



**Notice of Annual Stockholders' Meeting**

To all Stockholders:

Please take notice that the 2021 Annual Stockholders' Meeting of GT Capital Holdings, Inc. ("GT Capital" or the "Corporation") will be conducted virtually on May 17, 2021 at 2:00 p.m. in light of the COVID-19 pandemic. To ensure the safety and well-being of those who wish to attend, there will be no physical venue for the Meeting. Below is the

**A G E N D A**

1. Call to order
2. Certification of notice and quorum
3. Explanation of Voting Procedures
4. Approval of minutes of the Annual Stockholders' Meeting held on June 5, 2020
5. Annual Report for the Year 2020
6. General Ratification of the Acts of the Board of Directors, Executive Committee, and Management from the date of the last Annual Stockholders' Meeting up to May 17, 2021
7. Election of Directors for 2021-2022
8. Appointment of External Auditor
9. Other Matters
10. Adjournment

**Record Date.** Stockholders of record as of April 7, 2021 are entitled to notice of and to vote at the Meeting and any adjournment thereof.

**Pre-registration.** Those who will participate by remote communication may notify the Corporate Secretary through e-mail on [ASM2021@gtcapital.com.ph](mailto:ASM2021@gtcapital.com.ph) on or before April 30, 2021, together with the following requirements:

For Certificated Stockholders:

(a) Individual Stockholders

- i. A scanned copy of stockholder's valid-government-issued ID showing photo, signature and personal details, preferably with residential address (in JPG, PDF or PNG format). The file size should be no larger than 2MB;
- ii. A valid and active e-mail address and contact number; and
- iii. Accomplished Data Privacy Consent Form, downloadable at the GT Capital website.

(b) Corporate Stockholders

- i. A secretary's certificate attesting to authority of the representative to participate by remote communication for and on behalf of the Corporation (in JPG, PDF, or PNG format). The file size should be no larger than 2MB;
- ii. A scanned copy of representative's valid-government-issued ID showing photo, signature and personal details, preferably with residential address (in JPG, PDF, or PNG format). The file size should be no larger than 2MB;
- iii. A valid and active e-mail address and contact number; and
- iv. Accomplished Data Privacy Consent Form, downloadable at the GT Capital website.

For Stockholders under PCD Participant/Brokers account or "Scripless Shares"

- i. A broker certification on the Stockholder's number of shareholdings (in JPG, PDF or PNG format). The file size should be no larger than 2MB;
- ii. A scanned copy of stockholder's valid-government-issued ID showing photo, signature and personal details, preferably with residential address (in JPG, PDF, or PNG format). The file size should be no larger than 2MB;
- iii. A valid and active e-mail address and contact number; and
- iv. Accomplished Data Privacy Consent Form, downloadable at the GT Capital website.

Stockholders who have submitted complete requirements will receive an electronic invitation via e-mail with a complete guide on how to join the Meeting and cast votes. For any registration concerns, please send an e-mail to [ASM2021@gtcapital.com.ph](mailto:ASM2021@gtcapital.com.ph).

**Proxy.** Those who shall participate by proxy shall accomplish and sign the proxy form available at GT Capital's website and return the same by e-mail to the office of the Corporate Secretary at [proxies@gtcapital.com.ph](mailto:proxies@gtcapital.com.ph) on or before 5:00 p.m. on May 7, 2021.

**Stockholder Questions.** Questions regarding the Corporation or the Meeting may be sent to [ASM2021@gtcapital.com.ph](mailto:ASM2021@gtcapital.com.ph) on or before 2:00 p.m. May 13, 2021. Questions that cannot be taken up during the Meeting will be responded to via e-mail.

**Electronic Copies of Relevant Documents.** In compliance with SEC Notice dated March 16, 2021, the Notice of Meeting, Definitive Information Statement, which contains the procedure for nomination and election of directors, among others, and other related documents in connection with the Meeting may be accessed through GT Capital's website and through the PSE Edge portal.

There will be audio and virtual recording of the Meeting. All votes cast shall be subject to the validation by SGV & Co.

**BY THE ORDER OF THE BOARD OF DIRECTORS**

**ANTONIO V. VIRAY**  
Corporate Secretary  
**GT CAPITAL HOLDINGS, INC.**