

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To All Stockholders:

Notice is hereby given that the Annual Stockholders' Meeting of **PNB HOLDINGS CORPORATION** will be conducted through remote communication on 14 May 2026 at 1:00 P.M. via the Zoom webinar application.

The Agenda for the said Meeting shall be as follows:

1. Call to Order
2. Proof of Notice of Meeting/Certification of Quorum
3. Approval of the Minutes of the 2025 Annual Stockholders' Meeting
4. Management Report and Notation of the Company's 2025 Audited Financial Statements
5. Ratification of All Acts, Transactions, and Resolutions by the Board of Directors and Management since the 2025 Annual Stockholders' Meeting
6. Election of Directors
7. Appointment of External Auditor
8. Adjournment

The details and rationale of each item in the Agenda is attached as Annex "A" of the Information Statement.

Stockholders of record and in good standing as of the close of business hours on 12 March 2026 will be entitled to notice of, and to vote at, the meeting.

The procedure for registration and participation in the Meeting and the contact details of persons to whom you may send your inquiries, are set forth in the Guidelines attached to this Notice. Registration will run from 17 to 30 April 2026. The meeting ID and password will be provided through electronic mail to the successful registrants. Stockholders are encouraged to log-in at least thirty (30) minutes before the Meeting.

All shareholders are cordially invited to attend the Meeting. However, if you are unable to attend, you may designate your authorized representative by submitting a scanned copy of your proxy form to asm@pnbholdings.com.ph on or before 5 May 2026. All proxies received will be validated on 7 May 2026.

Lastly, in compliance with the requirements of the Securities and Exchange Commission, a visual and audio recording of the Meeting will be secured.

8 April 2026



CARLOS LUIS L. FERNANDEZ
Corporate Secretary

PNB HOLDINGS CORPORATION
(GUIDELINES FOR 2026 ANNUAL STOCKHOLDERS' MEETING)

As provided in the Notice to Stockholders, the Company's Annual Stockholders' Meeting shall be conducted via remote communication through the video conferencing application, Zoom. Stockholders are invited to register by sending the following requirements to asm@pnbholdings.com.ph no later than 30 April 2026.

REGISTRATION

a. For Individual Stockholders

- A scanned copy of the front and back portions of the Stockholder's valid government-issued photo ID* with residential address. This must be in a digital, JPG format with a file size no larger than 2MB.
- Valid and active e-mail address
- Valid and active contact number (landline or mobile number)
- Tax Identification Number (TIN)

b. For Stockholders with Joint accounts

- In addition to the requirements for Individual Stockholders, a scanned copy of the **authorization letter signed by all Stockholders owning the share/s jointly** providing who among them is authorized to cast the vote for the account. The authorization letter must be in a digital, JPG format with a file size no larger than 2MB.

c. For Corporate Stockholders

- Scanned copy of a Secretary's Certificate attesting to the authority of the representative to vote for and on behalf of the Corporation. This must be in a digital, JPG format with a file size no larger than 2MB.
- Scanned copy of the front and back portions of the valid government-issued photo ID* of the Stockholder's representative with residential address. This must be in a digital, JPG format with a file size no larger than 2MB.
- Valid and active email address of the Stockholder's representative
- Valid and active contact number of the Stockholder's representative (landline or mobile number)
- Tax Identification Number (TIN)

d. For Individual Stockholders represented by a Proxy or authorized person

- In addition to the requirements for Individual Stockholders in Item (a), the same requirements shall be submitted by the Proxy or authorized person.
- Scanned copy of the notarized Proxy Form or an authorization letter signed by the Stockholder to cast the vote for the account. This must also be in a digital, JPG format with a file size no larger than 2MB.

* Valid government-issued photo IDs include the following: Philippine Identification System ID, Driver's License, Passport, Unified Multi-Purpose ID, Professional Regulation Commission ID, SSS ID, Pag-Ibig ID Senior Citizen ID, Postal ID, Voter's ID and GSIS ID

e. For Stockholders under Broker accounts

- Scanned copy of the broker's certification, signed by the duly authorized signatory/ies, on the Stockholder's number of shareholdings. This must also be in a digital, JPG format with a file size no larger than 2MB.
- Scanned copy of the front and back portions of the Stockholder's valid government-issued photo ID* with residential address. This must be in a digital, JPG format with a file size no larger than 2MB.
- Valid and active email address
- Valid and active contact number (landline or mobile number)

REMINDERS

- All successfully registered Stockholders will receive an electronic invitation via electronic mail containing the meeting ID, password and the rules and procedures for the meeting.
- On the date of the Meeting, Stockholders are encouraged to log-in at least thirty (30) minutes before the Meeting to allow the Company to address possible technical issues without delaying the Meeting.
- Only Stockholders who have notified the Company of his/her/its intention to participate in the Meeting by remote communication, have registered therewith or sent in their proxies, will be included in the determination of the existence of a quorum.

VOTING

Stockholders may cast their votes by accomplishing the proxy form and submitting a scanned copy thereof to asm@pnbholdings.com.ph on or before 5 May 2026. Validation of the proxies shall be held on 7 May 2026.

Please take note that the Company is not asking for or soliciting proxies.

QUESTIONS

Inquiries and/or comments limited to the items in the Agenda of the Meeting may be sent to asm@pnbholdings.com.ph on or before 5 May 2026.

Inquiries and/or comments received after the deadline shall be referred to the Company's Investor Relations Team for the appropriate response.