



**THE PHILODRILL CORPORATION  
ANNUAL STOCKHOLDERS MEETING  
REGISTRATION/PROXY FORM  
(VOTING IN ABSENTIA)**

**I. Required Information** *(Pls. tick the appropriate box)*

**Type of Participant:**

- Individual  
 Broker  
 Corporate  
 Joint  
 Others *(Please Indicate)* \_\_\_\_\_

Individual/Corporate Name : \_\_\_\_\_  
Email Address : \_\_\_\_\_  
Contact No. : \_\_\_\_\_  
Postal Address : \_\_\_\_\_  
Name of Authorized Representative : \_\_\_\_\_  
*(If Corporate/Joint)*  
Number of Shares Owned : \_\_\_\_\_

**I will attend the Remote Stockholders' Meeting on June 15, 2022:**

YES  NO

**Note:** *The instructions and link to attend the stockholders' meeting will be sent to you in the e-mail address you have indicated herein upon valid registration.*

**II. Required Documents**

1. Scanned or digital copy of the Registration Form
2. A recent photo of the Stockholder/Authorized Representative, with the face fully visible.
3. Scanned or digital copy of the front and back portions of the Stockholder's/Authorized Representatives' valid government-issued identification card, preferably with residential address.

**Additional Documents:**

**For Joint Accounts-** Scanned or digital copy of **Authorization Letter signed** by all Stockholders, identifying who among them is authorized to cast the vote for the account.

**For Broker Accounts-** Scanned or digital copy of **Broker's Certification** on the Stockholder's number of shareholdings.

**For Corporate Accounts-** Scanned or digital copy of signed **Secretary's Certificate** attesting to the authority of the representative to vote for, and on behalf of the Corporation.

**REMINDERS:**

Registration Period starts on **May 25, 2022 at 8:00am until June 8, 2022 at 5:00pm**. Beyond this date and time, stockholders may no longer avail of the option to vote in absentia.

Submit scanned or digital copy of this form & other required documents to [2022asm@philodrill.com](mailto:2022asm@philodrill.com)

- Voting in Absentia *(Please accomplish the ballot below.)*
- Appointing the Chairman as Proxy

**IV. Ballot**

	<b>RESOLUTION</b>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
I.	Approval of the Minutes of the June 16, 2021 Annual Stockholders' Meeting			
II.	Approval of the 2021 Annual Report.			
III.	Ratification of all previous Acts and Resolutions of the Board of Directors, Management and All Committees			
IV.	Appointment of SyCip Gorres Velayo & Co. as the independent auditor and fixing of their remuneration.			
V.	Amendment of the Company's By-Laws			
A.	Article I Section 1: <b>ANNUAL MEETING</b> – The annual meeting of the stockholders shall be held every third Wednesday of June of each year, if legal holiday, then on the day following, and at such time and place in Metro Manila, <b>or via remote communication</b> , as the Board of Directors may, by a majority vote, determine.			
B.	Article I <b>SECTION 2. SPECIAL MEETINGS</b> – Special meetings of the stockholders may be called by the Chairman of the Board, or by the President, or by order of the Board of Directors, whenever either one or the Board shall deem it necessary, and it shall be the duty of the Chairman or the President to order and call such			

<p>meetings whenever the holders of record of not less than one-fourth of the outstanding capital stock of the Company with voting privilege shall, in writing, so request.</p> <p><b><u>All stockholders may attend meetings or vote in person through remote communication or voting in absentia.</u></b></p>			
<p>C. Article I <b>SECTION 3. NOTICES</b> – Notice of the time and place of holding any annual meeting or any special meeting of the stockholders shall be <b><u>sent to all stockholders of record through mail, electronic mail or publication, or such other manner as the SEC shall allow under its guidelines, at least one (1) month before the date set for such meeting.</u></b> The notice of every special meeting shall state briefly the objects of the meeting, and no other business shall be transacted at such meeting except by consent of all the stockholders of the Company entitled to vote. Failure to give, or any defect or irregularity in giving, the notice of the annual meeting shall not affect or invalidate the actions or proceedings at such meeting.</p>			
<p>D. Article I <b>SECTION 4. ORDER OF BUSINESS</b> – The order of business at the annual meeting of the stockholders shall be as follows:</p> <p><b><u>1. Call to Order and Proof of Notice of the Meeting.</u></b>  <b><u>2. Certification of Quorum.</u></b>  <b><u>3. Approval of the Minutes of the previous Annual Stockholders’ Meeting.</u></b>  <b><u>4. Report of Management on the Company’s Exploration and Production activities</u></b>  <b><u>5. Presentation of Annual Report and Audited Financial Statements</u></b>  <b><u>6. Ratification and Approval of all previous acts and resolutions of the Board of Directors, Management and all</u></b></p>			

<p><b><u>Committees.</u></b>  <b><u>7.Appointment of Independent Auditor</u></b>  <b><u>8. Election of Directors</u></b>  <b><u>9. Other Matters</u></b>  <b><u>10. Adjournment</u></b></p>			
<p>E. Article I <b>SECTION 5. VOTING</b> – At every meeting of the stockholders of the Company, every stockholder entitled to vote shall be entitled to vote of each share of stock outstanding in his name on the books of the Company. Provided, however, that in the case of the election of directors every stockholder entitled to vote shall be entitled to cumulate his votes in accordance with the provisions of law in such case made and provided. Every stockholder entitled to vote at any meeting of stockholders may so vote <b><u>either in person, through a proxy duly appointed or through remote communication or in absentia, subject to compliance with the rules and regulations as may be issued by the SEC.</u></b> The instrument authorizing a proxy to act shall be exhibited to the Secretary and shall be lodged with the Secretary if he shall so request. At any meeting of the stockholders, the holders of the Company <b>stocks</b> then issued and outstanding and entitled to vote, represented in person or by proxy, shall constitute a quorum for the transaction of business, and, in the absence of a quorum, the stockholders attending or represented at the time and place at which such meeting shall have been called, or to which it may have been adjourned, or any officer entitled to preside at such meeting or to act as secretary thereof, may adjourn such meeting for a period not exceeding twenty days</p>			
<p>F. <b>ARTICLE I SECTION 6</b>  <b><del>ELECTION – INSPECTORS</del></b>  <del>The stockholders entitled to vote may, at each annual meeting, appoint two persons (who need</del></p>			

