

REQUIREMENTS AND PROCEDURE FOR VOTING AND PARTICIPATING
IN THE 2020 ANNUAL GENERAL MEETING
OF
FIRST GEN CORPORATION

- A. **CONDUCT OF THE MEETING** - The 2020 Annual General Meeting of First Gen Corporation (the "**Company**") will be conducted virtually on Wednesday, July 29, 2020 via **AGM@Convene** at **agm.conveneagm.com/fgen_asm2020**. Due to the Covid-19 situation, there will be no physical venue for the meeting. Pursuant to Sections 23 and 57 of the Revised Corporation Code, stockholders who participate in the meeting by remote communication or *in absentia* shall be deemed present for purposes of quorum.
- B. **RECORD DATE** - Only stockholders of record at the close of business on **June 11, 2020** are entitled to participate and vote at the meeting.
- C. **NOTICE OF MEETING AND OTHER DOCUMENTS** - Pursuant to the SEC Notice dated April 20, 2020, the Information Statement and its attachments, minutes of the previous meeting of stockholders, and other documents related to the meeting may be accessed through the Company's website **www.firstgen.com.ph**.
- D. **PRE-REGISTRATION**
Stockholders intending to participate by remote communication are required to pre-register by 6pm on July 21, 2020 at **https://agm.conveneagm.com/fgen_asm2020**. Following are the requirements for registration:

1. **FOR INDIVIDUAL STOCKHOLDERS**

- a. A scanned copy of the stockholder's valid government-issued ID showing photo, signature, residential address and other personal details, in JPG format and file size no larger than 2MB. Acceptable IDs include Driver's License, Passport, Unified Multi-Purpose ID, Professional Regulation Commission ID, Social Security System ID, Pag-Ibig ID, Senior Citizen ID, and Voter's ID; and
- b. The stockholder's valid and active email address and contact number.

The submission of information which is incomplete or inconsistent may result in unsuccessful registration and will render the stockholder ineligible to participate in the meeting.

2. **FOR CORPORATE SHAREHOLDERS**

- a. A scanned copy of a Secretary's Certificate on the authority of the representative of the corporate shareholder to participate and vote at the meeting, in JPG format and file size no larger than 2MB (a form of the Secretary's Certificate is hereto attached as Annex A-1). In view of the Covid-19 situation, the Company will accept Secretary's Certificates with electronic signatures, and notarization

will be dispensed with. However, the Company reserves the right to request additional information and require submission of the hard copy of the Secretary's Certificate, with wet signature and notarization, at a later time;

- b. A scanned copy of the valid government-issued ID of the authorized representative of the corporate shareholder showing photo, signature, residential address and personal details, in JPG format and file size no larger than 2MB. Acceptable IDs include Driver's License, Passport, Unified Multi-Purpose ID, Professional Regulation Commission ID, Social Security System ID, Pag-Ibig ID, Senior Citizen ID, and Voter's ID; and
- c. The authorized representative's valid and active email address and contact number.

The submission of information which is incomplete or inconsistent may result in unsuccessful registration and will render the authorized representative ineligible to participate in the meeting.

3. FOR STOCKHOLDERS UNDER A PCD PARTICIPANT/BROKER'S ACCOUNT

- a. A broker's certification on the stockholder's shareholdings in the Company, in JPG format and file size no larger than 2MB. In view of the Covid-19 situation, the Company will accept certifications with electronic signatures. However, the Company reserves the right to request additional information and require submission of the hard copy of the certification with wet signature, at a later time;
- b. A scanned copy of the valid government-issued ID of the stockholder showing photo, signature, residential address and other personal details, in JPG format and file size no larger than 2MB. Acceptable IDs include Driver's License, Passport, Unified Multi-Purpose ID, Professional Regulation Commission ID, Social Security System ID, Pag-Ibig ID, Senior Citizen ID, and Voter's ID; and
- c. The stockholder's valid and active email address and contact number.

The submission of incomplete or inconsistent information may result in unsuccessful registration and will render the stockholder ineligible to participate in the meeting.

4. FOR STOCKHOLDERS WITH JOINT ACCOUNTS

- a. An authorization letter duly signed by the other stockholder/s indicating the person among them who is authorized to participate in the meeting, in JPG format and file size no larger than 2MB. In view of the Covid-19 situation, the Company will accept letters with electronic signatures. However, the Company reserves the right to request additional information and require submission of the hard copy of the letter with wet signature, at a later time;
- b. A scanned copy of the valid government-issued ID of the authorized stockholder showing photo, signature, residential address and other personal details, in JPG format and file size no larger than 2MB. Acceptable IDs include Driver's License, Passport, Unified Multi-Purpose ID, Professional Regulation Commission ID,

- Social Security System ID, Pag-Ibig ID, Senior Citizen ID, and Voter's ID; and
- c. The stockholder's valid and active email address and contact number.

