



OMICO CORPORATION

1109 East Tower
Philippine Stock Exchange Centre
Exchange Road, Ortigas Center, Pasig City

A Listed Company at the
Philippine Stock Exchange

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

TO ALL STOCKHOLDERS

NOTICE IS HEREBY GIVEN that the Annual Meeting of the Stockholders of **OMICO CORPORATION** will be conducted through remote communication on May 26, 2023, Friday, at 9:00a.m., with the following agenda:

1. Call to Order
2. Certification of Notice and Quorum
3. Approval of the Minutes of the Annual Stockholders' Meeting held on May 27, 2022
4. Presentation of Annual Report
5. Ratification of Acts and Proceedings of the Board of Directors and Management from May 27, 2022
6. Election of Directors
7. Election of External Auditor
8. Other Business
9. Adjournment

To safeguard the health and ensure the safety of the stockholders and stakeholders, the meeting will be conducted through remote communication via videoconferencing and can be accessed at the meeting link which will be provided to stockholders after successful registration.

Stockholders of record as of April 27, 2023 shall be entitled to notice of and to vote at the meeting or any adjournment thereof.

Stockholders may attend the meeting and/or cast their vote *in absentia* by registering via email at corporatesecretary@omico.com.ph on or before 5:00p.m. on May 17, 2023. Upon verification of their registration credentials, an email from the Company will be sent containing instructions on how the registered online participants may access the annual stockholders' meeting and/or cast their votes on matters to be taken up during the meeting. Participants may send in questions or remarks via email.

Stockholders who cannot attend the meeting may designate their authorized representative by submitting a signed proxy form via email to corporatesecretary@omico.com.ph no later than 5:00p.m. on May 17, 2023. For corporate stockholders, the proxies should be accompanied by a Secretary's Certification on the appointment of the corporation's authorized signatory. Validation of proxies will be on May 19, 2023 at 2:00p.m.

The Company's Definitive Information Statement (SEC Form 20-IS) will be uploaded at the Company website (www.omico.com.ph) and at the PSE EDGE (<http://edge.pse.com.ph>), for your reference. Hard copies of this Notice, Definitive SEC Form 20-IS, and its attachments shall be provided upon request.


MARIA ELENA F. ALQUEZA
Corporate Secretary

Tel. # 637-6923 to 25 / 637-6920 (Fax)

OMICO CORPORATION

RATIONALE FOR AGENDA ITEMS

1. Call to Order

The call is done to officially open the 2023 Annual Stockholders' Meeting of Omico Corporation (the "Corporation"). Pursuant to the Amended By-Laws of the Corporation, the meeting shall be presided over by the Chairman of the Board.

2. Certification of Notice and Quorum

The Corporate Secretary will certify the date when notices for the 2023 Annual Stockholders' Meeting were sent out to the stockholders of record. The Corporate Secretary will also certify to the existence of a quorum. Stockholders representing at least a majority of the outstanding capital stock, present in person or by proxy, shall constitute a quorum for the transaction of business.

3. Approval of the Minutes of the Annual Stockholders' Meeting held on May 27, 2022

A copy of the minutes is posted on the Corporation's website at <https://www.omico.com.ph/minutes-of-all-general-or-special-stockholders-meeting/> and will be presented to the stockholders for approval.

4. Presentation of Annual Report

The Report presents a summary of the performance of the Corporation in 2022. It includes the highlights of the Audited Financial Statements (AFS) of the Corporation which are incorporated in the Definitive Information Statement. Copies of the AFS were submitted to the Securities and Exchange Commission and the Bureau of Internal Revenue. The 2022 Annual Report may be accessed at the Company's website at <https://omico.com.ph/annual-reports/>.

5. Ratification of Acts and Proceedings of the Board of Directors and Management from May 27, 2022

All actions, proceedings and contracts entered into, as well as resolutions made and adopted by the Board of Directors and of Management from the date of the Stockholders' Meeting held on May 27, 2022 to the date of this meeting shall be presented to the stockholders for confirmation, approval and ratification.

6. Election of Directors for 2023 - 2024 (including the Independent Directors)

The nominees for directors for 2023 - 2024, including independent directors, will be presented to the stockholders for election. The profile of nominees will be provided in the Information Statement.

7. Appointment of External Auditor

The Audit Committee has pre-screened and recommended, and the Board has endorsed for the consideration of the stockholders, the re-appointment of R. R. Tan & Associates, CPAs as the Company's External Auditor for the fiscal year 2023.

8. Other Business

The Chairman of the Meeting will open the floor for comments and questions by the stockholders. Stockholders may raise such matters as may be relevant or appropriate to the occasion.

9. Adjournment

After consideration of all business, the Chairman shall declare the meeting adjourned. This formally ends the 2023 Annual Stockholders' Meeting of the Corporation.