning June 23, 2025 or 3.5 years from Listing Date, as per the terms and conditions of the *Prospectus* dated December 3, 2021.

The holders of the Company's Series B Preferred Shares are not be entitled to vote except for Item 9(a) of the Agenda on the amendment of Third Article of the Articles of Incorporation, which is a case expressly provided by law to be voted on by the stockholders.

As of March 31, 2025, there are 3,083 stockholders of the Company's common stock and 4 stockholders of the Company's Series B Preferred Shares.

An agenda item at the Annual Meeting is the election of directors for the ensuing year. Article II, Section 6 of the Corporation's Amended By-Laws, provides:

VOTING — At all meetings of the stockholders, each stockholder shall be entitled to one vote for each share of stock outstanding in his name in the stock transfer books of the Corporation. In the election, a stockholder may vote his shares in person or by proxy for all the nominees for directors, or he may cumulate said shares and give one nominee as many votes as the number of directors to be elected multiplied by the number his shares shall equal, or he may distribute them on the same principle among as many nominees as he shall see fit. Provided, however, that the whole number of votes cast by him shall not exceed the number of shares outstanding in his name in the stock transfer books of the Corporation multiplied by the number of directors to be elected.

Discretionary authority to cumulate votes is **not solicited**.

Top 20 Stockholders of Shares entitled to vote as of March 31, 2025:

	SHAREHOLDER	OUTSTANDING SHARES	PERCENTAGE
1.	PCD Nominee Corporation (Filipino)	918,563,976	88.640393
2.	PCD Nominee Corporation (Non-Filipino)	92,368,892	8.913494
3.	Social Security System	5,870,700	0.566516
4.	Yan, Lucio W. Yan &/or Clara	1,002,472	0.096737
5.	Mercury Group of Companies Inc.	620,000	0.059829
6.	Zalamea Jr., Enrique M.	600,000	0.057899
7.	Rodriguez, Horacio	576,662	0.055647
8.	Benjamin Consunji Sandoval	550,000	0.053074
9.	Seafront Resources Corporation	372,500	0.035946
10.	Uy, Perry Y.	310,930	0.030004
11.	EEI Acct. # 1	310,500	0.029963
12.	Mendoza, Alberto &/or Jeanie C. Mendoza	305,000	0.029432
13.	Chu, Raymond M.	300,000	0.028950
14.	Paguio, Alfredo S.	264,000	0.025476
15.	Roces, Irene V.	229,500	0.022146
16.	Beam, Walter A. Jr.	220,308	0.021259
17.	Munji, Divina F.	212,019	0.020460
18.	Tan, Johnny	200,000	0.019300
19.	Lim, Edwin B.	192,600	0.018586
20.	Cirilos Jr., Domingo A.	190,000	0.018335
	Total:	1,023,260,059	98.743447

Top 20 Stockholders of Preferred Shares Series A as of March 31, 2025:

	SHAREHOLDER	OUTSTANDING SHARES	PERCENTAGE
1.	PCD Nominee Corporation (Filipino)	14,890,725	99.271500
2.	PCD Nominee Corporation (Non-Filipino)	55,875	0.372500
3.	Knights of Columbus Fraternal Association of the Philippines, Inc.	27,300	0.182000

4.	Roberto N. Barreto Sy	24,100	0.160667
5.	Josefina Buemia Alberto	2,000	0.013333
	Total:	15,000,000	

Top 20 Stockholders of Preferred Shares Series B as of March 31, 2025:

	SHAREHOLDER	OUTSTANDING SHARES	PERCENTAGE
1.	PCD Nominee Corporation (Filipino)	43,504,560	96.676800
2.	PCD Nominee Corporation (Non-Filipino)	766,040	1.702311
3.	Knights of Columbus Fraternal Association of the Philippines, Inc.	719,400	1.598667
4.	Beng Lee O. Ong	10,000	0.22222
	Total:	45,000,000	

Security ownership of persons owning more than 5% of the Corporation's securities as of May 27, 2025, the record date:

Class	Name/Address of Record Owner and Relationship with Issuer	Name of Beneficial Owner and Relationship with Record Owner	Nationality	No. of Shares Held	Percentage Held (%)
Common	**PCD Nominee Corporation** 29th Floor, BDO Equitable Tower, 8751 Paseo de Roxas, Makati City 1226	**House of Investments, Inc.** Principal/Substantial Shareholder of the Issuer	Filipino	155,443,419	15
		HDA Holdings, Inc. Principal/Substantial Shareholder of the Issuer	Filipino	207,256,297	20
		Industry Holdings and Development Corporation Principal/Substantial Shareholder of the Issuer.	Filipino	148,664,942	14.346

		Shenton Resources PTE LTD Principal/Substantial Shareholder of the Issuer	Singapore	62,178,688	6
		Other Beneficial Owners lodged with PCD, none of which holds more than 5% of the Corporation's securities.	Filipino	405,604,863	39.14
		Other Beneficial Owners lodged with PCD, none of which holds more than 5% of the Corporation's securities.	Foreign	31,114,804	3

Mr. Lorenzo V. Tan is the President & CEO of House of Investment, Inc. The right to vote shares held by House of Investments has in the past been, and for this annual meeting is expected to be exercised by Mr. Tan. Mr. Tan is also the Chairman of the Corporation, who will preside over this annual meeting and has the authority to vote in all matters for approval when so appointed as Proxy. Mr. Henry D. Antonio is the Chairman and President of HDA Holdings Inc, who is expected to exercise the right to vote on the shares held by HDA Holdings, Inc. thru the Chairman. He is also the President and CEO of the Company. Mr. Francis Lloyd T. Chua is the Chairman and President of Industry Holdings and Development Corporation, who is expected to exercise the right to vote on the shares held by Industry Holdings and Development Corporation thru the Chairman.

PCD Nominee Corporation, a wholly-owned subsidiary of Philippine Central Depository, Inc. ("PCD") is the registered owner of the shares beneficially owned by participants in PCD, a private company organized to implement an automated book entry system of handling securities transactions in the Philippines. Under the PCD procedures, when an issuer of a PCD-eligible issue will hold a stockholders' meeting, the PCD shall execute a pro-forma proxy in favor of its participatns for the total number of shares in their respective principal securities account as well as for the total number of shares in their client securities account. For the shares held in the principal securities account, the participant concerned is appointed as proxy with full voting rights and powers as registered owner of such shares. For the shares held in the client securities account, the participant concerned is appointed as proxy, with the obligation to constitute a sub-proxy in favor of its clients with full voting and other rights for the number of shares beneficially owned by such clients.

Except as indicated above, the Company is not aware of any other person who, as of May 27, 2025, was directly or indirectly the beneficial owner of, or who has voting power or investment power (pursuant to a voting trust or other similar agreement) with respect to, shares comprising more than five percent (5%) of the Company's total outstanding capital stock.

Security ownership of directors and officers as of May 27, 2025, the record date:

Title of Class	Name	Position	Nationality	Amount & Nature of Beneficial Ownership	Kind of Interest	Percentage
Common	Lorenzo V. Tan	Chairman of the Board	Filipino	3 (r)	Direct	0.0000
Common	Henry D. Antonio	Director and President/CEO	Filipino	1,000 (b)	Indirect	0.00
Common	Francis Lloyd T. Chua	Director	Filipino	1 (r)	Direct	0.0000
Common	Maricris C. Ang-Carlos	Director	Filipino	1 (r)	Direct	0.0000
Common	Carlos Alfonso T. Ocampo	Independent Director	Filipino	1 (r)	Direct	0.0000
Common	Roberto F. de Ocampo	Director	Filipino	54,000 (b)	Direct	0.0052

				5 (r)	Direct	0.0000
Common	Ray C. Espinosa	Independent Director	Filipino	10,000 (r)	Indirect	0.0009
Common	Elmer B. Serrano	Director	Filipino	1 (r)	Direct	0.0000
Common	Anthony M. Te	Director	Filipino	1 (r)	Direct	0.0000
Common	Renato C. Valencia	Independent Director	Filipino	15 (r)	Direct	0.0000
Common	Jose T. Tan, Jr.	SVP, Chief Audit Executive	Filipino	0	Direct	0.0000
Common	Earl Jason R. Vistro	SVP, Head of Government Relations and Safety and Security Department	Filipino	0	Direct	0.0000
Common	Andres P. Tumbokon, III	SVP, Buildings Division	Filipino	0	Direct	0.0000
Common	Anna Sheila P. Figuera	SVP, Head of Contracts & Commercial Division	Filipino	0	Direct	0.0000
Common	Roman M. Lapuz	SVP, Head of Infrastructure Division	Filipino	0	Direct	0.0000
Common	Victor G. Perez	SVP, Managing Director of Subsidiaries & Head of Logistics Division	Filipino	0	Direct	0.0000
Common	Paul C. Visaya	VP, Buildings Division	Filipino	0	Direct	0.0000
Common	Kenneth B. Samson	VP, Business Development	Filipino	0	Direct	0.0000
Common	Christopher F. Esguerra	VP, Business Development	Filipino	0	Direct	0.0000
Common	Romualdo L. Canlas	VP, Head of Planning & Engineering Department	Filipino	0	Direct	0.0000
Common	Christopher L. Pabillon	VP, Business Development	Filipino	0	Direct	0.0000
Common	Lauro Felicisimo C. Matias	VP, Information Technology Department	Filipino	0	Direct	0.0000
Common	Roselyn M. Masa	VP, Head of Cost Department	Filipino	0	Direct	0.0000
Common	Jan Ivan M. Santamaria	VP, People Performance and Culture Division	Filipino	0	Direct	0.0000
Common	Iannoel V. Mondragon	VP, Corporate Secretary / DPO / Compliance Officer	Filipino	0	Direct	0.0000
Common	Jesus Teodoro C. Reyes	VP, Corporate Strategy	Filipino	0	Direct	0.0000
Common	Violy B. Acevedo	Chief Financial Officer	Filipino	0	Direct	0.0000
Common	Maria Cristina R. Ambat	AVP, Head of Enterprise Risk Management	Filipino	0	Direct	0.0000
Common	Maureen S. Frias	VP, Supply Chain Management	Filipino	0	Direct	0.0000
Common	Toni Venette R. Picar	VP, Corporate Finance and New Business Development, Investor Relations Officer	Filipino	0	Direct	0.0000
Common	Ellaine Anne L. Bernardino	Assistant Corporate Secretary	Filipino	0	Direct	0.0000
Common	Jonas Raphael R. Redublo	Financial Controller	Filipino	0	Direct	0.0000
Common	Jocelyn R. Dimailig	Head of Treasury Department	Filipino	0	Direct	0.0000
			TOTAL	65,029		

The aggregate number of shares owned by the Chairman, President and Chief Executive Officer, and six (6) Senior Vice Presidents as a group as of May 27, 2025 is **1,003** shares or approximately **0.0000%** of the Corporation's outstanding capital stock.

