



**BDO UNIBANK, INC.**  
**2022 ANNUAL STOCKHOLDERS' MEETING**  
**April 22, 2022 at 2:00 p.m.**

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

The 2022 Annual Stockholders' Meeting (ASM) of BDO Unibank, Inc. (BDO) is scheduled on **April 22, 2022, Friday, at 2:00 p.m.**, with the end of trading hours of the Philippine Stock Exchange on **March 2, 2022 as the record date** set by BDO'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.

**Registration**

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* no later than **April 18, 2022**, by registering at [www.bdo.com.ph/2022asmregister](http://www.bdo.com.ph/2022asmregister) and by uploading the following supporting documents/information, subject to verification and validation:

- **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 BDO's website [www.bdo.com.ph/2022proxyform](http://www.bdo.com.ph/2022proxyform).
  
- **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 BDO's website [www.bdo.com.ph/2022proxyform](http://www.bdo.com.ph/2022proxyform).

- **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 BDO's website <[www.bdo.com.ph/2022proxyform](http://www.bdo.com.ph/2022proxyform)>.
  
- **For Stockholders with Shares under PCD Participant/Broker Account**
  1. Certification from broker as to the number of shares owned by stockholder
  2. 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
  3. A valid and active email-address and contact number of stockholder or proxy
  4. If appointing a proxy, duly accomplished and signed proxy. Proxy form can be downloaded from BDO's website <[www.bdo.com.ph/2022proxyform](http://www.bdo.com.ph/2022proxyform)>.

***Note: Attachment/s should be clear copies in JPG or PDF format, with each file size no larger than 2MB.***

**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.**

**An active/valid email address is required for the registration. Any single email address can be used to register up to five (5) times for multiple shareholdings with BDO under different classifications, i.e., single, joint, multiple/joint, corporate and under broker account. If you have exceeded this number of allowable request, please contact the Office of the Corporate Secretary at (632) 8840-7610 / 8878-4208 or via email at <[corporate\\_secretary@bdo.com.ph](mailto:corporate_secretary@bdo.com.ph)>.**

### **Voting in Absentia**

Stockholders who have successfully registered shall be notified via email from BDO of their unique log-in credentials for the voting portal. Registered stockholders can then cast their votes for specific items in the agenda, as follows:

1. Access the voting portal by clicking the link, and log in using the unique credentials sent by email to the email-address of the stockholder provided to BDO.
  
2. Upon accessing the voting portal, the stockholder can vote on each agenda item. A brief description of each item for stockholders' approval is appended as Annex "A" to the Notice of Meeting.
  - 2.1 A stockholder has the option to vote "Yes", "No", or "Abstain" on each agenda item for approval.

- 2.2 For the election of directors, the stockholder has the option to vote for all nominees, withhold vote for any of the nominees (abstain), or vote for certain nominees only.

*Note: A stockholder may vote such number of his/her shares for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected (11 directors for BDO) multiplied by the number of his/her shares shall equal, or he/she may distribute them on the same principle among as many candidates as he/she shall see fit, provided, that the total number of votes cast shall not exceed the number of shares owned by the stockholder.*

3. Once the stockholder has finalized his/her vote, he/she can proceed to submit the vote by clicking the “Submit” button.
4. The stockholder can still change and re-submit votes, provided, such new votes are submitted using the same log-in credentials. Previous votes will be automatically overwritten and replaced by the system with the new votes cast.

### **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 BDO. Instructions on how to access the livestream will also be posted at <[www.bdo.com.ph/2022ASM](http://www.bdo.com.ph/2022ASM)>.

Video recordings of the ASM will be adequately maintained by BDO 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 <[corporate\\_secretary@bdo.com.ph](mailto:corporate_secretary@bdo.com.ph)>.

### **Open Forum**

During the virtual meeting, BDO will have an Open Forum, during which, the meeting’s moderator will read and where representatives of BDO 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 2022 Open Forum” to <[irandcorplan@bdo.com.ph](mailto:irandcorplan@bdo.com.ph)> not later than 2:00 p.m. of April 22, 2022. 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 BDO through the stockholders’ email addresses.

***For complete information on the ASM, please visit <[www.bdo.com.ph/2022ASM](http://www.bdo.com.ph/2022ASM)>.***

***For any clarification or other ASM-related queries, stockholders may contact BDO at (632) 8840-7610/8878-4208 or send an email to the Office of the Corporate Secretary at <[corporate\\_secretary@bdo.com.ph](mailto:corporate_secretary@bdo.com.ph)> or Investor Relations at <[irandcorplan@bdo.com.ph](mailto:irandcorplan@bdo.com.ph)>.***