



## **NOTICE OF ANNUAL STOCKHOLDERS' MEETING**

### **TO ALL STOCKHOLDERS:**

**NOTICE IS HEREBY GIVEN** that the Board of Directors of **TARLAC ELECTRIC INC.** (“TEI” or the “Corporation”), has approved that the Annual Stockholders’ Meeting will be conducted virtually via Microsoft Teams on **26 June 2026 (Friday) at 10:00 a.m.**, at which meeting the following matters shall be taken up:

- I. Call to Order
- II. Proof of Notice of Meeting
- III. Certification of Quorum
- IV. Approval of the Minutes of the Annual Stockholders’ Meeting held on June 27, 2025.
- V. Presentation of the President’s Report
- VI. Ratification of the Audited Financial Statements and Annual Report for the year ended 31 December 2025.
- VII. Approval of Chairman’s Director Fee.
- VIII. Ratification of the Acts and Resolutions of the Board of Directors, Board Committees and Management from the Date of the Last Annual Stockholders’ Meeting up to 25 June 2026.
- IX. Election of all the Members of the Board of Directors, to serve for 2026-2027.
- X. Appointment of the External Auditor
- XI. Other Matters
- XII. Adjournment

Stockholders may attend and participate in the meeting by remote communication, voting *in absentia* and/or appointing a proxy. The procedure and requirements for online registration for remote communication and voting *in absentia* will be explained in the guidelines attached with this notice.

Only Stockholders of Record as of 5:00 PM of 31 March 2026 shall be entitled to vote at this meeting. Votes cast remotely or *in absentia* should be received by the Corporation on or before 19 June 2026, 11:59 PM (Philippine time).

Stockholders who wish to attend by proxy shall submit the same on or before 05 June 2026 with the Office of the Corporate Secretary, through Atty. Leandro Rodel V. Atienza, located at Mabini St., Mabini, Tarlac City, or by email to [corpsec@teiph.com](mailto:corpsec@teiph.com). A proxy submitted by a corporation should be accompanied by a Corporate Secretary's certificate quoting the board resolution designating a corporate officer to execute the proxy. A sample proxy form shall be enclosed together with this Notice. Validation of proxies is set on 08 June 2026, 10:00 a.m. at TEI Head Office, Mabini St., Mabini, Tarlac City.

PLEASE NOTE THAT THE CORPORATION IS NOT SOLICITING PROXIES.

The nomination and election of the members of the Board of Directors should be in accordance with the nomination forms, procedures and requirements adopted by the Board of Directors. The required nomination form shall be enclosed together with this Notice of Annual Stockholders Meeting in the email to be sent to the official email of the stockholder and must submit his/her nominations to, the Office of Corporate Secretary at Mabini St., Mabini, Tarlac City or by email to [corpsec@teiph.com](mailto:corpsec@teiph.com), not later than 05 June 2026 at 5 o'clock in the afternoon.

All nominations shall be in writing duly signed by the nominating stockholders or their duly authorized (in writing) representatives, with the written acceptance and conformity of their nominee. The nomination must indicate whether the nominees are intended to be independent directors. Further, all nominations should include (i) the curriculum vitae of the nominee, (ii) a statement that the nominee has all the qualifications and none of the disqualifications, (iii) information on the relationship of the nominee to the stockholder submitting the nomination, and (iv) all relevant information about the nominee's qualifications, such as the nominee's age, educational attainment, full disclosure of work and/or business experience and/or affiliations. The directors and independent directors shall be elected from among TEI's stockholders. All nominees for directors and independent directors must possess the minimum requirements/qualifications and none of the disqualifications prescribed by the Securities and Exchange Commission and in TEI's Revised Manual on Corporate Governance.

The Corporation's Information Statement, Management Report, 2025 Audited Financial Statements, and SEC Form 17-A Annual Report shall be sent to the stockholders through email, no later than 05 June 2026. Electronic copies of these documents shall also be available on the Company's website. Pursuant to SEC Memorandum Circular No. 6, Series of 2020, please be informed that there will be a visual and audio recording of the meeting.

Please be guided accordingly.

(SGD)  
**ATTY. LEANDRO RODEL V. ATIENZA**  
Corporate Secretary