The aggregate number of shares owned by all officers and directors as a group (except those included in the immediately preceding paragraph) as of May 5, 2023 is **64,029** shares or approximately **0.0061%** of the Corporation's outstanding capital stock.

Market Information

As of May 27, 2025, EEI shares were traded at a 52-week high of PhP5.402, and 52-week low of PhP2.90 and closed at PhP2.90. The shares of the Company are traded at the Philippine Stock Exchange, Inc.

Quarterly high, low and closing prices of the Company's shares are as follows:

1st Quarter 2025	High	Low	Close
Common Shares	4.45	2.98	3.47
Preferred Shares – Series A	99.00	90.60	97.00
Preferred Shares – Series B	99.00	90.00	95.50

2024	High	Low	Close
Common Shares			
Jan-Mar	6.59	5.20	5.39
Apr-Jun	5.86	4.80	5.05
Jul-Sep	5.20	4.08	4.32
Oct-Dec	4.35	3.18	3.60
Preferred Shares – Series A			
Jan-Mar	100.00	80.00	90.00
Apr-Jun	97.95	86.10	88.20
Jul-Sep	98.95	88.30	94.85
Oct-Dec	99.00	90.10	99.00
Preferred Shares – Series B			
Jan-Mar	99.00	95.00	98.75
Apr-Jun	98.75	85.00	96.00
Jul-Sep	98.50	93.00	97.90
Oct-Dec	98.90	95.00	98.45

2023	High	Low	Close
Common Shares			
Jan-Mar	3.28	2.65	2.70
Apr-Jun	6.20	2.66	4.90
Jul-Sep	5.19	4.41	4.69
Oct-Dec	6.03	4.57	5.97
Preferred Shares – Series A			
Jan-Mar	110.00	94.00	98.00
Apr-Jun	94.50	94.00	94.30
Jul-Sep	98.25	90.00	98.20
Oct-Dec	95.00	80.00	86.70
Preferred Shares – Series B			

Jan-Mar	103.50	100.00	103.00
Apr-Jun	103.00	98.00	100.00
Jul-Sep	100.00	94.00	98.00
Oct-Dec	98.70	80.00	96.90

Item 5. Directors and Executive Officers

The Directors of the Corporation are elected at the Annual Stockholders' Meeting to hold office until the next succeeding Annual Meeting or until their respective successors have been elected and qualified. Except for Mr. Henry D. Antonio, President and Chief Executive Officer, and the ultimate beneficial owner of shares held by HDA Holdings, none of the members of the Board of Directors and Officers of the Corporation own more than 10% of the Corporation's securities.

The business experience of the incumbent directors, executive officers and all persons nominated or chosen to be such for the last five (5) years are as follows:

DIRECTORS:

LORENZO V. TAN
63, Filipino

Mr. Tan is the current **Chairman** of the Board. He was first elected as Director of the Corporation on June 16, 2017 and has since continued to serve as such until the present. Mr. Tan is presently the President and CEO of House of Investments, Inc. and Vice Chairman of Pan Malayan Management Incorporation. He is a former Managing Director of Primeiro Partners and Director of Philrealty Holdings and Investment Corporation. He was the President, Chief Executive Officer, and Director of Rizal Commercial Banking Corp. He served as Chairman of the Asian Bankers Association from 2012 to 2014, President of the Bankers Association of the Philippines (BAP) from 2013 to 2016. As BAP President, he led the Association in representing the BAP in the ASEAN Bankers Association (ABA), composed of the national banking associations from the 10- member countries in the Association of Southeast Asian Nations (ASEAN). He is also a Director at Smart Communications, Digitel Telecommunications, House of Investments, iPeople, Malayan Insurance Company Inc., Sunlife Grepa, Manila Memorial Park Cemetery, Inc., HI-Eisai Pharmaceutical and Board of Trustees at De La Salle Zobel, and Vice Chairman TOYM Foundation. Mr. Tan is a Certified Public Accountant in Pennsylvania, USA and in the Philippines. Mr. Tan graduated from De La Salle University with a Bachelor of Science degree in Accounting and Commerce, and holds a Master in Management degree from the J.L. Kellogg Graduate School of Management, Northwestern University.

HENRY D. ANTONIO
50, Filipino

Mr. Antonio was first elected as **director** of the Corporation on March 17, 2023. He is the **President and CEO** of the Corporation effective May 1, 2023. Prior to his appointment as President and CEO, he joined the Corporation on August 17, 2023 as its Chief Operating Officer. He was previously appointed as Chief Operating Officer on August 17, 2023 until he assumed the position of President & CEO of the Corporation on May 1, 2023. He is also the ultimate beneficial owner of HDA Holdings Inc. He brings with him over 25 years of consulting experience in business transformation as well as risk and restructure management. Mr. Antonio previously oversaw all enterprise projects in Rizal Commercial Banking Corporation (RCBC). Before his tenure with RCBC, he was Vice Chairman and Head of Advisory for KPMG. He also served as CFO of PruLife UK and as Head of Risk of Aegon USA. He holds a Bachelor's Degree in Accountancy from the University of San Diego and a Strategic Management – C25 Certificate from INSEAD/Wharton.

MARICRIS C. ANG-CARLOS
44, Filipina

Atty. Ang-Carlos was first elected as **director** on June 28, 2024. She is a partner in Joson and Associates and also serves as General Counsel for The Maguire Group of Companies. She is concurrently a director of the Clark Development Corporation and sits as Committee Chairperson of the Audit and Legal Compliance Committee, member of the Risk Management, Legal and External Relations Committee and the Finance, Investments and Infrastructure Committee.

FRANCIS LLOYD T. CHUA
43, Filipino

Engr. Chua was first elected as **director** on May 23, 2023. He is an engineer by profession. He is currently the Chairman of Industry Holdings and Development Corporation, a domestic holding company with investments in the manufacturing, logistics, real estate, and energy sectors. Mr. Chua is also the Chairman and President of Industry Movers Corporation since 2018, a company engaged in freight handling and multiple vessel operations. He likewise serves as the Chairman of Concrete Stone Corporation since 2018, a corporation which primarily manufactures pre-cast concrete and trades cement products and aggregates. Mr. Chua obtained his Bachelor's Degree in Civil Engineering at the University of San Carlos in 2003.

RAY C. ESPINOSA
69, Filipino

Atty. Espinosa was first elected as **Independent Director** on June 28, 2024. He is the President and CEO of Manila Electric Company. He is a director of Philippine Long Distance Telephone Company (PLDT) and a member of its Technology Strategy Committee of PLDT. He is the Advisor for New Investments, Office of the Chairman for the MVP Group of Companies. He is a director of Roxas Holdings Inc., an independent director of Lepanto Consolidated Mining Company and chairman of its Audit Committee, and an independent director of Maybank Philippines Inc. and chairman of its Risk Management Committee. He is the chairman of the Philstar Group of Companies and BusinessWorld Publication Corporation. He is an Associate Director of First Pacific Company Limited. He is also a director in Smart Communications, Inc., Maybank Philippines, Inc., Mediaquest Holdings, Inc., Philstar Daily, Inc., BusinessWorld Publishing Inc., and Cignal TV, Inc. He has a Master of Laws degree from the University of Michigan School of Law and a Bachelor of Laws degree from the Ateneo de Manila University School of Law, and is a member of the Integrated Bar of the Philippines. He was a partner of SyCip Salazar Hernandez. & Gatmaitan from 1982 to 2000, a foreign associate at Covington and Burling (Washington, D.C.) from 1987 to 1988, and a law lecturer at the Ateneo de Manila School of Law from 1983 to 1985 and 1989. He placed first in the 1982 Philippine Bar Examinations.

CARLOS ALFONSO T. OCAMPO
59, Filipino

Atty. Ocampo was first elected as **Independent Director** of the Corporation on May 4, 2023. He also serves as independent director of Marcventures Holdings Inc. from August 2013 until the present. He was an independent director of Bright Kindle Resources & Investments, Inc. in January 2014 until December 2021. He is the founder of Ocampo & Manalo Law Firm, which was established in 1997. He is a member of the Board in various corporations, including MAA General Assurance Phils. Inc., South Forbes City College Corporation, Columbian Autocar Corporation, Asian Carmakers Corp., Jam Transit Inc., Prestige Cars Inc., Autohaus Quezon City Inc., and AVK Philippines, Inc. He is the Corporate Secretary of PSI Healthcare Development Services Corp., PSI Prescription Solutions Corp., Adrianse Phils. Inc., Bluelion Motors Corp., First Charters and Tours Transport Corp., Brycl Resorts and International Inc., AVK Philippines Inc., Jam Liner Inc., and Manila Golf and Country Club. He previously served as Vice President and General Counsel of Air Philippines Corporation. Atty. Ocampo obtained his Bachelor of Laws from the University of the Philippines. Upon graduation from college, he was admitted into the honor societies of Phi Kappa Phi and Pi Gamma Mu. He also completed an Executive Management Program at the Asian Institute of Management and earned Certificates from The Harvard Kennedy School of Government for the IME program in 2017 and MN program in 2016. In 2013, he was named as a leading adviser as well as a commercial law expert by Acquisition International and Global Law Experts, respectively.

ROBERTO F. DE OCAMPO
79, Filipino

Mr. de Ocampo was elected as **director** on June 28, 2024. He previously served as Independent Director of the Corporation since March 16, 2005. He is the former Secretary of Finance. He is also the Chairman of the British Alumni Association, Philippine Veterans Bank, Philam Asset Management, STRADCOM, and Foundation for Economic Freedom. Chairman and Board member of Alaska Milk Corporation, Centennial Asia Advisors Pte. Ltd. (Singapore), Centennial Group (Washington, D.C.), Investment & Capital Corporation of the Philippines (ICCP) Group of Companies, Philam Asset Management Inc., Phinma Corporation, Robinson's Land Corporation, Chairman of the Board of Advisers of the RFO Center for Public Finance & Regional Economic Cooperation, which is an ADB Regional Knowledge Hub; Co-Vice Chairman of the Makati Business Club; Founding Partner of a Global Advisory Group (Centennial Group), Washington, D.C.; Founding Director of Global Economic Forum: The Emerging Markets Forum; Emeritus Member of the Financial Executives of the Philippines (FINEX); Board of Advisers of the Conference Board, New York. His past experiences are: Chairman and CEO of Development Bank of the Philippines; Chairman, Land Bank of the Philippines, former member of Board of Governors of World Bank, Asian Development Bank (ADB), and International Monetary Fund. President of Asian Institute of Management, President, Management Association of the Philippines (MAP); Member of the AIM Board of Trustees.

