



A. SORIANO CORPORATION

March 1, 2023

Philippine Stock Exchange
Philippine Stock Exchange Plaza
PSE Tower, 5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: Ms. Alexandra D. Tomwong
OIC, Disclosure Department

Gentlemen:

In compliance with the disclosure requirements of the Philippine Stock Exchange (PSE), A. Soriano Corporation hereby informs PSE that the following amendments to Sections 2 and 3 of Article III on Meetings, and Sections 6 and 7 of Article IV on Board of Directors of the Company's By-Laws were discussed and approved by the Board of Directors during its regular meeting held on the date as indicated above:

<u>Article and Section Numbers</u>	<u>FROM</u>	<u>TO</u>
Article III Section 2	Section 2. The meetings of stockholders shall be ordinary or extraordinary and held in the principal offices of the Corporation or in such place as may be designated by the Board within Metro Manila. Unless a different date and time preferably in April is fixed by the Board of Directors and only upon due notice, the annual meeting of stockholders shall be held at 10:00 o'clock in the morning on the THIRD WEDNESDAY OF APRIL OF EACH YEAR, if not a legal holiday, and if a legal holiday, then on the day following. The special meeting of stockholders may be held at any time whenever so called by the Board of Directors or the Chairman and Chief Executive Officer.	Section 2. The meetings of stockholders shall be ordinary or extraordinary and held in the principal offices of the Corporation or in such place as may be designated by the Board within Metro Manila. Unless a different date and time preferably in April is fixed by the Board of Directors and only upon due notice, the annual meeting of stockholders shall be held at 10:00 o'clock in the morning on the THIRD WEDNESDAY OF APRIL OF EACH YEAR, if not a legal holiday, and if a legal holiday, then on the day following. The special meeting of stockholders may be held at any time whenever so called by the Board of Directors or the Chairman and Chief Executive Officer. <u>The Board of Directors may authorize stockholders who cannot physically attend at stockholders' meetings to participate in such meetings through remote communications or other alternative modes of</u>

		<p>communication. <u>The right to vote of stockholders may also be exercised through remote communication or in absentia when so authorized by the Board of Directors. The resolution of the Board of Directors authorizing the stockholders' participation in stockholders' meetings through remote communication and/or the right to vote through remote communication or in absentia shall only be applicable for a particular meeting. (As amended by the Board on March 1, 2023 and the Stockholders on April 19, 2023)</u></p>
<p>Article III Section 3</p>	<p>Section 3. Notices of ordinary stockholders meeting shall be sent to stockholders or record at least fifteen (15) business days prior to the scheduled annual stockholders meeting. Notices for special meetings shall be mailed and deposited in any post office in Metro Manila addressed to each stockholder at his/her address registered in the Stock and Transfer Books of the Corporation at least fifteen (15) business days prior to the date of the meeting. The notice shall state the business to be discussed at the meeting and any other matters not stated therein shall not be touched upon. <i>(As amended by the Board on February 15, 2000; by the Stockholders on April 19, 2000.)</i></p>	<p>Section 3. Notices of ordinary stockholders' meeting shall be sent to stockholders of record at least fifteen (15) business days prior to the scheduled annual stockholders' meeting. Notices for special meetings shall be mailed and deposited in any post office in Metro Manila addressed to each stockholder at his/her address registered in the Stock and Transfer Books of the Corporation at least fifteen (15) business days prior to the date of the meeting. <u>The notices of stockholders' meetings may likewise be sent to the stockholders through email or by posting in the Corporation's website and by publication in a newspaper of general circulation when so permitted by rules and regulations or circulars issued by the Securities and Exchange Commission.</u> The notice shall state the business to be discussed at the meeting and any other matters not stated therein shall not be touched upon. <u>The notice to the stockholders shall also include the requirements and procedure to be followed when stockholders are allowed to participate by remote communication or in absentia, and the manner of casting of votes and the period during which votes by remote communication or in absentia will be accepted.</u> <i>(As amended by the Board on February 15, 2000; by the Stockholders on April 19, 2000 and as further amended by the Board on March 1, 2023 and the Stockholders on April 19, 2023)</i></p>

Article IV Section 6	Section 6. Regular meetings of the Board of Directors shall be held once every quarter of the year in the office of the Corporation on such dates and at such times as the Chairman of the Board and Chief Executive Officer, or in his absence, the President and Chief Operating Officer may determine. Special meetings of the Board and Chief Executive Officer, or in his absence, of the President and Chief Operating Officer, or upon the request of a majority of the directors.	Section 6. Regular meetings of the Board of Directors shall be held once every quarter of the year in the office of the Corporation on such dates and at such times as the Chairman of the Board and Chief Executive Officer, or in his absence, the President and Chief Operating Officer may determine. Special meetings of the Board and Chief Executive Officer, or in his absence, of the President and Chief Operating Officer, or upon the request of a majority of the directors. <u>Directors who cannot physically attend or vote at Board meetings can participate through remote communication such as videoconferencing, teleconferencing, or other alternative modes of communication that allow them reasonable opportunities to participate. Directors cannot attend or vote by proxy at Board meetings. (As amended by the Board on March 1, 2023 and the Stockholders on April 19, 2023)</u>
Article IV Section 7	Section 7. Notice of the regular or special meetings of the Board shall be communicated by the Secretary to each director, verbally or in writing at his residence or usual place of business at least twenty-four (24) hours before the meeting.	Section 7. Notice of the regular or special meetings of the Board shall be communicated by the Secretary to each director, <u>by email, messaging services,</u> verbally or in writing at his residence or usual place of business at least twenty-four (24) hours before the meeting. <u>(As amended by the Board on March 1, 2023 and the Stockholders on April 19, 2023)</u>

We hope that the following is in order. Thank you.

Very truly yours,



JOSHUA L. CASTRO
VP & Assistant Corporate Secretary/
Compliance Officer