



NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To: **All Stockholders of
Converge Information and
Communications Technology
Solutions, Inc.**

Please take notice that the Annual Meeting of the Stockholders of **Converge Information and Communications Technology Solutions, Inc.** will be held virtually or conducted through remote communication via https://conveneagm.com/ph/convergeict_asm2024 on May 31, 2024, Friday at 2:00 p.m., to discuss the following:

AGENDA

1. Call to Order
2. Proof of Service of Notice
3. Certification of Presence of Quorum
4. Approval of the Minutes of the Previous Meeting
5. Report of Management
6. Presentation of the Management Report and Ratification of the Audited Financial Statements as of 31 December 2023
7. Ratification of all acts of the Board of Directors and Management for the period of January 1, 2023 to December 31, 2023 adopted in the ordinary course of business
8. Election of Directors, including Independent Directors, for the year 2024
9. Appointment of External Auditors
10. Consideration of such other matters as may properly come before the meeting
11. Adjournment

For purposes of the meeting, only stockholders of record as of May 11, 2024 (the "Record Date") are entitled to attend and vote in the said meeting.

The Company will dispense with the physical attendance of stockholders at the meeting and will allow attendance in the meeting only by remote communication. Voting shall be done by electronic means, or *in absentia*, or by appointing the Chairman of the meeting as proxy.

Online participation and voting by remote communication will be available for all qualified stockholders as of Record Date. Stockholders who wish to participate and vote online by remote communication should register at https://conveneagm.com/ph/convergeict_asm2024 starting May 11, 2024, and until May 24, 2024. The **Registration and Validation Procedures for the 2024 Annual Stockholders Meeting (Virtual)** are set out in **Annex "A"** in the Notice and Agenda attached to the Information Statement.

All stockholders who will not, are unable, or do not expect to attend the virtual meeting in person may choose to execute and send a valid proxy in writing to the Office of the Corporate Secretary, by email at asm2024@convergeict.com or in digital/electronic form at https://conveneagm.com/ph/convergeict_asm2024 on or before May 24, 2024. Proxies shall be validated beginning on May 25, 2024.



Pursuant to SEC Notice dated February 23, 2024, copies of this Notice, Information Statement, and Other Documents related to the Annual Stockholders' Meeting, shall be published through Manila Standard and Business Mirror.

Electronic copies of the Corporation's Information Statement, Management Report, SEC 17-A and other pertinent documents are available at its website at <https://corporate.convergeict.com/investor-relations/> and uploaded at the PSE's EDGE disclosure system.

A visual/audio recording of the meeting shall be made.

May 2, 2024,

By order of the Board of Directors:

(SGD).
MARIA GRACE C. DE JESUS
Assistant Corporate Secretary

Annex A

Registration and Validation Procedures for the 2024 Annual Stockholders Meeting (Virtual)

Annex A: Registration and Validation Procedures for the Virtual ASM:

Note: In view of the Covid-19 pandemic, CNVRG is restricting all communications thru the online and designated email address provided. Please be guided accordingly.

1. Registration and validation of stockholders as of Record Date will be from 8:00 a.m. of May 11, 2024 to 6:00 p.m. of May 24, 2024.
2. Stockholders who will execute a proxy must submit their duly executed proxy thru this link https://conveneagm.com/ph/convergeict_asm2024 on or before May 24, 2024, validation of proxies is scheduled on May 25, 2024.

Note: For corporate stockholders, a secretary's certificate on the authorized signatory to execute the proxy is required to be submitted. Scanned copies of the secretary's certificate may be uploaded, but the Corporation reserves the right to require the submission of the originals for authentication.

3. Stockholders who intend to participate in the virtual ASM must register thru this link https://conveneagm.com/ph/convergeict_asm2024 for validation starting on May 11, 2024 until May 24, 2024 and submit the following documents:

For certificated stockholders:

- a. Full Name
- b. Address
- c. Email address
- d. Contact number
- e. Scanned copies of two (2) valid/unexpired government issued IDs

For stockholders whose shares are lodged with brokers:

- a. Full Name
- b. Certification from broker stating the name and number of shares of the beneficial owner and that they are beneficial owner as of the Record Date (must be complete)
- c. Address
- d. Email address
- e. Contact number
- f. Scanned copies of two (2) valid/unexpired government issued IDs

Note: the above documents will be subject to review for purposes of validation and we may require additional documents as needed.

4. Validated stockholders will get a confirmation thru email and will be provided with a link to the virtual ASM and the link to cast their vote on or before May 24, 2024.
5. Validated proxies will get a confirmation thru email and will be provided with a link to the virtual ASM and the link to cast their vote on or before May 24, 2024.
6. Validated stockholders may cast their vote through the designated link until the day of the ASM of May 31, 2024.
7. Validated proxies may cast their vote through the designated link until May 24, 2024.
8. For the determination of the quorum, all shares represented by duly validated proxies will be counted as "shares represented by proxies" and shares of validated stockholders present at the virtual ASM will be counted as "shares present in person". The Corporate Secretary shall announce all the results during the meeting proper subject to final tabulation and validation.



9. For the tabulation of votes, all validated ballots submitted on or before the ASM of May 31, 2024, and of all validated proxies submitted on or before May 24, 2024, will be tabulated by the Office of the Corporate Secretary and validated by SGV& Co, as the independent validator.
10. Questions and comments may be submitted during registration and until the ASM on May 31, 2024 either via https://conveneagm.com/ph/convergeict_asm2024 or via email at asm2024@convergeict.com.



There are no matters or proposed corporate actions, which may give rise to a possible exercise by stockholders of their appraisal rights under Title X of the Corporation Code of the Philippines.

Item 3. Interest of Certain Persons in Matters to be acted upon

- (a) No Director or Executive Officer of the Company has any substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon.
- (b) No Director has informed the Company of his opposition to any matter to be taken upon at the meeting.