ELMER B. SERRANO
57, Filipino

Atty. Serrano was first elected as **director** on June 16, 2023. He is currently the Managing Partner of Serrano Law. He is the Chairman of Dominion Holdings, Inc. and Invicta Cyber Defence Corporation. He is also Chairman and President of Three Angels Holding Corporation, ES Consultancy Group, Inc. and Three Point Star Holdings, Inc. He is the President of Landbridge Home Dev. & Realty Corp. He is a director, Corporate Secretary and Corporate Information Officer of 2GO Group, Inc. He is a director of KGLI-NM Holdings, Inc. He is the Corporate Secretary of BDO Capital & Investment Corp., BDO Insurance Brokers, Inc., BDO Securities Corporation, SM Investments Corporation, SM Prime Holdings, Inc., Atlas Consolidated Mining and Development Corporation, Philippine Payments Management, Inc., Philippine Dealing System Holdings Corp., Philippine Dealing & Exchange Corp., Philippine Depository & Trust Corp., PCD Nominee Corp., 2GO Group, Inc., N Lima BGC Properties Inc., N Park BGC Land Inc., N Park BGC Properties Inc., N One BGC Properties Inc., N Square BGC Properties Inc., N Cube BGC Properties Inc., N Quad BGC Properties Inc., N Plaza BGC Properties Inc., N Quad BGC Properties Inc., N Cube BGC Land Inc., N Square BGC Land

Inc., N Plaza BGC Properties Inc., N One BGC Land Inc., DFNN Inc., BDO Life Assurance Company, Inc., BDO Towers Condoclub, Inc., BDO Towers Paseo Condominium Corp., BDO Towers Valero Condominium Corp., BDO Equitable Tower Condominium Corp. and JACCS Finance Philippines Corporation. He is the Corporate Information Officer of BDO Unibank, Inc. He obtained his Juris Doctor degree from Ateneo College of Law in 1992. He is a graduate of the Trust Operations & Investment Management of the Trust Institute of the Philippines and a Certified Treasury Associate from the Ateneo-BAP Institute of Banking BAP Treasury Certification Program.

ANTHONY M. TE
55, Filipino

Mr. Te was first elected as **director** on June 16, 2023. He has been a director of Marcventures Mining & Development Corp since August 2013. He is currently Chairman of the Board of Asian Appraisal Company, Inc., Amalgamated Project Management Services, Inc., Asian Asset Insurance Brokerage Corp. and AE Proteina Industries Corp. He serves as Chairman and Chief Finance Officer of Mactel Corp., and as Director and Treasurer for Manila Standard Today Management, Inc. Mr. Te is a licensed soliciting official for Non-Life Insurance with the Philippine Insurance Commission. He previously sat as director in the following companies: AG Finance, Inc. Balabac Resources & Holdings Co., Inc., Commonwealth Savings & Loans bank, EBECOM Holdings, Inc. Equitable PCI Bank, MRC Allied Industries, Inc., Oriental Petroleum & Minerals Corp., PAL Holdings, Inc., PGA Cars, Inc., and Phoenix Energy Corp. He obtained his Bachelor of Arts in Business Management from De La Salle University.

RENATO C. VALENCIA
83, Filipino

Mr. Valencia was first elected as **Independent Director** of the Corporation on September 08, 2015 and continues to serve as such up to the present. He is also Chairman and Independent Director of iPeople, Inc.; Chairman and Director of Omnipay, Inc.; Independent Director of GT Capital Holdings, Inc., Anglo Philippine Holdings Corporation, Malayan Insurance Company, Inc. and Vulcan Industrial & Mining Corporation. His past experiences are CEO of the following: Social Security System (SSS); Roxas Holdings, Inc. and Union Bank of the Philippines; Independent Director: Metropolitan Bank and Trust Company, Roxas and Company, Inc., House of Investments, Inc., and Philippine Veterans Bank.

TONI VENETTE R. PICAR
32, Filipina

Ms. Picar is being nominated for the first time as **director**. Ms. Picar is currently the Vice President for Corporate Finance and New Business Development. She is also the Corporation's Investor Relations Officer. Prior to joining EEI, she previously worked with First Metro Investment

Corporation, Rizal Commercial Banking Corporation, and KPMG Philippines providing investment banking, credit and asset quality, project management and deal advisory services. Ms. Picar is also a Certified Public Accountant, completing her degree of Bachelor of Science in Accountancy from De La Salle University in Manila. During her stint with KPMG Philippines, she was a recipient of the KPMG Advisory Excellence Award in 2020.

ENRIQUE ANTONIO V. FILAMOR
42, Filipino

Mr. Filamor is being nominated for the first time as **Independent Director**. He is a seasoned finance executive with expertise in corporate finance, investment management, and strategic operations. He currently serves as Treasurer and Chief Financial Officer of E. Zobel, Inc., where he leads the financial strategy and stewardship of one of the country's most prominent family offices. Mr. Filamor also holds Treasurer and CFO roles across the Zobel Group of Companies, which include EZI Insurance Agency, Bigaa Ice Plant, Hacienda Bigaa Inc., Enzo Condominium Corp., EZBIP Ventures Inc., EZDane Ventures Inc., E. Zobel Foundation, and Mahalina Foundation. He also sits on the Board of Calatagan Bay Realty, Inc. Calatagan Golf Club Inc., and Philippine National Federation of Polo Players. He previously was a Board Member of Manila Polo Club. Prior to joining E. Zobel, Inc. and the Zobel Group of Companies, he built a broad finance career with global and local insBtuBons, including Northern Trust, Citibank N.A., Rizal Commercial Banking Corporation, Liberty Mutual Insurance, and G51 Capital Management LLC. He holds a Master of Business Administration and a Master of Science in Finance from Boston College, as well as a Bachelor of Science in Management from Ateneo de Manila University.

ROBERTO G. MANABAT
78, Filipino

Mr. Manabat is being nominated for the first time as **Independent Director**. Mr. Manabat has more than 50 years of track record in the field of accountancy and has been an adviser to a number of corporations on financial reporting, internal audit and good corporate governance. He is presently the lead independent director of Union Bank of the Philippines. He is also independent director for National Reinsurance Corporation of the Philippines, City Savings Bank, Goldilocks Bakeshop, Inc., UnionBank Financial Services & Insurance Brokerage, Inc., Pluxee (formerly Sodexo) Philippines, and UnionDigital Bank. He also sits as director of Canelle Food Corporation. He is an independent adviser to the Board of Directors of SM Investments Corporation. He is also the Chairman of the KPMG R. G. Manabat Foundation and a Life Fellow of the Institute of Corporate Directors. Before retiring, Mr. Manabat was the Chairman and Chief Executive Officer of KPMG R. G. Manabat & Co. (a member firm of KPMG International). He was also a member of the Global Council of KPMG International, the Asia-Pacific Board of KPMG International, the Financial Reporting Standards Council and the Philippine Interpretations Committee. He was also Chairman of the Auditing & Assurance Standards Council and Trustee of the Shareholders' Association of the Philippines. Prior to establishing R.G. Manabat & Co., he was a Senior Partner at Sycip Gorres Velayo and Co. from 1981 to 2001. He also previously served as General Accountant of the Securities and Exchange Commission. He is a Certified Public Accountant, placing 6th in the 1968 National CPA Board Examinations. He graduated with a degree in Bachelor of Science in Business Administration from the University of the East in 1968, graduating Magna cum Laude. He completed his Masters in Business Management in 1974 from the Asian Institute of Management.

JOSE MA. CLEMENTE S. SALCEDA
63, Filipino

Mr. Salceda is being nominated for the first time as **Independent Director**. Mr. Salceda is a global economic reformer and institutional architect with over 30 years of leadership in public finance, tax policy, climate economics, and regional development. He was a member of the House of Representatives from 2019–2025, serving as Chairperson, Committee on Ways and Means (the longest-serving Chairperson in the committee's history), Appropriations Committee and Economic Affairs Committee. He also served as Governor of the Province of Albay from 2007–2016. He was also the Presidential Chief of Staff in 2007. He was also a Board Member of the Green Climate Fund from 2012–2015, serving as co-Chair from 2013-2014 and an Advisor to the UNFCCC Transitional Committee and the Incheon Metropolitan City. He is a member of the Board of Regents, Bicol University. Prior to public service, Mr. Salceda was a Research Director in ING Barings and thereafter at Swiss bank Corporation Warburg. He earned his Bachelor of Science in Management Engineering from Ateneo de Manila University, graduating cum laude. He completed his Master in Business Management (Distinction) from the Asian Institute of Management and recognized as a Triple A Outstanding Alumnus.

For the period from January to December 2024, the Board of Directors had 18 board meetings, including attendance in the 2024 Annual Stockholders' Meeting and the Organizational Meeting, and 16 meetings of the various committees. The incumbent directors attended or participated as follows:

Director	**Board Meetings**		**Committee Meetings**
	Held	Attended	
Lorenzo V. Tan	18	18	2 of 3

Henry D. Antonio	18	18	4 of 5
Francis Lloyd T. Chua	18	17	3 of 3
Remegio C. Dayandayan Jr.	18	18	9 of 9
Roberto F. de Ocampo	18	18	9 of 9
Carlos Alfonso T. Ocampo	18	18	9 of 9
Elmer B. Serrano	18	18	10 of 10
Anthony M. Te	18	16	1 of 1
Renato C. Valencia	18	18	13 of 13
Maricris C. Ang-Carlos*	9	9	1 of 1
Ray C. Espinosa*	9	7	4 of 4

**First elected during the 2024 Annual Stockholders' Meeting*

Incumbent Members of the following Board Committees:

Executive Committee	Lorenzo V. Tan (CM) Henry D. Antonio Roberto F. de Ocampo Anthony M. Te Atty. Ray C. Espinosa
Audit Committee	Renato C. Valencia (CM) Atty. Elmer B. Serrano Atty. Carlos Alfonso T. Ocampo Roberto F. de Ocampo
Corporate Governance Committee	Atty. Carlos Alfonso T. Ocampo (CM) Renato C. Valencia Atty. Ray C. Espinosa
Board Risk Oversight Committee	Atty. Ray C. Espinosa (CM) Francis Lloyd T. Chua Henry D. Antonio Lorenzo V. Tan Renato C. Valencia
Nominations Committee	Henry D. Antonio (CM) Atty. Carlos Alfonso T. Ocampo Atty. Elmer B. Serrano
Compensation and Stock Option Committee	Lorenzo V. Tan (CM) Henry D. Antonio Francis Lloyd T. Chua Anthony M. Te

Personnel Evaluation and Review Committee	Atty. Elmer B. Serrano Atty. Carlos Alfonso T. Ocampo Atty. Maricris C. Ang-Carlos Henry D. Antonio

EXECUTIVE OFFICERS (in addition to the President and CEO):

JOSE T. TAN, JR.
52, Filipino

Mr. Tan is the **Senior Vice President, Chief Audit Executive** for Internal Audit of the Corporation. He also serves as a retained Consultant and Treasurer of Beam Suntory Philippines, Inc., a shareholder and director of KPS Outsourcing, Inc., and a shareholder and director of a start-up company, Driven Solutions, Inc. He is a part-time professor in Accounting Information System at San Sebastian College. His past work experiences include: Principal for Forensic Accounting of LECG Hong Kong Ltd., Senior Vice President of Hill & Associates Philippines, Director of Business and Financial Advisory Services of KMPG Laya Mananghaya & Co., and Director of Business Risk Services and Business Fraud Investigation Services of Sycip, Gorres, Velayo and Co. He is a Certified Public Accountant (CPA), a Certified Fraud Examiner (CFE) and a Certified Forensic Accountant (CrFA). He is a member of the Philippine Institute of Certified Public Accountants (PICPA), Institute of Internal Auditors Philippines (IIAP), Association of Certified Fraud Examiners (ACFE), Institute of Certified Forensic Accountants Philippines, and a co-founder of the ACFE Philippines Chapter. A graduate of Bachelor of Science in Commerce major in Accounting (Cum Laude), he was awarded as one of the distinguished business graduates by San Sebastian College.

