



NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To All Stockholders:

Notice is hereby given that the annual meeting of the stockholders of **Energy Development Corporation** (the "Company") will be held virtually on **July 28, 2020** at **10:00 A.M.** Due to the COVID-19 situation, there will be no physical venue for the meeting. The meeting will be held via remote communication at https://agm.conveneagm.com/edc_asm2020, with the Chairman of the meeting presiding from Makati City, Metro Manila.

Following is the agenda of the meeting¹:

1. Call to Order
2. Proof of Notice and Certification of Quorum
3. Approval of the Minutes of the Previous Meeting of the Stockholders
4. Approval of the Management Report and Audited Financial Statements for the year ended December 31, 2019
5. Ratification of Acts of Management and the Board of Directors
6. Approval/Ratification of the following:
 - a. Renewal of the five (5)-year Management Services Agreement, Power Plant Operations Services Agreement, and Shared Services Agreement with Bac-Man Geothermal Inc.
 - b. Renewal of the five (5)-year Management Services Agreement, Power Plant Operations Services Agreement, and Shared Services Agreement with Green Core Geothermal, Inc.
 - c. Five (5)-year Management Services Agreement, Shared Services Agreement, and Development Fee Services Agreement with EDC Siklab Power Corporation
 - d. Revised Fees for the five (5)-year Management Services Agreement and Shared Services Agreement with EDC Siklab Power Corporation
 - e. Renewal of the five (5)-year Management Services Agreement and Shared Services Agreement with Unified Leyte Geothermal Energy Inc.
 - f. Renewal of the five (5)-year Miscellaneous Services Agreement with EDC Burgos Wind Power Corporation
7. Approval of the Company's Registration and Participation in the Renewable Energy Market
8. Election of Directors
9. Appointment of External Auditor
10. Other Matters
11. Adjournment

Stockholders of record as of **June 1, 2020** are entitled to notice of, and to vote at, the said meeting.

Stockholders intending to participate by remote communication should pre-register at https://agm.conveneagm.com/edc_asm2020 on or before 6:00 P.M. on **July 18, 2020**.

¹ For the details and rationale of the Agenda, please refer to Annex "B-1" of the Definitive Information Statement.

Please refer to the **Requirements and Procedure for Participation and Voting at the 2020 Annual Stockholders' Meeting** (attached as Annex "A" to the Definitive Information Statement) for detailed information on participation by remote communication and voting *in absentia* (electronic voting) or by proxy.

Pursuant to SEC Notice dated April 20, 2020, a copy of the Notice of the meeting, Definitive Information Statement, minutes of the previous meeting of the stockholders, and other documents related to the meeting may be accessed through the Company's website: www.energy.com.ph.

For any question about the conduct of the virtual meeting, you may refer to the Frequently Asked Questions in the Company's website or email EDC-ASM-2020@energy.com.ph.

Pasig City, Metro Manila, Philippines, July 3, 2020.



BERNADETTE ANN V. POLICARPIO
Corporate Secretary