

FMF DEVELOPMENT CORPORATION

SPECIAL MEETING OF STOCKHOLDERS

Date: January 09, 2025

Time: 11:00 o' clock in the morning

Via live streaming at <https://fmfdevelopmentcorp.com.ph/>

The stockholders of record of FMF Development Corporation (“FMF”) as of 03 January 2025 are entitled to attend, participate, and vote in absentia during the Special Stockholders’ Meeting provided they comply with the following procedure:

PROCEDURE FOR VOTING *IN ABSENTIA*:

The Company has established a designated website in order to facilitate the registration of and voting *in absentia* by stockholders at the ASM, as allowed under Sections 23 and 57 of the Revised Corporation Code.

1. Stockholders on record as of 03 January 2025 (the “Stockholder/s”) may register at the following web address: <https://form.jotform.com/fmfdevelopmentcorporation/FMF-2025ASM-registration-form>
The registration period is from January 03, 2025 to January 08, 2025.
2. Upon registration, Stockholders shall be asked to provide the below- enumerated information and upload the documents listed below (the file size should be no larger than 5MB):
 - a. For individual Stockholders:
 - i. First and Last Name
 - ii. Birthdate
 - iii. Residential Address
 - iv. Mobile Number
 - v. Phone Number
 - vi. Email address
 - vii. Current photograph of the Stockholder (with the face fully visible)
 - viii. Valid government-issued ID
 - ix. For Stockholders with joint accounts:
A scanned copy of an authorization letter signed by all Stockholders, identifying who among them is authorized to cast the vote for the account (to be uploaded under Other Documents)
 - b. For corporate/organizational Stockholders:
 - i. First and Last Name
 - ii. Residential Address
 - iii. Mobile Number
 - iv. Phone Number
 - v. Email address
 - vi. Current photograph of the individual authorized to cast the vote for the account (the “Authorized Voter”)
 - vii. Valid government-issued ID of the Authorized Voter
 - viii. A scanned copy of the Secretary's Certificate or other valid authorization in favor of the Authorized Voter (to be uploaded under Other Documents)

3. Registration shall be validated by the Office of the Corporate Secretary (in coordination with the Stock & Transfer Agent of the Company). Once the Stockholder has been successfully validated, a username and password shall be generated for the Stockholder, which shall be sent to the email address indicated by the Stockholder on the registration form.
4. The registered Stockholder may then proceed to log in on the voting website: (<https://form.jotform.com/fmfdevelopmentcorporation/FMF-2025ASM-poll-form>) using the username and password provided and cast their votes. All items in the agenda for approval shall be shown one at a time and the registered Stockholder may vote Yes, No, or Abstain. The vote is considered cast for all the registered Stockholder's shares.
5. Once voting on all the agenda items is finished, the registered Stockholder shall be shown a summary of votes cast. The Stockholder can then proceed to submit the accomplished ballot by clicking the 'Submit' button. Before submission, the website will prompt the Stockholder to confirm the submission of the ballot.
6. Voting shall be open from January 03, 2025 at 10:00 a.m. to July 09, 2025 at 12:00 noon.
7. The Office of the Corporate Secretary shall tabulate all votes cast *in absentia* together with the votes cast by proxy.
8. Stockholders who register and vote on the website for voting *in absentia* are hereby deemed to have given their consent to the collection, use, storing, disclosure, transfer, sharing and general processing of their personal data by FMF and by any other relevant third party for the purpose of electronic voting *in absentia* for the Special Stockholders Meeting and for all other purpose for which the Stockholder can cast his/her vote as a stockholder of FMF.

PROCEDURE FOR PARTICIPATION VIA REMOTE COMMUNICATION:

1. Stockholders may attend the meeting on January 09, 2025 via the following link: <https://fmfdevelopmentcorp.com.ph>
2. Stockholders who have not sent their proxies or registered on the voting *in absentia* website (“Unregistered Stockholders”) may still attend the meeting. Unregistered Stockholders are requested to notify FMF by e-mail to ecjj@ccjlaw.net no later than January 08, 2025 of their intention to participate in the meeting via remote communication. For validation purposes, Unregistered Stockholders shall also provide FMF the following information in their notification email: (i) complete name; (ii) address; (iii) active phone number; and (iv) valid government-issued ID.
3. For purposes of quorum, only the following Stockholders shall be counted as present:
 - a. Stockholders who have registered and voted on the website for voting *in absentia* before the cut-off time;
 - b. Stockholders who have sent their valid proxies either to the Office of the Corporate Secretary c/o Ms. Ma. Angela M. Cruz at 7th Floor Beneficial Life Building, 116 Salcedo Street, Legaspi Village or via email to ecjj@ccjlaw.net before the deadline;
 - c. Stockholders who have notified FMF of their intention to participate in the meeting by remote communication before the deadline;
4. Questions and comments on the items in the Agenda may be sent to ecjj@ccjlaw.net. Questions or comments received on or before January 09, 2025 may be responded to during the meeting.
5. Any questions not answered during the meeting shall be answered via email.