EARL JASON R. VISTRO
52, Filipino

Mr. Vistro is the **Senior Vice President, Head of Government Relations and External Affairs** of the Corporation. He previously worked for Globe Packing & Rubber Corporation, Intel Corporation, Chevron Philippines, Energy Development Corporation, National Grid Corporation, Megawide Construction, and prior to joining EEI, with the Joy-Nostalg Group, as SVP and Head for Supply Chain Management.

ANDRES P. TUMBOKON, III
58, Filipino

Mr. Tumbokon is the **Senior Vice President, Buildings Division**. He also serves as Trustee of EEI Retirement Fund Inc. He obtained his Bachelor of Science in Civil Engineering from the University of Santo Tomas in Manila.

ANNA SHEILA P. FIGUERA
54, Filipina

Ms. Figuera is the **Senior Vice President, Head of Contracts and Commercial Division**. She has more than twenty-seven years of extensive experience in Commercial and Contract

Management. She started her career in Hong Kong during the peak of the construction industry in Asia. Having worked in Ireland, UK, Qatar, Dubai, Hong Kong, Macau, Indonesia and the Philippines, she was able to gain valuable experience in project cost, contract review and formation, claims and commercial management of various large-scale projects in the Middle East, Europe and across South East Asia. She graduated with a degree of Bachelor of Science in Geodetic Engineering in University of the Philippines. She also received her Master in Science in Quantity Surveying in Dublin Institute of Technology, Republic of Ireland and Bachelor in Science (Hons) in Construction Economics and Management.

ROMAN M. LAPUZ
56, Filipino

Mr. Lapuz is the **Senior Vice President, Head of Infrastructure Division** of the Corporation. He completed his Bachelor of Science degree in Civil Engineering from the University of the Assumption in Pampanga.

VICTOR G. PEREZ
53, Filipino

Mr. Perez is the **Senior Vice President, Managing Director for Subsidiaries and Head of Logistics Department** of the Corporation. Prior to his appointment as Managing Director for Subsidiaries, he was the Head of Treasury Department. As the Managing Director for Subsidiaries, he serves as the President of EEI Business Solutions, Inc. (formerly Equipment Engineers, Inc.), EEI Power Corporation, EEI Energy Solutions Corporation, EEI Construction & Marine, Inc., Philrock Construction and Services, Inc., EEI Carga Digital Logistics Corporation, and Learn JP Corporation. He spent seventeen (17) years in the banking industry before joining EEI.

PAUL C. VISAYA
56, Filipino

Mr. Visaya is the **Vice President, Buildings Division** of the Corporation. He holds a degree in Bachelor of Science in Civil Engineering from the Mapua Institute of Technology (MAPUA) in Manila.

KENNETH B. SAMSON
51, Filipino

Mr. Samson is a **Vice President, Business Development** of the Corporation. He holds a Bachelor of Science degree in Civil Engineering from the Mapua Institute of Technology.

CHRISTOPHER F. ESGUERRA
50, Filipino

Mr. Esguerra is a **Vice President, Business Development Division** of the Corporation. He holds a Bachelor of Science degree in Mechanical Engineering from Pamantasan ng Lungsod ng Maynila.

ROMUALDO L. CANLAS
59, Filipino

Mr. Canlas is the **Vice President, Head of Planning and Engineering Department** of the Corporation. He also serves as Trustee of the EEI Retirement Fund Inc. He holds a Bachelor of Science degree in Civil Engineering from Tarlac State University.

CHRISTOPHER L. PABILLON
54, Filipino

Mr. Pabillon is a **Vice President, International Marketing** of the Corporation. He graduated on April 1992 from Mapua Institute of Technology in Manila with a degree of Bachelor of Science in Electrical Engineering. He has been with the Corporation since 1996, starting as a Business Development and Proposal Engineer then transitioned to Contracts Administrator in 2003 and Production & Cost Control Manager in 2006. He is currently assigned in Al Rushaid Construction Co., Ltd. as Head of Business Development & Marketing.

LAURO FELICISIMO C. MATIAS
62, Filipino

Mr. Matias is the **Vice President, Information Technology Department** of the Corporation. Prior to joining EEI, he held leadership roles as CIO at Starbucks Philippines and Jollibee Foods Corporation, as well as Vice President and Chief IT Advisor of the Sinarmas Group based in Jakarta, Indonesia, and Regional VP IT for Lafarge Boral Group JV based in Shanghai, China. He obtained his Bachelor of Science degree in Computer Engineering from the Rizal Technological University in Mandaluyong.

ROSELYN M. MASA
58, Filipina

Ms. Masa is the **Vice President, Head of Cost Deparment** of the Corporation. She also serves as Director of EEI Realty Corporation. She graduated with a degree of Bachelor of Science in Civil Engineering from Guagua National Colleges in Pampanga.

JAN IVAN M. SANTAMARIA
47, Filipino

Mr. Santamaria is the Vice **President, People Performance and Culture Division** of the Corporation. He also serves as President of Gulf Asia Internal Corporation and serves as Director of EEI Construction & Marine, Inc., Bagumbayan Equipment & Industrial Products, Inc., EEI Foundation, Inc., GAIC Manpower Services, Inc., and GAIC Professional Services, Inc. Prior to joining EEI, he was Vice President, Human Resources for AG&P and Head of HR for Prime Metro BMD Corp. He is a member of the following organization: Philippine Society for Talent & Development, People Management Association of the Philippines, Psychological Association of the Philippines and International Association of Applied Psychology. He graduated with a degree of Bachelor of Arts in Political Science from the University of Sto. Tomas and earned his Master of Industrial Relations from the University of the Philippines.

IANNOEL V. MONDRAGON
44, Filipino

Atty. Mondragon is the **Vice President, Corporate Secretary, Data Protection Officer and Compliance Officer** of the Corporation. He is also a Director of Gulf Asia International Corporation. He also serves as Corporate Secretary of of the following subsidiaries: Gulf Asia International Corporation, GAIC Manpower Services, Inc., GAIC Professional Services, Inc., JP Systems Asia, Inc., Philrock Construction and Services, Inc., EEI Power Corporation, EEI Business Solutions, Inc. (*formerly Equipment Engineers, Inc*.), EEI Energy Solutions Corporation, EEI Construction & Marine, Inc., EEI Carga Digital Logistics Corporation, LearnJP Corporation, Bagumbayan Equipment & Industrial Products, Inc., and EEI Realty Corporation. Before joining the Corporation, he was the General Counsel for Mackay Green Energy Inc. and Managing Partner of Mondragon and Montoya Law Offices. He graduated with a Bachelor of Arts degree in Philosophy from the Ateneo de Manila University School of Humanities. He completed his Juris Doctor degree from the Ateneo de Manila University and was admitted as a member of the Philippine Bar in 2008. He is also a graduate of the 25th Executive Course on National Security of the National Defense College of the Philippines and a Certified Practitioner in Human Resources.

JESUS TEODORO C. REYES
48, Filipino

Mr. Reyes is the **Vice President, Corporate Strategy and Communication** of the Corporation. He joined EEI as Assistant Vice President, Corporate Strategy and Innovation Division in 2017 before assuming his current role.

VIOLY B. ACEVEDO
35, Filipina

She is the **Chief Financial Officer** of the Corporation. She graduated with a degree of Bachelor of Science in Accountancy from St. Louis University in Baguio City. She joined EEI as Group Manager of General & Project Cost Department in 2020 and was promoted to Assistant Vice President, Finance in 2022.

MARIA CRISTINA R. AMBAT
53, Filipina

Ms. Ambat is the **Assistant Vice President, Head of Enterprise Risk Management** of the Corporation. She also serves as Trustee of EEI Retirement Fund Inc. She graduated with a degree of Bachelor of Science in Industrial Engineering from the University of the Philippines in Quezon City. She joined EEI as Manager – Quality Assurance in 2010. She was promoted to Assistant Vice President, Quality Assurance Department in 2018 before assuming her current role.

MAUREEN S. FRIAS
50, Filipina

Ms. Frias is the **Vice President, Head of Supply Chain Management Divisio**n of the Corporation. She previously worked for Coca-Cola Beverages Philippines Inc., Johnson & Johnson International (Singapore) Pte. Ltd., Citibank, N.A., Avon Cosmetics, Avon Products Mfg. Inc., Regional Commodity Lead for Tube Caps for Asia Pacific & China, Ford Motor Company Philippines, Inc. and Toyota Motor Philippines Corporation. She graduated with a degree of Bachelor of Science in Industrial Engineering from the University of the Santo Tomas in Manila. She joined EEI as Assistant Vice President, Sourcing and Category Management in 2024 before assuming her current role.

TONI VENETTE R. PICAR
32, Filipina

Ms. Picar is currently the **Vice President for Corporate Finance and New Business Development**. She is also the Corporation's Investor Relations Officer. Prior to joining EEI, she previously worked with First Metro Investment Corporation, Rizal Commercial Banking Corporation, and KPMG Philippines providing investment banking, credit and asset quality, project management and deal advisory services. Ms. Picar is also a Certified Public Accountant, completing her degree of Bachelor of Science in Accountancy from De La Salle University in Manila. During her stint with KPMG Philippines, she was a recipient of the KPMG Advisory Excellence Award in 2020.

ELLAINE ANNE L. BERNARDINO
31, Filipina

Atty. Bernardino is the **Asst. Corporate Secratary**. She is concurrently also serving as Assistant Corporate Secretary to the following subsidiaries of EEI: GAIC Manpower Services Incorporated, GAIC Professional Services, Inc., JP Systems Asia, Inc., Philrock Construction and Services, Inc., EEI Power Corporation, EEI Business Solutions, Inc. (formerly Equipment Engineers, Inc.), EEI Energy Solutions Corporation, EEI Construction & Marine, Inc., EEI Carga Digital Logistics Corporation, LearnJP Corp., Bagumbayan Equipment & Industrial Products, Inc., and EEI Realty Corporation. Before joining the Corporation, she was an Associate of Mata-Perez, Tamayo & Francisco Attorneys-at-Law and a contributing Author for The Manila Times. She graduated with a Bachelor of Arts degree in Political Science from the University of Santo Tomas. She completed her Juris Doctor degree from the San Beda University - Mendiola and was admitted as a member of the Philippine Bar in 2020.