The submission of incomplete or inconsistent information may result in unsuccessful registration and will render the stockholder ineligible to participate in the meeting.

E. **REGISTRATION PROPER**

Successful registrants will receive a notice by email confirming their registration status and providing a step-by-step guide on how to access a secure online portal which will enable them to participate and vote at the meeting (the "**Electronic Invitation**").

F. **VOTING**

1. Successful registrants may either vote electronically or appoint the Chairman of the meeting as proxy.
2. A stockholder who chooses to vote electronically should vote on the agenda items through the secure online portal. The Electronic Invitation will provide the procedure on how to access the secure online portal.
3. A stockholder who does not wish to vote electronically can only appoint the Chairman of the meeting as proxy. Through the secure online portal, the stockholder may either execute the proxy form electronically, or download, fill-up, scan and upload the proxy form found therein. The proxy form is also attached to the Information Statement and may be accessed through the Company's website ***www.firstgen.com.ph***.
4. Duly-accomplished proxies should be received by the Company no later than 6pm on July 21, 2020. Validation of proxies will be conducted on July 22, 2020.
5. Through the secure online portal, a proxy may be revoked once at any time prior to 6pm on July 21, 2020.
6. The Office of the Corporate Secretary will tabulate all votes received and an independent third party will validate the results.
7. The Corporate Secretary will report the results of the voting during the meeting.

G. **MEETING PROPER**

1. The live webcast of the meeting will be broadcast at https://agm.conveneagm.com/fgen_asm2020.
2. During the meeting, each proposed resolution will be shown on the screen as the relevant agenda item is taken up.
3. During the meeting, participating stockholders can send questions or comments on any item on the agenda to 2020asm_investorrelations@firstgen.com.ph.
4. The meeting proceedings will be recorded in audio and video format. A copy of the recorded proceedings will be made available to a stockholder upon request.

H. **OTHER MATTERS**

1. A stockholder who has successfully registered may submit a question or comment pertaining to any item on the agenda through the secure online portal until 6pm on

July 21, 2020.

2. For any questions or points of clarification on these guidelines, please contact the following:
 - i. <https://www.azeusconvene.com/support>
 - ii. support@conveneagm.com
 - iii. 2020asm_info@firstgen.com.ph

ANNEX "A-1"

FORM OF SECRETARY'S CERTIFICATE FOR CORPORATE SHAREHOLDERS

REPUBLIC OF THE PHILIPPINES)
_____) S.S.

SECRETARY'S CERTIFICATE

I, _____, of legal age, being the duly elected and qualified Corporate Secretary of _____, a corporation duly organized and existing under _____ law, with principal office at _____ (the "Corporation"), hereby depose and state that:

1. During the [regular/special] meeting of the Board of Directors (the "Board") of the Corporation held on _____, the Board approved the following resolutions:

"RESOLVED, that the Board of Directors of _____ (the "Corporation") hereby authorizes and appoints _____ to be the Corporation's representative (the "Representative") to the Annual Stockholders' Meeting (the "Meeting") of First Gen Corporation ("First Gen") to be held on July 29, 2020, or any adjournment thereof, hereby granting such Representative the power and authority to participate in the Meeting for and on behalf of the First Gen shares held and registered under the name of the Corporation, including to cause the registration of the Corporation, vote its First Gen shares, and appoint a proxy, in accordance with First Gen's guidelines for the Meeting;

"RESOLVED, FURTHER, that the Representative is hereby authorized to execute, sign, and deliver, for and on behalf of the Corporation, the proxy form and any other document or instrument necessary or desirable to implement the foregoing resolution;

"RESOLVED, FINALLY, that these resolutions shall remain valid and subsisting until and unless otherwise revoked or amended in writing and duly served on First Gen."

2. The foregoing resolutions are in accordance with the records of the Corporation, is in full force and effect, and have not been amended or rescinded.

IN WITNESS WHEREOF, I have hereunto signed this Secretary's Certificate this _____ at _____.

Corporate Secretary

SUBSCRIBED AND SWORN to before me this ___ day of _____, affiant exhibiting to me his/her _____ as competent evidence of identity.

Doc. No. ____;
Page No. ____;
Book No. ____;
Series of 2020.