<p>not be stockholders) to act as inspectors of election at all meetings of the annual meeting. If any inspector shall refuse to serve, or neglect to attend at any meeting of the stockholders, or his office shall become vacant, the meeting may appoint an inspector in his place.</p> <p><b><u>SECTION 6. QUORUM – At the meeting of the stockholders, a majority of the subscribed capital stock of the corporation, whether represented in person or by proxy, shall constitute a quorum, unless otherwise provided by the Corporation Code. A majority of such quorum shall decide on any question that may be brought before the meeting, save and except those other matters, in which the laws of the Philippines, if any, expressly require the affirmative vote of a greater majority. If no quorum is constituted, the meeting shall be adjourned until the requisite amount of stock shall be present or represented.</u></b></p> <p><b><u>A stockholder who participates through remote communication or in absentia shall be deemed present for the purpose of determining quorum.</u></b></p>			
<p>G. <b>ARTICLE III SECTION 1. – EXECUTIVE OFFICERS</b> – The officers of the Company shall be a Chairman of the Board, a Vice-Chairman, a President, who shall all be members of the board of directors, Executive Vice-President, one or more Vice-Presidents, a Treasurer, a Secretary, <b><u>and a Compliance Officer</u></b>, all of whom shall be elected by the board of directors. The same person may be elected to the positions of Chairman of the board and President, or Vice-Chairman and President. The same person may hold the office and perform the duties of both an</p>			

	Executive Vice-President or a Vice-President and Treasurer and also of the Secretary and Treasurer.			
VI.	Election of Directors for 2022-2023	<b>NUMBER OF VOTES</b>		
	1. Alfredo C. Ramos			
	2. Presentacion S. Ramos			
	3. Adrian Paulino S. Ramos			
	4. Gerard Anton S. Ramos			
	5. Maureen Alexandra Ramos-Padilla			
	6. Christopher M. Gotanco			
	7. Reynaldo E. Nazarea			
	8. Nicasio I. Alcantara <i>(Independent Director)</i>			
	9. Honorio A. Poblador III <i>(Independent Director)</i>			

**NOTICE:**

Considering the recent events and the government pronouncements and guidelines surrounding the COVID-19 pandemic, the Company shall allow electronic signature for the required documents, as applicable.

Notarization requirement shall also be dispensed with this time.

However, the company reserves the right to request additional information, and original signed and notarized copies of these documents at a later date as it deems necessary.

**V. Data Privacy Disclosure**

I hereby give my consent for the Company and its authorized third parties to collect, store, disclose, transfer, and process my personal data for the purpose of the live streaming of the 2022 Annual Stockholders' Meeting in accordance with the Company's Data Privacy guidelines and law.

Further to this, I give my consent to the recording of the meeting, to be made publicly available thereafter on the Company website, as required by the guidelines promulgated by the Securities and Exchange Commission.

**VI. Certification of Registrant**

By signing this Form, I hereby certify the following, that:

I am a stockholder of the Company as of Record Date March 16, 2022.

The number of votes covered by this Ballot shall be in accordance with the total number of Philodrill shares registered in my name as of record date.

I have read, understand and shall abide by the Rules, Regulations and Guidelines issued by the Company to govern the conduct of the Meeting. In the event I act contrary thereto, the Company has sole discretion to impose its discipline mechanism;

I understand that the quality of my remote Meeting experience depends on my internet provider's services and connectivity. I hold the Company free and harmless of any liability from any interruption, latency or disconnection from the live streaming resulting thereto;

In case of an account with joint owners, or an account in and/or capacity, I have secured the consent of all other owners in the submission of this Ballot.

In case of a corporate shareholder, I am the authorized representative of the corporation and I am duly authorized to submit this Proxy.

If my shares are lodged with PDTC or registered under the name of a broker, bank or other fiduciary, I hereby authorize the Company or any of its duly authorized representative to request and secure the necessary certification from PDTC or my broker on the number of shares which are registered in my name as of record date and issue the said Proxy in accordance with this Form.

I further hereby certify that my Philodrill shares are lodged with the following brokers:

Name of Broker: \_\_\_\_\_  
Contact Person: \_\_\_\_\_  
Contact Details: \_\_\_\_\_

That any and all information contained in this Registration Form, or provided in connection herewith, is true and complete and the Company may rely on the accuracy of any such information.

**Name and Signature of Stockholder/Authorized Signatory**                      **Date:** \_\_\_\_\_

**ASSISTANCE:**

It may be necessary to download an application to access the live stream of the meeting. For technical concerns, please send your queries to [2022asm@philodrill.com](mailto:2022asm@philodrill.com) with the subject "Technical Assistance". For any clarifications, Stockholders may contact the Office of the Corporate Secretary at [stocks@philodrill.com](mailto:stocks@philodrill.com) or (02) 8631-8151 to 52. Registered Stockholders may also send their questions and/or comments during the ASM at [2022asm@philodrill.com](mailto:2022asm@philodrill.com).

Clarity of video and audio transmission will depend on the communication and network environment. A Wi-Fi environment is recommended for comfortable viewing on smartphones or tablets. Communication charges to view such webcast or live streaming are at the viewer's expense.