JONAS RAPHAEL R. REDUBLO
32, Filipino

Mr. Redublo is the **Financial Controller** of the Corporation. He graduated with a degree of Bachelor of Science in Accountancy from the University of Santo Tomas in Manila. He joined EEI as Accounting Supervisor in 2015 and was promoted to Group Manager, Project Finance Forecasting and Analysis in 2022.

JOCELYN R. DIMAILIG
50, Filipina

Ms. Dimailig is the Head of Treasury Department of the Corporation. She concurrently serving as Treasurer to the following subsidiaries of EEI: Gulf Asia International Corporation, GAIC Manpower Services, Inc., GAIC Professional Services, Inc., EEI Business Solutions, Inc. (formerly Equipment Engineers, Inc.), EEI Power Corporation, EEI Energy Solutions Corporation, EEI Construction & Marine, Inc., EEI Realty Corporation, Philrock Construction and Services, Inc., EEI Carga Digital Logistics Corporation, LearnJP Corp., Bagumbayan Equipment & Industrial Products, Inc., GAMSI Health Services Inc., and EEI Foundation Inc. She graduated with a degree of Bachelor of Science in Accountancy from the University of Northern

Philippines in Vigan, Ilocos. She joined EEI as Treasury Assistant in 2002 and was promoted to Group Manager, Treasury in 2022.

Other the Atty. Ang-Carlos, who is being nominated again as director and concurrently sits as a director of Clark Development Corporation, none of the above-mentioned Directors, Independent Directors, and Executive Officers of the Corporation holds any elective or appointive position with the Philippine Government, whether national or local, or any of its agencies or instrumentalities.

Nominees for Election to the Board of Directors:

Majority of the incumbent members of the Board of Directors have been nominated for re-election. No Director has resigned or declined to stand for re-election to the Board of Directors since the date of the last annual stockholders' meeting due to disagreement with the Company on any matter relating to the Company's operations, policies or practices.

The nominees are as follows:

Henry D. Antonio
Maricris C. Ang-Carlos
Toni Venette R. Picar
Ray C. Espinosa (ID)
Enrique Antonio V. Filamor (ID)
Roberto G. Manabat (ID)

Francis Lloyd T. Chua
Elmer B. Serrano
Lorenzo V. Tan
Renato C. Valencia (ID)
Jose Ma. Clemente S. Salceda (ID)

Independent Directors:

For 2025, the following have been nominated by stockholders as Independent Directors:

Nominees	Nominating Stockholder(s)
Ray C. Espinosa	Steneli S. Bernardo
Renato C. Valencia	Luis H. Dado
Roberto G. Manabat	Luis H. Dado
Enrique Antonio V. Filamor	Emma U. Batiao
Jose Ma. Clemente S. Salceda	Emma U. Batiao

All nominees for independent director have accepted their nominations to serve as Independent Directors. The above nominees for independent directors and nominating stockholders are not in any way related to each other.

The nominated Independent Directors were determined to have the necessary competence, integrity, probity, experience, and knowledge to serve as Independent Directors. Messrs. Espinosa, Filamor, Valencia, Manabat and Salceda complied with all the requirements under the Revised Corporate Governance Manual, SEC Revised Corporate Governance Code, and SEC Memorandum Circular No. 9 Series of 2011, as amended.

Nominations for Director and Independent Director were received in compliance with Art. IV, Sec. 3 of the Corporation's By-Laws. The Nominations Committee evaluated the qualifications of the eleven (11) nominees for director and independent director and concluded that they have more than the required qualifications and have none of the disqualifications of a director or independent director, as set out in the Corporation's By-Laws and Manual on Corporate Governance.

The members of the Nominations Committee are Mr. Henry D. Antonio (Chairman), Atty. Elmer B. Serrano, and Atty. Carlos Alfonso T. Ocampo (Independent Director).

Meritorious Justification:

Mr. Renato C. Valencia was first elected as **Independent Director** of the Corporation on September 08, 2015 and has been nominated to serve beyond the 9-year term limit recommended under SEC Memorandum N0. 4, Series of 2017. In accordance with the said SEC memorandum, the acceptance of the nomination of Mr. Valencia was made considering his proven competence, integrity, and viral service to the Board and to the Corporation. He has held directorships with and served as officer of various banking and financial institutions, including as Chairman, President, CEO and COO of the Union Bank of the Philippines, Chairman of the Philippine Savings Bank, and Director of the Philippine Veterans Bank. Currently, he is the Chairman of Omnipay, Inc., and Lead Independent Director of GT Capital and iPeople Inc. Prior to these, Mr. Valencia previously held notable positions in other business industries, such as Vice-Chairman of San Miguel Corporation, Advisory Board Member of the Philippines Coca-Cola System Council, and directorships with PLDT, Meralco, Philex Mining Corporation, Makati Stock Exchange and several other private companies. In the public sector, he was a long-term Chairman of the Social Security System from 1990 to 1998, and served as a Director of the Bases Conversion Development Authority and the Fort Bonifacio Development Corporation.

Mr. Valencia also served as Vice-Chairman of the Philippine Cancer Society and a Member/Trustee of the Heart Foundation of the Philippines, Filipino Veterans Foundation and Management Association of the Philippines.

His impressive academic background, graduating in the Top 10 of his class at the Philippine Military Academy with a degree in BS General Engineering and receiving his Master's Degree in Business Management, as a full scholar, from the Asian Institute of Management coupled with his distinguished career in both the private and public sectors, with extensive experience and proficiency in the fields of banking and finance, real estate, other business industries and public sector concerns will benefit all stakeholders of the Corporation.

Corporate Governance

The Company's commitment to strict adherence to the principles and practices of good corporate governance is detailed in its Revised Manual on Corporate Governance, which was approved and submitted to the SEC on May 30, 2017.

Compliance with the principles of good corporate governance starts with the Company's Board of Directors which shall be composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector and who shall devote the tiem and attention necessary to properly and effectively perfomr their duties and responsibilities, including sufficient time to be familiar with the corporation's business. All members of the Board of Directors are duty-bound to apply high ethical standards taking into account the interest of all stakeholders. It shall adopt a Code of Business Conduct and Ethics, which would provide standards for professional and ethical behavior, and ensure the proper and efficient implementation and monitoring of compliance.

To support the effective performance of the Board's functions, the Board set up and maintain six (6) committees, each with its respective charters to oversee key corporate governance concerns:

1) The Audit Committee is responsible for enhancing the oversight capability of the Board over the Company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations. It approves the Internal Audit Charter and oversees the Internal Audit Department including the recommendation and appointment (or removal) of the Chief Audit Executive. It recommends to the Board the appointment, reappointment, removal and fees of the External Auditor. The Audit Committee also evaluates and determines the non-audit work, if any, of the External Auditor, and periodically reviews the non-audit fees paid to the External Auditor in relation to the total fees paid to him and to the Company's overall consultancy expenses. If any non-audit work is allowed, the same shall be disclosed in the Corporation's Annual Report and Annual Corporate Governance Report. The Committee is composed of a Chairman, Mr. Renato C. Valencia (Independent Director) and four members, Mr. Carlos Alfonso T. Ocampo (Independent Director), Mr. Elmer B. Serrano, Mr. Roberto F de Ocampo, and Mr. Remegio C. Dayandayan, Jr. (resigned for personal reasons).

2) The Board Risk Oversight Committee is responsible for assisting the Board in ensuring that there is an effective and integrated risk management process. It is tasked with developing and evaluating a formal enterprise risk management plan and overseeing its implementation through a Management Risk Oversight Committee. It also provides oversight over Management's activities in managing credit, market, liquidity, operational, legal and other risk exposures. The Committee is headed by Mr. Ray C. Espinosa (Independent Director). The other members are Messrs. Lorenzo V. Tan, Henry D. Antonio, Francis Lloyd T. Chua, and Renato C. Valencia (Independent Director).

3) The Nominations Committee is charged with the review and evaluation of the qualifications of all persons nominated to the Board and ensure that the quality of directors should be aligned with the strategic direction of the company. The Nominations Committee consists of Mr. Henry D. Antonio, who is the Chairman, and two members, Mr. Carlos Alfonso T. Ocampo (Independent Director) and Mr. Elmer B. Serrano.

4) The Compensation and Stock Option Committee is composed of at least three members. It is tasked with establishing a formal and transparent procedure for developing a policy on executive remuneration andf or fixing the remuneration packages for corporate officers and directors and provide oversight over remuneration of senior management and other key personnel consistent with the Company's culture, strategy and control environment, among others. The Committee is charied by Mr. Lorenzo V. Tan. Its other members include Mr. Henry D. Antonio, Mr. Francis Lloyd T. Chua, and Mr. Anthony M. Te.

5) The Corporate Governance Committee is tasked to assist the Board in the performance of its corporate governance responsibilities, ensuring compliance with and the proper observance of corporate governance principles and practices. When practicable, it oversees the periodic performance evaluation of the Board and its committees as well as executive management and conducts an annual self-evaluation of its performance. Under the Company's Policy on Material Related Party Transactions, the Corporate Governance Committee is assigned the duty of monitoring, reviewing and evaluating material related party transactions for endorsement to the Board. It is composed of at least three members, all of whom shall be independent directors. The following are the current members: Mr. Carlos Alfonso T.

Ocampo (Chairman), Mr. Renato C. Valencia (Member) and Mr. Roberto F. de Ocampo (Member).

6) Consistent with the principles and practices of good corporate governance, the Board also established a Personnel Evaluation and Review Committee which acts as an independent higher body where personnel responsible for the funds, assets and other resources owned or entrusted to the Company, as well as the integrity of contracts entered by the Company, when warranted by circumstances, shall be investigated and held liable for their actions. It also recommends to the Board measures necessary to deter further offenses which may be committed by Company personnel. The Committee is chaired by Mr. Elmer B. Serrano and has four other members: Messrs. Carlos Alfonso T. Ocampo, Remegio C. Dayandayan, Jr. (resigned due to personal reasons), and Henry D. Antonio and Ms. Maricris C. Ang-Carlos.

The Board shall also appoint a Compliance Officer, who is a member of Management tasked with monitoring, reviewing, evaluating and ensuring compliance by the Company, its officers and directors with the relevant laws, rules and regulations and all governance issuances of regulatory agencies and reports violations to the Board with recommendation on the appropriate disciplinary actions, among others. Mr. Iannoel V. Mondragon is the current Compliance Officer.

The Board of Directors and Management believe that corporate governance is a necessary component of what constitutes sound strategic business management and will undertake every effort necessary to create awareness and exact compliance.

