

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To All Our Stockholders:

Please be informed that the Annual Stockholders' Meeting of **COSCO CAPITAL, INC.** will be on June 25, 2021, 10:00 am, via live stream at www.coscocapital.com

AGENDA

1. Call to Order
2. Certification of Notice and Quorum
3. Approval of Minutes of the Previous Meeting and Ratification of Acts and Resolutions of the Board of Directors and Management in 2020
4. Annual Report and Approval of the 2020 Audited Financial Statements
5. Election of Regular Directors and Confirmation of the Eligibility of Independent Directors for Election
6. Re-appointment of External Auditor and fixing its remuneration
7. Other Matters
8. Adjournment

Only stockholders on record as of April 22, 2021 are entitled to notice and vote in the meeting.

Considering the COVID 19 pandemic, the stockholders may only participate in the meeting by remote communication, *in absentia*, or appointing the Chairman of the meeting as their proxy. The requirements and procedures in participating *in absentia* or remote communication will be available in the Information Statement. The Information Statement will be accessible on the company website www.coscocapital.com starting June 1, 2021.

The stockholders who are attending by proxies should e-mail their duly accomplished proxies to corporate.governance@coscocapital.com on or before June 22, 2021. The Company's stock transfer agent will validate the votes on June 23, 2021, 1:00 pm, at the office of the Assistant Corporate Secretary, Tabacalera Building, No. 900 Romualdez St., Paco, Manila, 1007.

The Company's Annual Report and Audited Financial Statements for 2020 are posted on the company website www.coscocapital.com and disclosed thru the Philippine Stock Exchange Edge platform.

Stockholders may send questions or comments to the Board of Directors or Management in advance, or during the meeting, by e-mail to corporate.governance@coscocapital.com.

Manila, Philippines, May 25, 2021.

SIGNED

ATTY. CANDY H. DACANAY – DATUON

Assistant Corporate Secretary and Compliance Officer

EXPLANATION OF AGENDA ITEMS

1. Call to Order

The Chairman of the meeting, Mr. Lucio L. Co, will welcome the stockholders and formally open the meeting at 10:00 am.

2. Certification of Notice and Quorum

The Assistant Corporate Secretary, Atty. Candy H. Dacanay - Datuon, will certify that notice of the meeting to stockholders was posted in the Philippine Stock Exchange Edge platform and duly published according to the Notice of the Securities and Exchange Commission dated March 16, 2021. She will also certify that there is a quorum to transact business in the meeting.

3. Approval of Minutes of the Previous Meeting and Ratification of Acts and Resolutions of the Board of Directors and Management

The Minutes of the August 18, 2020 Annual Meeting is posted on the company website. A resolution presenting the said Minutes and the ratification of the Board of Directors and Management's acts and resolutions since the last stockholders' meeting will be presented to the stockholders for approval.

4. Annual Report and Approval of the 2020 Consolidated Audited Financial Statements

The Company will show a video presentation to present the Company's 2020 Annual Report and Consolidated Audited Financial Statements to the stockholders. A resolution ratifying the Annual Report and the 2020 Consolidated Audited Financial Statements will be presented to the stockholders for their approval.

5. Election of Directors including independent directors

The Chairman of the meeting will announce the names of the nominees for the election of directors and will open the floor for stockholders' voting. The Chairman will also ask the stockholders to approve the eligibility of two independent directors, Mr. Oscar Reyes and Mr. Robert Cokeng, to be nominated and elected as independent directors for another two years despite the lapse of their 9-year term. However, the Board of Directors decided to extend their term for another two years for the following reason:

"Similar to Puregold's stance on the matter, COVID 19 pandemic brought a lot of uncertainties to the various operating businesses of Cosco Capital and the country's economy as a whole. We were forced to deal with challenges that we have never seen before, which prompted all of us to adopt and respond as fast as possible. This is one of those crucial times when we are most in need of a group of directors who can quickly and competently respond to these challenges. And such fast and proficient response would only come from directors who are very experienced in managing a conglomerate like Cosco Capital, accustomed to the Company's core values and culture, and who hold the organization's trust to be competent in helping us navigate through these extraordinary times."

The profile of the nominees will be provided in the Information Statement.

6. Re-appointment of External Auditor and fixing its remuneration

A resolution for R.G. Manabat & Company (KPMG) re-appointment and its proposed remuneration of up to P8 million as External Auditor of the Company and its subsidiaries for the year 2021 will be presented to the stockholders for approval.

7. Other Matters

The Chairman will open the floor for any questions from the stockholders.