

**NOTICE AND AGENDA
OF ANNUAL MEETING OF STOCKHOLDERS**

VIVANT CORPORATION

9th Floor, Oakridge IT Center 3,
Oakridge Business Park, A.S. Fortuna Street,
Brgy. Banilad, Mandaue City, Cebu

NOTICE IS HEREBY GIVEN that the Annual Stockholders' Meeting of VIVANT CORPORATION will be held virtually on **September 11, 2020 Friday at 10:00 in the morning via www.zoom.us**. Due to restrictions on mass gatherings imposed by the government resulting from the COVID-19 pandemic, there will be no physical venue for the meeting.

The Annual Stockholders' Meeting shall have the following Agenda:

1. Call to Order
2. Proof of Notice and Determination of Quorum
3. Reading and Approval of Minutes of the Annual Stockholders' Meeting held on June 20, 2019
4. Annual Report of Officers
5. Approval of the 2019 Annual Report and Financial Statements
6. Appointment of External Auditor for 2020
7. Election of Directors (including Independent Directors)
8. Amendment of the By-laws to:
 - a. amend the notice requirements for the Stockholders' Meetings;
 - b. amend the quorum and voting requirements to allow Stockholders to participate and vote through remote communication or in absentia;
 - c. to amend the composition of the Board to conform with the minimum number of Independent Directors;
 - d. amend the quorum and voting requirements for meetings of the Board of Directors to include participation and voting through remote communication; and
 - e. amend the modes of sending Notices of Board Meetings.
9. Ratification of all Acts and Resolutions of the Board of Directors and Management Adopted for Fiscal Year 2019
10. Ratification of the Amendment of the Articles of Incorporation – Change of Address
11. Other Matters that may properly be brought before the meeting
12. Adjournment

Only stockholders of record at the close of business as of August 14, 2020 are entitled to notice and to vote at this meeting.

Stockholders intending to participate by remote communication are required to pre-register through this e-mail address corporatesecretary@vivant.com.ph on or before 5:00 P.M. on 28 August 2020 and submit the following requirements:

For Individual Stockholders

1. A scanned copy of the stockholder's valid government-issued ID showing photo, signature, and personal details, including residential address (in JPG format). The file size should not be larger than 2MB.
2. A valid and active email address and contact number.

For Corporate Stockholders

1. A Secretary's Certificate attesting to the authority of the representative of the corporate stockholder to attend and vote at the stockholders' meeting (in JPG format). The file size should not be larger than 2MB.
2. A scanned copy of the valid government-issued ID of the authorized representative of the corporate stockholder showing photo, signature, and personal details, including residential address (in JPG format). The file size should not be larger than 2MB.
3. A valid and active email address and contact number.

For Stockholders under PCD Participant/Brokers account

1. A broker certification on the stockholder's number of shareholdings (in JPG format). The file size should not be larger than 2MB.
2. A scanned copy of the stockholder's valid government-issued ID showing photo, signature, and personal details, including residential address (in JPG format). The file size should not be larger than 2MB.
3. A valid and active e-mail address and contact number.

Qualified stockholders who have successfully registered for the meeting will receive a confirmation of their verified status and an electronic invitation (e-invite) through their registered email addresses. The e-invite will include a complete guide on how to join the meeting and how to cast votes *in absentia* through the online voting portal or by proxy.

Should you be unable to attend the virtual meeting, we encourage you to vote by downloading and executing a proxy form in favor of a representative and by following the instructions on the voting instruction form, both of which are found on www.vivant.com.ph. In accordance with the Amended By-Laws of the Company, scanned copies of the proxies must be submitted for inspection, validation and record at least seven (7) days prior to the opening of the Stockholders' Meeting, or on or before **September 4, 2020** to the Office of the Corporate Secretary at corporatesecretary@vivant.com.ph.

Should you have questions regarding the conduct of the Meeting, you may submit your queries to corporatesecretary@vivant.com.ph.

Pursuant to SEC Notice dated April 20, 2020, a copy of the Notice of the meeting, Definitive Information Statement, minutes of the previous meeting of the stockholders, and other documents related to the meeting may be accessed through the Company's website at www.vivant.com.ph.

There will be audio and virtual recording of the Annual Stockholders' Meeting a copy of which shall be made available to a stockholder upon request.

Mandaue City, August 12, 2020.

FOR THE BOARD OF DIRECTORS:


JESS ANTHONY N. GARCIA
Corporate Secretary