The Board continues to evaluate its Revised Manual on Corporate Governance, including the Charters of each committee as well as each committees respective mandates and outputs to ensure that the Company complies with leaading practices on Corporate Governance.

With regard to appraisal, the incumbent Board of Directors has yet to complete its self-assessment for the previous year at the time of submission of the Information Statement. Notably, of the 11 members of the Board, one member resigned due to personal reasons prior to expiration of his term. Five other members were no longer nominated for this year's election. The criteria and procedure for the upcoming appraisal of the Board will be provided by a third-party appraiser/evaluator of choice by the Board.

Item 6. Compensation of Directors and Executive Officers

The members of the Board of Directors except those holding Management positions in the Corporation are entitled to a *per diem* of PhP100,000.00 for attendance in any regular meeting and PhP30,000.00 for special board meeting, and a *per diem* ranging from PhP10,000.00 to PhP15,000.00 for attending meetings of Board committees. The following are the total per diems received by the members of the Board of Directors:

***Per diem* for the year 2024* (PhP)**		
Name	Board Meetings (Regular, Special, and Annual Stockholders')	Committee Meeting
Lorenzo V. Tan	510,000.00	25,000.00
Francis Lloyd T. Chua	480,000.00	30,000.00
Remegio C. Dayandayan Jr.	510,000.00	90,000.00
Medel T. Nera**	160,000.00	40,000.00
Roberto F. de Ocampo	510,000.00	95,000.00

Carlos Alfonso T. Ocampo		510,000.00	105,000.00
Wilfrido E. Sanchez**		130,000.00	0.00
Elmer B. Serrano		510,000.00	100,000.00
Anthony M. Te		380,000.00	130,000.00
Renato C. Valencia		510,000.00	50,000.00
Maricris C. Ang-Carlos***		380,000.00	10,000.00
Ray C. Espinosa***		350,000.00	45,000.00
Total:		**4,940,000.00**	**720,000.00**

**During the 2024 Annual Stockholders' Meeting, stockholders approved the increase of directors' per diems from PhP30,000.00 to PhP100,000.00 for regular meetings and from PhP10,000.00 to PhP30,000.00 for special meetings.*
*** No longer elected during the 2024 Annual Stockholders' Meeting.*
****First elected during the 2024 Annual Stockholders' Meeting.*

Other than the President and CEO, Mr. Henry D. Antonio, the Board of Directors receive no other compensation.

For the year 2024, total salaries, allowances, and bonuses for the last two fiscal years and estimated to be paid for the ensuing year to the principal executive, operating, and financial officers are as follows:

SUMMARY COMPENSATION TABLE
(in thousand PhP)

Name and Position	Year	Salary	Bonus	Other Benefits
Top 5 Executives: 1. **Henry D. Antonio** President and CEO 2. ***Cris Noel E. Torres*** *SVP & Chief Financial Officer* 3. **Earl Jason R. Vistro** SVP, Head of Government Relations and External Affairs 4. ***Glenn F. Villasenor*** *SVP, Heavy and Light Industry Division* 5. **Roman M. Lapuz** SVP, Infrastructure Division	2025 Projected	48,154	-	4,343
	2024 Actual	51,353	-	2,543
	2023 Actual	53,207	-	2,550
All other officers	2025 Projected	98,318	-	10,932
	2024 Actual	125,807	-	12,925
	2023 Actual	119,695	-	14,288
Totals	2025 Projected	146,471	-	15,272
	2024 Actual	177,160	-	15,468
	2023 Actual	172,903	-	16,838

All executive officers, including those specifically enumerated above are covered by standard employment contracts and employees' retirement plan. As part of management, any executive officer may be terminated upon proper notice.

There are no other cash compensation granted to officers and directors in addition to the above summary of compensation.

Other than foregoing and the election of the nominees, there is no other action to be taken at the Annual Stockholders' Meeting that will affect directors and executive officers relative to bonus, profit sharing, pension/retirement plan, granting or extension of any option, warrant or right to purchase any securities.

Significant Employees:

While the Corporation acknowledges that each and every employee has a role and contribution to make, it also strongly believes that no one is indispensable in the organization. Thus, the loss of an employee, or even an officer, will not cause any serious dislocation or disruption in the business of the Corporation. This is not to say, however, that the Corporation does not endeavor to retain good and deserving employees for indeed it does, through its compensation program, training, and the like.

Moreover, as a matter of policy, the Corporation sees to it that the maintenance of good relations with a client, customer, or any other third party, is the responsibility of each and everyone in the organization. Thus, the success of a transaction, undertaking, or project does not depend on any one employee. In this sense, it can be said that the Corporation does not have what the Rules refer to as significant employees.

Family Relationship:

All Directors and Officers are not related by consanguinity or affinity to one another.

Involvement in certain Legal Proceedings:

During the past 5 years, 2020 – 2025, there has been no pending legal proceedings, bankruptcy petition, nor conviction by final judgment, against any Director or Executive Officer of the Corporation that is material to an evaluation of their ability or integrity to become a Director or Executive Officer of the Corporation. Neither has any of them been subject to any Order, Judgment, or Decree, nor involved in any proceeding for violation of a Securities or Commodities law.

There are pending legal cases against the Corporation that are being contested by the Corporation and its legal counsels. The final resolution of these cases however will not have a material effect on the financial position of the Corporation.

Certain Relationships and Related Transactions:

During the last two (2) years, the Corporation did not have any self-dealings or material related party transactions with any of its directors or executive officers, or any member of their immediate family.

There are no material transactions which were negotiated by EEI with parties whose relationship with EEI fall outside the definition of "related parties" under SFA/IAS No. 24 but with whom EEI has relationship that enables such parties to negotiate terms that may not be available from other, more clearly independent parties on an arm's length basis.

Refer to Note 26 of the 2024 Audited Financial Statements for Related Party Transactions.

Item 7. Independent Public Accountants

Sycip, Gorres, Velayo (SGV & Co.) was appointed as the Corporation's independent external accountant during the 2024 Annual Stockholders' Meeting upon recommendation by the Audit Committee to be retained. Beginning 2022-2023, Mr. Lloyd Kenneth S. Chua is the partner-in-charge. Such change in partner is in compliance with SEC Rule 68 (30)(b)(iv). The engagement fees for these services are as follows:

Year	Audit Fee (PhP)
2024	14.8 million
2023	13.8 million
2022	13.5 million

There was no event for the last 5 years where SGV & Co. had any disagreement with regard to any matter relating to accounting principles or practices, financial statement disclosure or auditing scope or procedure. Further, there are no matters that in their professional judgment may reasonably be thought to bear on their independence or that they gave significant consideration to in reaching the conclusion that independence has not been impaired.

Representatives of SGV & Co. are expected to be present at the meeting and will have the opportunity to make a statement if they desire to do so and are expected to be available to respond to appropriate questions.

The members of the Audit Committee are Mr. Renato C. Valencia (Independent Director) as Chairman with Messrs. Carlos Alfonso T. Ocampo (Independent Director), Roberto F. de Ocampo, Remegio C. Dayandayan, Jr. (resigned on March 27, 2025) and Elmer B. Serrano as members.

Item 8. Compensation Plans

There are no plans pursuant to which cash or non-cash compensation may be paid or distributed.

C. ISSUANCE AND EXCHANGE OF SECURITIES

Item 9. Authorization or Issuance of Securities other than for Exchange

There are no authorization or issuance of securities otherwise for exchange to disclose.

Item 10. Modification or Exchange of Securities

There are no modification or exchange of securities to disclose.

Item 11. Financial and other Information

Corporation incorporates by reference the Annual Report containing the financial report of the Corporation as of December 31, 2024, and other related information. The electronic copy of the Annual Report on SEC Form 17A, and other pertinent documents are already available: (a) on the Corporation's website **www.eei.com.ph** and (b) PSE Edge.

Item 12. Mergers, Consolidations, Acquisitions and Similar Matters

There are no mergers, consolidations, acquisitions. and similar matters to disclose.

Dividend Policy

As stated in the Company's Revised Manual on Corporate Governance, stockholders shall have the right to receive dividends subject to the discretion of the Board and to Section 6.1.6.2 of the Manual which states that the Company shall declare dividends when its retained earnings shall be in excess of 100% of its paid-in capital stock except: a) when justified by definite corporate expansion projects or programs approved by the Board or b) when the Company is prohibited under any loan agreement with any financial institution or creditor, whether local or foreign, from declaring dividends without its consent, and such consent has not been secured; or c) when it can be clearly shown that such retention is necessary under special circumstances obtaining in the Company, such as when there is a need for special reserve for probable contigencies.

Dividends per Share

On February 14, 2024, the Board of Directors approved the declaration of cash dividends for Series A and Series B preferred shares at PhP1.441025 and PhP1.73485, respectively, and payable on March 25, June 24, September 23 and December 23, 2023.

For holders of common shares, no dividends have been declared as the the Company has not met the requirements for declaring dividends.

Item 13. Acquisition or Disposition of Property

The Corporation acquired real estate properties in Bataan and the parcels of land in Manggahan St., Bagumbayan, Quezon City, where the Corporation's head office is currently located.

Other than the above, there are no other acquisition or disposition of property to disclose.

Item 14. Restatement of Accounts

There is no restatement of accounts to disclose.

D. OTHER MATTERS

Item 15. ACTION WITH RESPECT TO REPORTS

The following reports are to be submitted for approval during the stockholders' meeting:

1. The Minutes of the Annual Stockholders' Meeting held last June 28, 2024 which records the approval or ratification by the stockholders of the following matters: 1) Minutes of the Annual Stockholders' meeting held on June 16, 2023; 2) the President's Report for the year 2023 and the outlook for 2024; 3) the Audited Financial Statements for the year ending December 31, 2023; 4) the ratification of the acts of the Board of Directors, Board Committees and Management during the year 2023; 5) the election of the members of the Board of Directors of the Corporation; and 6) the appointment of the external auditor. A copy of the said Minutes is available at the Corporation's website (https://www.eei.com.ph/company-disclosures).

2. The President's Report and the Annual Report for the year 2024. Approval of the Annual Report constitutes a ratification of the Corporation's performance during the previous calendar years as contained in the Annual Report.

3. The Audited Financial Statements for the year 2024.

Item 16. MATTERS NOT REQUIRED TO BE SUBMITTED

There are no matters not required to be submitted to be disclosed.

Item 17. AMENDMENT OF CHARTER, BYLAWS OR OTHER DOCUMENTS

The Corporation intends to present, for the approval of stockholders holding at least two-thirds (2/3) of the outstanding capital stock, the amendment of the Third Article of the Articles of Incorporation, to change the principal office address ***from*** No. 12 Manggahan St., Brgy. Bagumbayan, Quezon City 1110 ***to*** 20th Floor, RCBC Plaza Tower 2, 6819 Ayala Ave., Bel-Air, Makati City 1227.

Other than the above, there are no other proposals for amendment of charter, bylaws or other documents.

