



PHILTRUST BANK PHILIPPINE TRUST COMPANY

PHILTRUST BANK BUILDING
UNITED NATIONS AVE. CORNER SAN MARCELINO ST.,
MANILA, PHILIPPINES

TEL.: 8524-90-61 TO 76
3498-01-90 TO 99
FAX: 8521-73-09 / 3498-02-00
SWIFT: PHTBPHMM
EMAIL: ptc@philtrustbank.com

NOTICE OF THE ANNUAL MEETING OF THE STOCKHOLDERS

TO ALL STOCKHOLDERS:

Please be informed that the Annual Meeting of the Stockholders of Philippine Trust Company, also known as PHILTRUST BANK, will be held on Tuesday, May 27, 2025 at 8:00 A.M. via remote communication for the election of Directors and the transaction of the following:

AGENDA

1. Call to order.
2. Proof of service of the required notice of the meeting.
3. Proof of presence of quorum.
4. Reading and approval of the Minutes of the Annual Meeting of the Stockholders held on May 21, 2024
5. Approval of the Annual Report to the Stockholders and the Audited Financial Statements for the year 2024.
6. Ratification and approval of all acts and transactions of the Board of Directors, the Committees and the Management, including related party transactions, since the 2024 Annual Meeting of the Stockholders.
7. Appointment of External Auditor.
8. Election of Directors.
9. Other matters.
10. Adjournment.

Only stockholders as of the Record Date of April 15, 2025 are entitled to notice of, and vote at, the said meeting.

Stockholders who intend to participate in the meeting are requested to notify the Bank and to submit the requirements for validation as well as the duly accomplished Ballot/Proxy document through email at ptcorsec@philtrustbank.com from May 14, 2025 to May 20, 2025. For your convenience, downloadable copies of the Ballot/Proxy forms are available on the Bank's website: <https://www.philtrustbank.com>. The procedure and details for attending the meeting are set forth in the Information Statement and posted on the Bank's website and on PSE Edge.

Manila, April 10, 2025.

By Authority of the Board of Directors,


AGNES B. URBANO
FVP/Asst. Corporate Secretary

RATIONALE and DETAILS of the AGENDA

Chairman Hermogenes C. Esperon, Jr. will welcome the stockholders present and will invite them to the singing of the National Anthem, to be followed by the opening prayer.

1. Call to order

The Chairman will call to order the 2025 Annual Stockholders' Meeting of Philippine Trust Company, also known as PHILTRUST BANK on Tuesday, May 27, 2025 at 8:00 A.M.

2. Proof of service of the required notice of the meeting.

The Asst. Corporate Secretary will certify that all stockholders of Philtrust Bank as of the Record Date of April 15, 2025 were duly notified of the 2025 Annual Stockholders' Meeting.

3. Proof of presence of quorum.

The Asst. Corporate Secretary will attest to the presence of the required quorum for the valid proceedings of the meeting.

4. Reading and approval of the Minutes of the Annual Meeting of the Stockholders held on May 21, 2024.

The Minutes of the Annual Stockholders' Meeting held on May 21, 2024 will be presented for consideration and approval of the stockholders. Said Minutes are posted on the Bank's website at www.philtrustbank.com.

5. Approval of the Annual Report to the Stockholders and Audited Financial Statements for the year 2024.

The 2024 Annual Report and Financial Statements will be presented to the Stockholders for consideration and approval. Highlights thereof will be discussed by the President while the full text is annexed to the Information Statement and posted on the Bank's website and on PSE Edge.

6. Ratification and approval of all acts and transactions of the Board of Directors, the Committees and the Management, including related party transactions, since the 2024 Annual Meeting of the Stockholders.

All acts and transactions that were approved by the Board of Directors and the Committees, including related party transactions, and all actions of the Management to implement the aforesaid resolutions of the Board including those taken in the ordinary course of the Bank's business since the Annual Meeting of the Stockholders held on May 21, 2024 will be presented to the stockholders for their consideration, approval and ratification.

7. Appointment of External Auditor.

The authority to delegate to the Board of Directors the appointment and/or the change of the Bank's external auditor for the year 2025 will be presented for consideration and approval of the stockholders provided that said external auditor must be accredited by both Bangko Sentral ng Pilipinas and Securities and Exchange Commission.

8. Election of Directors.

The Final List of Nominees who are eligible for election as Directors of the Bank for the ensuing year 2025 - 2026 as endorsed by the Corporate Governance Committee will be presented to the stockholders. Said Committee had evaluated their credentials and had determined that they possess all the qualifications and none of the disqualifications for bank directors. The twelve (12) Directors to be elected shall hold office for a term of one (1) year and until their successors are duly elected and qualified.

Cumulative voting will be followed in the election of directors.

The Office of the Corporate Secretary is tasked to receive the ballots and to count the votes cast thereat.

9. Other matters.

Matters that are relevant to, and appropriate for, the Annual Meeting of the Stockholders may be discussed.

10. Adjournment.