



**BDO NETWORK BANK, INC.  
2023 ANNUAL STOCKHOLDERS' MEETING  
April 28, 2023 at 11:00 a.m.**

**Guidelines for Registering, Participating via Remote Communication and Voting in Absentia**

The 2023 Annual Stockholders' Meeting (**ASM**) of BDO Network Bank, Inc. (**BDONB**) is scheduled on **April 28, 2023, Friday, at 11:00 a.m.**, with **March 15, 2023 as the record date** set by BDONB's Board of Directors for the determination of stockholders entitled to the notice of, to attend, and to vote at such meeting and any adjournment thereof.

The ASM will be broadcasted via livestreaming accessible to registered participants. Stockholders will be allowed to register, attend, participate and vote via remote communication or *in absentia* pursuant to Sections 23 and 57 of the Revised Corporation Code of the Philippines.

**Step 1. Pre-ASM Registration/ Validation/ Voting Procedures**

Stockholders must notify the Corporate Secretary of their intention to participate in the ASM via remote communication and to exercise their right to vote *in absentia* by sending the documentary requirements with transmittal letter addressed to the Office of the Corporate Secretary, 6/F, BDONB Corporate Center, Km. 9, Sasa, Davao City 8000 VIA COURIER/PERSONAL DELIVERY OR scanned copies of these documents by EMAIL to <corporate\_secretary@bdonetworkbank.com.ph> with return-receipt.

The following complete/accurate documentary requirements with transmittal letter **MUST BE SENT TO AND RECEIVED** by the Office of the Corporate Secretary no later than April 27, 2023.

• **For Certificated Individual Stockholders**

1. A clear copy of the stockholder's valid government-issued ID (such as passport, driver's license, or unified multipurpose ID) showing photo, signature and personal details, preferably with residential address
2. Stock certificate number/s
3. A valid and active e-mail address and contact number of stockholder
4. If appointing a proxy, duly accomplished and signed proxy. Proxy form can be downloaded from BDONB's website <www.bdonetworkbank.com.ph/2023proxyform>.

**If sending via email, attachment/s should be clear copies in JPG or PDF format, with each file size no larger than 2MB.**

• **For Certificated Multiple Stockholders or Joint owners**

1. A clear copy of the ALL stockholders' valid government-issued IDs (such as passport, driver's license, or unified multipurpose ID) showing photo, signature and personal details, preferably with residential address
2. Stock certificate number/s
3. A valid and active email-address and contact number of authorized representative
4. Proof of authority of stockholder voting the shares signed by the other registered stockholders, for shares registered in the name of multiple stockholders (need not be notarized)
5. If appointing a proxy, duly accomplished and signed proxy. Proxy form can be downloaded from BDONB's website <[www.bdonetworkbank.com.ph/2023proxyform](http://www.bdonetworkbank.com.ph/2023proxyform)>.

**If sending via email, attachment/s should be clear copies in JPG or PDF format, with each file size no larger than 2MB.**

• **For Certificated Corporate/Partnership Stockholders**

1. Secretary's Certification of Board resolution attesting to the authority of representative to participate by remote communication for, and on behalf of the Corporation/Partnership
2. Stock certificate number/s
3. A clear copy of the valid government-issued ID (such as passport, driver's license, or unified multipurpose ID) of stockholder's authorized representative showing photo, signature and personal details, preferably with residential address
4. A valid and active email-address and contact number of authorized representative
5. If appointing a proxy, duly accomplished and signed proxy. Proxy form can be downloaded from BDONB's website <[www.bdonetworkbank.com.ph/2023proxyform](http://www.bdonetworkbank.com.ph/2023proxyform)>.

**If sending via email, attachment/s should be clear copies in JPG or PDF format, with each file size no larger than 2MB.**

Stockholders will receive an e-mail reply from BDONB's Office of the Corporate Secretary. The Office of the Corporate Secretary's email reply will either confirm successful registration and provide the link/meeting details to BDONB's 2022 ASM OR require submission of deficient documents. If you have not received any email reply within three (3) business days from receipt, please call tel. nos. (082) 233 – 7777.

**Important Reminder: Please refrain from sending duplicate and inconsistent information/documents as this can result in failed registration. All documents/information shall be subject to verification and validation by the Corporate Secretary.**

**Step 2: Voting in Absentia Procedure**

Stockholders who have successfully registered shall be notified via email of their log-in credentials for the ASM. Stockholders can then cast their votes for specific items in the agenda by accessing and accomplishing

BDONB's online ballot. The ballot form can be accessed from BDONB's website <[www.bdonetworkbank.com.ph/ASMBallot](http://www.bdonetworkbank.com.ph/ASMBallot)>.

1. Upon accessing the ballot, the stockholder can vote on each agenda item. A brief description of each item for stockholders' approval are appended as Annex "1" to the Notice of Meeting.
  - 1.1. A stockholder has the option to vote "Yes", "No", or "Abstain" on each agenda item for approval.
2. Once the stockholder has finalized his vote, he can proceed to submit his vote by sending a JPG or PDF form to <[corporate\\_secretary@bdonetworkbank.com.ph](mailto:corporate_secretary@bdonetworkbank.com.ph)> no later than April 27, 2023.

**If sending via email, should be clear scanned copies in JPG or PDF format, with each file size no larger than 2MB.**

### **Participation through Remote Communication**

The ASM will be livestreamed and stockholders who have successfully registered can participate via remote communication. Details of the meeting will be sent to stockholders in the emails provided to BDONB. Instructions on how to access the livestream will also be posted at <[www.bdonetworkbank.com.ph/2023ASM](http://www.bdonetworkbank.com.ph/2023ASM)>.

Video recordings of the ASM will be adequately maintained by BDONB and will be made available to participating stockholders upon request. Stockholders may access the recorded webcast of the ASM by sending an email request addressed to <[bdonbcorsec@bdonetworkbank.com.ph](mailto:bdonbcorsec@bdonetworkbank.com.ph)>.

### **Open Forum**

During the virtual meeting, BDONB will have an Open Forum, during which, the meeting's moderator will read and where representatives of BDONB shall endeavor to answer as many of the questions and comments received from stockholders as time will allow.

Stockholders may send their questions in advance by sending an email bearing the subject "ASM 2023 Open Forum" to <[bdonbcorsec@bdonetworkbank.com.ph](mailto:bdonbcorsec@bdonetworkbank.com.ph)> not later than 10:00 a.m. of April 21, 2023. A section for stockholder comments/questions or a "chatbox" shall also be provided in the livestreaming platform.

Questions/comments received but not entertained during the Open Forum due to time constraints will be addressed separately by BDONB through the stockholders' email addresses.

**For complete information on the ASM, please visit <[www.bdonetworkbank.com.ph/2023ASM](http://www.bdonetworkbank.com.ph/2023ASM)>.**

**For any clarification or other ASM-related queries, stockholders may contact BDONB at 082-233-7772 or send an email to the Office of the Corporate Secretary at <[bdonbcorsec@bdonetworkbank.com.ph](mailto:bdonbcorsec@bdonetworkbank.com.ph)>.**