Item 18. OTHER PROPOSED ACTION

The following matters shall be submitted to a vote at the meeting:

1. *Ratification and confirmation of all the acts, resolutions and proceedings of the Board of Directors, Board Committees and officers of the Corporation*.

   This pertains to all acts resolutions, proceedings and approval made by the Board of Directors, Board Committees and officers of the Corporation from the last stockholders' meeting on June 28, 2024 up to the date of meeting, June 27, 2025, such as approval of agreements, projects, investments, treasury-related matters and other matters covered by disclosures to the Securities and Exchange Commission and the Philippine Stock Exchange. The acts of the officers were those taken to implement the resolutions of the Board or its Committees or in the general conduct of business. These are reflected in the minutes of the meetings of the Board of Directors, in the regular reports and disclosures to the Securities and Exchange Commission, and to the Philippine Stock Exchange, and in the 2023 Annual Report and the President's Report.

2. *Election of the Members of the Board of Directors for 2025-2026*.

3. *Appointment of External Auditors*.

Item 19. VOTING PROCEDURES

All stockholders who wish to cast their votes may do so by appointing the Chairperson of the meeting as proxy, or by electronic voting *in absentia* following the procedures laid down below:

A. Registration Procedures for Attendance and Participation in the Meeting

All stockholders of record as of **<u>May 27, 2025</u>** who wish to attend and participate are requested to notify the Corporate Secretary by email at the following address: **eei_asm@eei.com.ph** on or before close of business on **June 26, 2024**, of their intention to participate in the Annual Stockholders' Meeting via remote communication. After this date and time, a stockholder may no longer be allowed to register.

For validation purposes, the stockholder shall provide in the same email the following:

<u>For Certificated Shares held by Individuals:</u>

1. Complete Name;
2. Active Mobile Number or Landline;
3. Scanned copy of a valid government issued identification card of the stockholder, with specimen signature signed thrice in wet ink;
4. An unedited/unfiltered self-portrait of the Stockholder holding the valid government-issued identification card submitted;
5. For stocks held by joint stockholders in an 'and' capacity and not an 'and/or' capacity, all the requirements above must be complied by all the stockholders holding the stocks jointly; and
6. Copy of the front and back portion of the stock certificate/s in .pdf, .jpg., or .png file format.

<u>For Certificated Shares held by Corporate Stockholders</u>:

1. Complete Name of authorized representative;
2. Active Mobile Number or Landline;
3. Scanned copy of the duly notarized Secretary's Certificate containing the board resolution designating the authorized representative of the Corporate Stockholder, with the authorized representative's specimen signature;
4. Scanned copy of a valid government issued identification card of the authorized signatory and the corporate secretary, with their respective specimen signatures signed thrice in wet ink;
5. An unedited/unfiltered self-portrait of the authorized representative holding the valid government-issued identification card submitted; and
6. Copy of the front and back portion of the stock certificate/s in .pdf, .jpg., or .png file format.

<u>For Scripless Shares</u>:

1. In addition to the requirements above for individual or corporate stockholder (as the case may be), the broker's certification on the individual or corporate stockholder's number of shareholdings.

Validation of the stockholder's registration shall be completed by the Company within a reasonable time from receipt of the email request.

Once validated, the stockholder will receive an email confirming successful validation of the registration and the link to the online meeting platform.

Submission of incomplete or inconsistent information may result in an unsuccessful registration and attendance through remote communication will not be credited for purposes of determining the presence of a quorum.

B. Procedure for Voting thru the Chairperson of the meeting as proxy

Stockholders may give the Chairman of the Meeting the authority to vote in all matters for approval, by appointing the Chairperson as Proxy. The instructions for voting thru the Chairman of the Meeting as proxy and the Proxy Form may be found in **Annex "A"** of the Information Statement that will be posted in the Company's website (**www.eei.com.ph**) and via PSE Edge, pursuant to the Notice dated March 12, 2025 of the SEC.

C. Procedure for Electronic Voting *in Absentia*

Stockholders may vote electronically *in absentia*. The instructions for voting electronically *in absentia* and the Ballot Form may be found in **Annex "B"** of the Information Statement that will be posted in the Company's website (**www.eei.com.ph**) and via PSE Edge, pursuant to the Notice dated March 12, 2025 of the SEC.

A stockholder voting *in absentia* shall be deemed present for purposes of quorum. The votes cast *in absentia* will have equal effect as votes cast by proxy.

D. Tabulation and Validation of Votes *in Absentia* or by Proxy

All votes cast through proxy forms or *in absentia* will be tabulated by the Company. An independent third party will validate the results.

Validation and final tally of votes through Proxy or *in absentia* shall be released as the matter is presented during the meeting as well as recorded in the minutes of the meeting.

The approval of any matter submitted to a vote during the meeting, other than the amendment of the Corporation's Articles of Incorporation, shall require the affirmative vote of the majority of all stockholders present either in person, virtually, or represented by proxy in the meeting, if constituting a quorum. For election of Directors, Section 23 of the Revised Corporation Code shall apply.

The approval the amendment of the Corporation's Articles of Incorporation shall require the affirmative vote of stockholders representing at least two-thirds of the issued and outstanding common and preferred stocks.

E. Determination of Quorum

Only those stockholders who have notified the Company of their intention to participate in the Annual Stockholders' Meeting by remote communication, and who have successfully registered during the Registration Period, together with the Stockholders who voted by proxy or *in absentia* will be included in the determination of quorum.

F. Stockholders' Questions/Comments During the Meeting

Stockholders may send relevant questions or comments via email to **eei_asm@eei.com.ph** on or before the appointed time of the meeting and the same will be taken up at the proper portion of the meeting. Stockholders are advised to send questions ahead of time to be assured that these will be taken up during the meeting.

Stockholders may also send questions or comments during the meeting through a link that will be provided in the chat box. Depending on the available time left, the relevant questions or comments will be addressed at the appropriate portion of the meeting thru the Corporate Secretary, who shall raise the questions or comments on behalf of the Stockholder.

G. Recording of the Annual Meeting

A recording of the livestream of the meeting will be uploaded on the Corporation's website as soon as practicable and will be maintained on the website for as long as reasonably capable but in no case less than two (2) weeks from date of uploading.

H. Privacy Notice

Individual stockholder's or corporate stockholder's authorized representative's personal data will be collected, stored, processed, and used exclusively for the purposes of the Annual Stockholders' Meeting. Personal information will be processed in accordance with Republic Act No. 10173 or the Data Privacy Act of 2012 and its implementing rules and regulations. For more information on the privacy policy of the Corporation you may find more information at https://www.eei.com.ph/privacy-policy

PART III
SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in Quezon City on May 29, 2025.

EEI CORPORATION

By:

IANNOEL V. MONDRAGON
Corporate Secretary

UNDERTAKING

THE CORPORATION UNDERTAKES TO PROVIDE, WITHOUT CHARGE, A COPY OF THE ANNUAL REPORT ON SEC FORM 17-A TO EACH PERSON SOLICITED, AT THE ADDRESS HE/SHE INDICATES OR THROUGH EMAIL, UPON RECEIPT OF A WRITTEN REQUEST ADDRESSED TO:

THE CORPORATE SECRETARY
EEI Corporation
No. 12 Manggahan Street,
Bagumbayan, Quezon City 1110, Philippines

or through email at

eei_asm@eei.com.ph

<u>**Annex "A"**</u>

<u>**Proxy Instructions for common and preferred stockholders**</u>

For holders of common shares, the Proxy for common stockholders, when properly executed, will be voted in the manner as directed by the stockholder.

For Items 1 to 5, if no instructions are provided, this Proxy will be voted "**for**" the approval of all the matters stated therein.

For Item 6 – Election of Directors, each stockholder is entitled to vote for such number of shares multiplied by the number of seats in the Board. Further, each stockholder may:

a. Vote for all nominees, in which case the stockholder's total votes will be divided and voted equally among all the nominees;
b. Withhold authority to vote for all nominees;
c. Abstain;
d. Vote only for one or some and not all of the nominees by distributing and casting the total votes as the stockholder shall see fit. *Provided* that, the total number of votes cast by the stockholder shall not exceed the number of shares owned multiplied by the total number of directors to be elected; or
e. If no instructions are provided, the stockholder's total votes will be divided and voted equally among all the nominees.

For holders of Preferred Shares, the Proxy for preferred stockholders, when properly executed, will be voted in the manner as directed by the preferred stockholder. If no instruction is provided, the Proxy will be voted "**for**" the approval of amendment of the Third Article of the Articles of Incorporation on the change of the principal office address.

Revocability of Proxy. A stockholder giving a proxy has the power to revoke it at any time prior to its exercise by giving written notice to the Corporate Secretary at the most expedient method such as, but not limited to, by email at **eei_asm@eei.com.ph** or hand delivered to the Office of the Corporate Secretary at No. 12 Manggahan St., Brgy. Bagumbayan, Quezon City 1110, prior to the Annual Meeting or by giving a later dated Proxy.

Person making the Solicitation. This proxy is <u>**SOLICITED ON BEHALF OF THE MANAGEMENT OF EEI CORPORATION**</u>. The Proxy Statement and the enclosed Proxy are attached to the Information Statement posted on the Corporation's website **www.eei.com.ph** and via PSE Edge, pursuant to the Notice dated March 12, 2025. The duly accomplished Proxy shall be sent to the Corporate Secretary via email at **eei_asm@eei.com.ph**, on or before close of business on June 27, 2024. A duly executed hard copy of the Proxy Form may also be mailed, hand-delivered, or couriered to the Office of the Corporate Secretary at No. 12 Manggahan St., Brgy. Bagumbayan, Quezon City 1110, on or before close of business of June 27, 2024.

The cost incurred in the solicitation, estimated at PhP100,000.00 will be borne by EEI Corporation. In addition to solicitation of the Proxies by mail and email, officers and employees of EEI may also solicit Proxies personally or by telephone.

No director has informed the Corporation that he/she intends to oppose any action intended to be taken by the Corporation.

PROXY

____

Please indicate above the number **common shares** held.

