

## MAYNILAD WATER SERVICES, INC.

### NOTICE OF ANNUAL MEETING OF THE STOCKHOLDERS OF MAYNILAD WATER SERVICES, INC.

8 NOVEMBER 2024

Notice is hereby given that the annual meeting of the stockholders of Maynilad Water Services, Inc. (the "Corporation" or "Maynilad") will be held on 12 December 2024, Thursday, 9:00 a.m., at the Core Values Room, Basement, Maynilad Building, MWSS Complex, Katipunan Ave., Pansol, Quezon City.

The Agenda for the meeting is as follows:

1. Call to Order
2. Certification of Notice and Quorum
3. Approval of the minutes of the meeting of the stockholders held on 25 April 2023
4. President's Report
5. Election of Directors
6. Approval of the conduct of the Initial Public Offering ("**IPO**") of the Corporation
7. Amendment of the following provisions of the Articles of Incorporation and By-Laws of the Corporation:
  - a. Article III of the Articles of Incorporation amending the principal office address to change the barangay name from "Balara" to "Pansol" and the building name from "Engineering Building" to "Maynilad Building";
  - b. Article VII of the Articles of Incorporation to:
    - (i) Increase the authorized capital stock from ₱4,546,982,000.00 to ₱9,093,964,000.00;
    - (ii) Reclassify the Common A and Common B Shares into a single class of "Common Shares";
    - (iii) Implement a 1:1000 stock split and thus reduce the par value of Common Shares from ₱1,000.00 to ₱1.00 per share;
    - (iv) Reclassify the 88,500 ESOP Shares to Common Shares and remove all provisions relating to the ESOP Shares;
    - (v) Delete reference to the provision of the original Concession Agreement on minimum stock retention by controlling stockholders, which is no longer applicable to the Corporation; and
    - (vi) Reflect the Philippine Stock Exchange ("**PSE**")-prescribed standard language on compliance with the lock-up requirement under the PSE listing rules in preparation for the Corporation's IPO;
  - c. Article I, Section 2 of the By-Laws to amend the principal office address, (changing the barangay name from "Balara" to "Pansol" and the building name from "Engineering Building" to "Maynilad Building");
  - d. Article III, Section 5 of the By-Laws to create a new provision on disqualification of directors with interests antagonistic to or competing with the business of the Corporation; and

- e. Article V, Section 2 of the By-Laws to add a provision allowing facsimile signatures of the President, Corporate Secretary, or Assistant Corporate Secretary on stock certificates

8. Appointment of External Auditor

9. Other Matters

10. Adjournment

For the election of directors, a stockholder entitled to vote: (i) may vote such number of shares owned by it for as many persons as there are directors to be elected; or (ii) may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of their shares; or (iii) may distribute them on the same principle among as many candidates as may be seen fit.

Stockholders who are unable to attend the meeting in person may execute a proxy substantially in any of the forms (at the stockholders' election) attached in the Information Statement uploaded on the Corporation's website designating the full name of the authorized representative or proxy, and forward the same to the undersigned on or before the date and time of the said meeting, at the following postal address, email address, or fax numbers; provided, however, that if sent by email or fax, the original must follow as soon as reasonably practicable but at least one (1) business day prior to the meeting:

**Postal Address**

Liberty Center – Picazo Law  
104 H.V. dela Costa St., Salcedo Village  
1227 Makati City, Metro Manila  
Attention: Atty. Alex Erlito S. Fider

**Email Address/Fax Number**

Email: [esfider@picazolaw.com](mailto:esfider@picazolaw.com)  
[kccaro@picazolaw.com](mailto:kccaro@picazolaw.com)  
Fax No.: (632) 888-1012 / (632) 844-6169  
Attention: Atty. Alex Erlito S. Fider

For corporate stockholders, the executed proxy must be accompanied by a certificate from the Corporate Secretary of the corporate stockholder quoting the board approval or resolution authorizing the execution of the proxy and the person executing the proxy to execute the said proxy on behalf of such corporate stockholder.

Thank you.

  
ALEX ERLITO S. FIDER  
Corporate Secretary