



Notice of Annual Stockholders' Meeting
June 22, 2023 | 11:00 a.m.

TO: ALL STOCKHOLDERS

Please take notice that the Annual Stockholders' Meeting of **APC Group, Inc.** will be held on **June 22, 2023**, Thursday at 11:00 a.m. The meeting will be conducted virtually, and voting will be conducted *in absentia* through the Company's secure online voting facility.

AGENDA

1. Call to Order
2. Certification of Notice and Quorum
3. Approval of the Minutes of the Annual Meeting of Stockholders held on June 9, 2022
4. Approval of 2022 Operations and Results
5. Ratification of All Acts and Proceedings of the Board of Directors, Board Committees and the Management during their term of office
6. Election of Directors for 2023-2024
7. Appointment of External Auditors
8. Other Matters
9. Adjournment

Attached is the rationale for the above agenda items for reference.

The Board of Directors has fixed the end of trading hours of the Philippine Stock Exchange, Inc. on May 30, 2023 as the Record Date for the determination of stockholders entitled to the notice of, participation via remote communication, and voting *in absentia* at such meeting and any adjournment thereof.

The conduct of the meeting will be streamed live, and stockholders may attend the meeting by emailing apc_governance@bellecorp.com and submitting the required documents until June 19, 2023. All information submitted shall be verified and validated by the Corporate Secretary.

Stockholders who wish to cast votes through a proxy may accomplish the proxy form (*which need not be notarized*) and submit the same to the Office of the Corporate Secretary at the 23rd Floor, Philippine Stock Exchange Centre, East Tower Exchange Road, Ortigas Center, Pasig City or via electronic copy by emailing apc_governance@bellecorp.com on or before 5:00 pm of June 19, 2023. For corporate stockholders, the proxies should be accompanied by a Secretary's Certificate on the appointment of the corporation's authorized signatory.

Stockholders who successfully validated/registered can cast their votes *in absentia* through the Company's secured e-mail for this meeting. In order to participate remotely, they will also be provided with access to the meeting that will be held virtually. The "*Guidelines for Participation via Remote Communication and Voting in Absentia*" as appended to the Definitive Information Statement labeled as "Schedule A" together with the Information Statement, Annual Report on SEC Form 17-A (once available) and other pertinent materials for the Annual Stockholders' Meeting are posted in the Company's website <http://apcaragorn.net/index.php/disclosures/sec-filings/sec-form-20-is-information-statement> and PSE Edge.

City of Pasig, 19 May 2023.

RICHARD ANTHONY D. ALCAZAR
Corporate Secretary