The undersigned stockholder/s of **EEI CORPORATION** (the "**Corporation**"), having read the Proxy Instructions, hereby appoints ________________________ or in the absence thereof, or if not specified, the Chairman of the Meeting, as Proxy, to present and vote all the above **Common Shares** registered in the name of the undersigned at the Annual Stockholders' Meeting on **June 27, 2025**, or at any adjournments or postponements thereof, for the purpose of acting on the following matters:

1. Approval of the Minutes of the Annual Stockholders' Meeting held on June 28, 2024:
   ☐ For ☐ Against ☐ Abstain
2. Approval of the President's Report, Annual Report and 2024 Audited Financial Statements:
   ☐ For ☐ Against ☐ Abstain
3. Ratification of previous acts and resolutions of outgoing Board of Directors, Board Committees and Management from June 28, 2024 to June 27, 2025:
   ☐ For ☐ Against ☐ Abstain
4. Appointment of SyCip Gorres Velayo & Co. as External Auditors
   ☐ For ☐ Against ☐ Abstain
5. Amendment of the Third Article of the Articles of Incorporation to Change the Principal Office Address of the Corporation:
   ☐ For ☐ Against ☐ Abstain
6. Election of Directors:

☐ Vote for all nominees below. ☐ Withhold authority to vote for all nominees below. ☐ Abstain

Henry D. Antonio	Francis Lloyd T. Chua
Maricris C. Ang-Carlos	Elmer B. Serrano
Toni Venette R. Picar	Lorenzo V. Tan
Ray C. Espinosa (Ind. Director)	Renato C. Valencia (Ind. Director)
Enrique Antonio V. Filamor (Ind. Director)	Jose Ma. Clemente S. Salceda (Ind. Director)
Roberto G. Manabat (Ind. Director)	

☐ Vote only for the following nominees, for the following number of shares:

Nominee	No. of Shares

THE UNDERSIGNED STOCKHOLDER/S HAS READ AND UNDERSTOOD THE PROXY INSTRUCTIONS.

THIS PROXY IS NOT REQUIRED TO BE NOTARIZED AND WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN.

THIS PROXY MUST BE RETURNED ALONG WITH THE OTHER REQUIREMENTS TO THE OFFICE OF THE CORPORATE SECRETARY ON OR BEFORE CLOSE OF BUSINESS OF **JUNE 26, 2025** FOR THE VALIDATION OF PROXIES ENTITLED TO VOTE AND DETERMINE FROM THE RECORD THE NUMBER OF SHAREHOLDINGS OF THE STOCKHOLDER, WITH THE ASSISTANCE OF THE STOCK TRANSFER AGENT, VIA EMAIL AT **eei_asm@eei.com.ph** OR HAND-DELIVERED TO THE OFFICE OF THE CORPORATE SECRETARY AT NO. 12 MANGGAHAN ST., BRGY. BAGUMBAYAN, QUEZON CITY 1110. THIS PROXY MAY ALSO BE RETURNED VIA MAIL OR COURIER AT THE GIVEN ADDRESS, ON SUCH DATE AS TO ENSURE RECEIPT BY THE OFFICE OF THE CORPORATE SECRETARY ON OR BEFORE JUNE 26, 2025.

______________________________	______________________________
Signature Above Printed Name of Stockholder*	Signature Above Printed Name of Stockholder*
______________________________	______________________________
Date Executed	Date Executed

*If more than two joint stockholders, please add more as needed.

PROXY

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Please indicate above the number **preferred shares** held.

The undersigned stockholder/s of **EEI CORPORATION** (the "**Corporation**"), having read the Proxy Instructions, hereby appoints ________________________ or in the absence thereof or if not specified, the Chairman of the Meeting, as proxy, to present and vote all the above Preferred Shares registered in the name of the undersigned at the Annual Stockholders' Meeting on **June 27, 2025** or at any adjournments or postponements thereof, for the purpose of acting on the following matter:

1. Amendment of the Third Article of the Articles of Incorporation to Change the Principal Office Address of the Corporation:

   ☐ For ☐ Against ☐ Abstain

THE UNDERSIGNED STOCKHOLDER/S HAS READ AND UNDERSTOOD THE PROXY INSTRUCTIONS.

THIS PROXY IS NOT REQUIRED TO BE NOTARIZED AND WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN.

THIS PROXY MUST BE RETURNED ALONG WITH THE OTHER REQUIREMENTS TO THE OFFICE OF THE CORPORATE SECRETARY ON OR BEFORE CLOSE OF BUSINESS OF **JUNE 26, 2025** FOR THE VALIDATION OF PROXIES ENTITLED TO VOTE AND DETERMINE FROM THE RECORD THE NUMBER OF SHAREHOLDINGS OF THE STOCKHOLDER, WITH THE ASSISTANCE OF THE STOCK TRANSFER AGENT, VIA EMAIL AT **eei_asm@eei.com.ph** OR HAND-DELIVERED TO THE OFFICE OF THE CORPORATE SECRETARY AT NO. 12 MANGGAHAN ST., BRGY. BAGUMBAYAN, QUEZON CITY 1110. THIS PROXY MAY ALSO BE RETURNED VIA MAIL OR COURIER AT THE GIVEN ADDRESS, ON SUCH DATE AS TO ENSURE RECEIPT BY THE OFFICE OF THE CORPORATE SECRETARY ON OR BEFORE JUNE 26, 2025.

Signature Above Printed Name of Stockholder*	Signature Above Printed Name of Stockholder*
Date Executed	Date Executed

*If more than two joint stockholders, please add more as needed.

Annex "B"

Instructions for Electronic Voting *in Absentia*

This Electronic Voting *in Absentia* Form when properly executed, will be voted in the manner as directed by the stockholder.

For holders of common shares:

For Items 1 to 5, if no instructions are provided, the shares held will be voted "**for**" the approval of all the matters stated therein.

For Item 6 – Election of Directors, each stockholder is entitled to vote for such number of shares multiplied by the number of seats in the Board. Further, each stockholder may:

a. Vote for all nominees, in which case the stockholder's total votes will be divided and voted equally among all the nominees;
b. Withhold authority to vote for all nominees;
c. Abstain;
d. Vote only for one or some and not all of the nominees by distributing and casting the total votes as the stockholder shall see fit. *Provided* that, the total number of votes cast by the stockholder shall not exceed the number of shares owned multiplied by the total number of directors to be elected; or
e. If no instructions are provided, the stockholder's total votes will be divided and voted equally among all the nominees.

For holders of preferred shares:

If no instruction is provided, the shares held will be voted "**for**" the approval of amendment of the Third Article of the Articles of Incorporation on the change of the principal office address.

ELECTRONIC VOTING *IN ABSENTIA* FORM

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Please indicate above the number **common shares** held.

1. Approval of the Minutes of the Annual Stockholders' Meeting held on June 28, 2024:

   ☐ For ☐ Against ☐ Abstain

2. Approval of the President's Report, Annual Report and 2024 Audited Financial Statements:

   ☐ For ☐ Against ☐ Abstain

3. Ratification of previous acts and resolutions of outgoing Board of Directors, Board Committees and Management from June 28, 2024 to June 27, 2025:

   ☐ For ☐ Against ☐ Abstain

4. Appointment of SyCip Gorres Velayo & Co. as External Auditors:

   ☐ For ☐ Against ☐ Abstain

5. Amendment of the Third Article of the Articles of Incorporation to Change the Principal Office Address of the Corporation:

   ☐ For ☐ Against ☐ Abstain

6. Election of Directors

☐ Vote for all nominees below. ☐ Withhold authority to vote for all nominees below. ☐ Abstain

Henry D. Antonio	Francis Lloyd T. Chua
Maricris C. Ang-Carlos	Elmer B. Serrano
Toni Venette R. Picar	Lorenzo V. Tan
Ray C. Espinosa (Ind. Director)	Renato C. Valencia (Ind. Director)
Enrique Antonio V. Filamor (Ind. Director)	Jose Ma. Clemente S. Salceda (Ind. Director)
Roberto G. Manabat (Ind. Director)	

☐ Vote only for the following nominees, for the following number of shares:

Nominee	No. of Shares

THE UNDERSIGNED STOCKHOLDER/S HAS READ AND UNDERSTOOD THE INSTRUCTIONS FOR ELECTRONIC VOTING *IN ABSENTIA*.

THE ELECTRONIC VOTING *IN ABSENTIA* FORM IS NOT REQUIRED TO BE NOTARIZED AND WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN.

THIS ELECTRONIC VOTING *IN ABSENTIA* FORM ALONG WITH THE OTHER REQUIREMENTS MUST BE RETURNED TO THE OFFICE OF THE CORPORATE SECRETARY ON OR BEFORE CLOSE OF BUSINESS OF **JUNE 26, 2025**, FOR THE VALIDATION OF VOTES CAST AND DETERMINATION FROM THE RECORD THE NUMBER OF SHAREHOLDINGS OF THE STOCKHOLDER, WITH THE ASSISTANCE OF THE STOCK TRANSFER AGENT, VIA EMAIL AT **eei_asm@eei.com.ph** OR HAND-DELIVERED TO THE OFFICE OF THE CORPORATE SECRETARY AT NO. 12 MANGGAHAN ST., BRGY. BAGUMBAYAN, QUEZON CITY 1110. THIS ELECTRONIC VOTING *IN ABSENTIA* FORM MAY ALSO BE RETURNED VIA MAIL OR COURIER AT THE GIVEN ADDRESS, ON SUCH DATE AS TO ENSURE RECEIPT BY THE OFFICE OF THE CORPORATE SECRETARY ON OR BEFORE JUNE 26, 2025.

Signature Above Printed Name of Stockholder*	Signature Above Printed Name of Stockholder*
Date Executed	Date Executed

*If more than two joint stockholders, please add more as needed.

ELECTRONIC VOTING *IN ABSENTIA* FORM

____

Please indicate above the number **preferred shares** held.

1. Amendment of the Third Article of the Articles of Incorporation to Change the Principal Office Address of the Corporation:

   ☐ For ☐ Against ☐ Abstain

THE UNDERSIGNED STOCKHOLDER/S HAS READ AND UNDERSTOOD THE INSTRUCTIONS FOR ELECTRONIC VOTING *IN ABSENTIA*.

THE ELECTRONIC VOTING *IN ABSENTIA* FORM IS NOT REQUIRED TO BE NOTARIZED AND WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN.

THIS ELECTRONIC VOTING *IN ABSENTIA* FORM ALONG WITH THE OTHER REQUIREMENTS MUST BE RETURNED TO THE OFFICE OF THE CORPORATE SECRETARY ON OR BEFORE CLOSE OF BUSINESS OF **JUNE 26, 2025**, FOR THE VALIDATION OF VOTES CAST AND DETERMINATION FROM THE RECORD THE NUMBER OF SHAREHOLDINGS OF THE STOCKHOLDER, WITH THE ASSISTANCE OF THE STOCK TRANSFER AGENT, VIA EMAIL AT **eei_asm@eei.com.ph** OR HAND-DELIVERED TO THE OFFICE OF THE CORPORATE SECRETARY AT NO. 12 MANGGAHAN ST., BRGY. BAGUMBAYAN, QUEZON CITY 1110. THIS ELECTRONIC VOTING *IN ABSENTIA* FORM MAY ALSO BE RETURNED VIA MAIL OR COURIER AT THE GIVEN ADDRESS, ON SUCH DATE AS TO ENSURE RECEIPT BY THE OFFICE OF THE CORPORATE SECRETARY ON OR BEFORE JUNE 26, 2025.

Signature Above Printed Name of Stockholder*	Signature Above Printed Name of Stockholder*
Date Executed	Date Executed

*If more than two joint stockholders, please add more as needed.