



# 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 31, 2024, 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 26, 2023
4. Presentation of Annual Report and Approval of the Audited Financial Statements as of December 31, 2023
5. Ratification of Acts and Proceedings of the Board of Directors and Management from May 26, 2023
6. Election of Directors
7. Election of External Auditor
8. Other Business
9. Adjournment

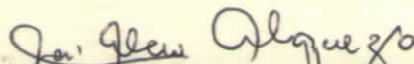
The meeting will be conducted through remote communication via video conferencing and can be accessed at the meeting link which will be provided to stockholders after successful registration.

Stockholders of record as of May 3, 2024 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](mailto:corporatesecretary@omico.com.ph) on or before 5:00p.m. on May 22, 2024. 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](mailto:corporatesecretary@omico.com.ph) no later than 5:00p.m. on May 22, 2024. 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 24, 2024 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](http://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 2024 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 2024 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 26, 2023**

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 2023. 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 2023 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 26, 2023**

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 26, 2023 to the date of this meeting shall be presented to the stockholders for confirmation, approval and ratification.

### **6. Election of Directors for 2024 - 2025 (including the Independent Directors)**

The nominees for directors for 2024 - 2025, 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 2024.

## **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 2024 Annual Stockholders' Meeting of the Corporation.