

**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 **May 21, 2026 Thursday at 10:00 in the morning** and will be accessible through this link <https://conveneagm.com/ph/vvt2026>. (the "VVT Portal").

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 19, 2025;
4. Annual Report of Officers;
5. Approval of the 2025 Annual Report and Financial Statements;
6. Appointment of External Auditor for 2026;
7. Election of Directors for the year 2026-2027:
 - Regular Directors
 - Independent Directors
8. Ratification of all Acts and Resolutions of the Board of Directors and Management Adopted for Fiscal Year 2025
9. Other Matters that may properly be brought before the meeting
10. Adjournment

Only stockholders of record at the close of business as of April 15, 2026 are entitled to notice and to vote at this meeting.

Stockholders may attend by registering at the VVT Portal beginning 12:00nn on April 21, 2026 until 12:00 noon on May 14, 2026. The meeting will be broadcasted live and stockholders who have successfully registered can participate via remote communication.

Stockholders who have successfully registered through the VVT Portal will receive a confirmation through email of their verified status and may cast votes *in absentia* through the online voting platform, the link of which, as well as the stockholder code to access the said link, will be provided in the confirmation email, or by proxy.

Votes cast until 12:00 noon of May 20, 2026 will be tabulated and presented during the meeting. Stockholders may still vote after the cut-off time, and the final votes received through the VVT Portal after the adjournment of the meeting will be included in the minutes of the meeting.

Stockholders who are unable to attend the virtual meeting are encouraged 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 the Vivant (VVT) Portal and at www.vivant.com.ph. Stockholders may submit the duly accomplished proxy forms through the Vivant Portal or email the same to corporatesecretary@vivant.com.ph and in accordance with the Amended By-Laws of the Company, the hard copy of the proxy form must be submitted for inspection, validation, and recording at least seven (7) days prior to the opening of the Stockholders' Meeting, or on or before 12:00 noon on May 14, 2026 to the Office of the Corporate Secretary at 9th Floor, Oakridge IT Center 3, Oakridge Business Park, A.S. Fortuna Street, Brgy. Banilad, Mandaue City, Cebu.

For any questions regarding the conduct of the Meeting, the Stockholders may submit queries through the VVT Portal or to the Office of the Corporate Secretary at corporatesecretary@vivant.com.ph.

Pursuant to the SEC Notice dated March 11, 2026, 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 shall be distributed to the Stockholders and published in the business section of two (2) newspaper of general circulation, in print and online format. These documents will also be accessible through the Company's website at www.vivant.com.ph and through the PSE edge at <https://edge.pse.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.

Makati City, March 31, 2026.

FOR THE BOARD OF DIRECTORS:


MAILA LOURDES G. DE CASTRO
Corporate Secretary

**AGENDA
DETAILS AND RATIONALE**

1. **Call to Order.** The Chairman of the Board of Directors, Mr. Francis Damasus A. Garcia, will call the meeting to order and preside over the same.
2. **Proof of Notice and Determination of Quorum.** The Corporate Secretary, Atty. Maila Lourdes G. de Castro, will certify that pursuant to SEC Notice dated March 11, 2026, Notice of the meeting was published in the business section of two (2) newspapers of general circulation on April 21, 2026 and April 22, 2026. A copy of the Notice of the meeting, together with the Definitive Information Statement, minutes of the previous meeting of the stockholders, and other documents related to the meeting were made accessible through the Company's website at www.vivant.com.ph and the website of PSE Edge at <https://edge.pse.com.ph>. The Corporate Secretary will also certify, based on the number of shares owned by Stockholders voting *in absentia*, or by proxy, or participating remotely in the meeting, whether quorum exists for the valid transaction of business at the meeting. Finally, the Corporate Secretary will explain the rules for the orderly conduct of the meeting.
3. **Reading and Approval of Minutes of the Annual Stockholders' Meeting held on June 19, 2025.** A copy of the draft Minutes is attached as Exhibit "A". It is also available for examination during office hours at the Office of the Corporate Secretary and for viewing at the website of Vivant Corporation at <https://vivant.com.ph/wp-content/uploads/2025/06/VVT-ASM-Minutes-19-June-2025.pdf> Stockholders will be asked to approve the draft Minutes and acknowledge the completeness and accuracy thereof. The text of the proposed resolution is as follows:

"WHEREAS, that the Stockholders of Vivant Corporation (the "Corporation") have reviewed the Minutes of the previous Annual Stockholders' Meeting;

RESOLVED, AS IT IS HEREBY RESOLVED, that Stockholders of the Corporation approve the Minutes of the Annual Stockholders' meeting held on June 19, 2025."

4. **Annual Report of Officers.** The CEO, Mr. Arlo Angelo G. Sarmiento, the Executive Vice President and Chief Corporate Office, Ms. Minuel Carmela N. Franco, the President, Mr. Emil Andre M. Garcia, and the Executive Vice President for Infrastructure, Atty. Jess Anthony N. Garcia, will present the overview of Vivant Corporation's financial performance in 2025. They will also present the challenges and highlights of 2025, and the outlook for 2026. Finally, they will provide updates on the new policies of the Corporation and regulatory matters.
5. **Approval of the 2025 Annual Report and Financial Statements.** The Audited Financial Statement (the "AFS") of Vivant Corporation for the fiscal year ended December 31, 2025 contained in the Corporation's 2025 Annual Report and Information Statement, will be presented to the Stockholders for approval. The Chairman, CEO, any member of the Audit Committee, or any representative of the Corporation's external auditors, Sycip Gorres Velayo & Co. will respond to questions submitted by any stockholder regarding the Corporation's AFS for the fiscal year ended on December 31, 2025.

6. **Appointment of External Auditors for 2026.** Stockholders will be asked to approve the re-appointment of Sycip Gorres Velayo & Co. as Vivant Corporation’s external auditors for 2026. The external auditors will be tasked with the preparation of the annual audited statements. The text of the proposed resolution is as follows:

“WHEREAS, the Stockholders of the Corporation have the right to participate in key corporate governance decisions, such as the right to appoint the External Auditors;

RESOLVED, AS IT IS HEREBY RESOLVED, that the Stockholders of the Corporation appoint SyCip Gorres Velayo & Co. as the External Auditors for 2026.”

7. **Election of Directors (including Independent Directors).** For 2026, the candidates for the Board of Directors are the following:

Regular Directors

MR. FRANCIS DAMASUS A. GARCIA
 MR. RAMONTITO E. GARCIA
 MR. CHARLES SYLVESTRE A. GARCIA
 MR. EMIL ANDRE M. GARCIA
 MR. ARLO ANGELO G. SARMIENTO
 MR. JOSE MARKO ANTON G. SARMIENTO
 MS. BRIGETTE CECILE N. GARCIA

Independent Directors

MR. JOSE CARLITOS G. CRUZ
 MR. ALFREDO S. PANLILIO
 ATTY. LAURENCE R. ROGERO
 MR. GEORGE S. UY-TIOCO, JR.

The profiles of the candidates to the Board are found on pages 16 to 24 of this Information Statement. For further reference and examination of the Stockholders, a summary of the business and professional experience for the past five (5) years of the candidates are also provided in the Information Statement. Stockholders will be given the opportunity to elect the directors for 2026-2027 individually through the cumulative voting process. Stockholders will be asked to cast their votes in absentia through the online voting portal or by proxy.

8. **Ratification of all Acts and Resolutions of the Board of Directors and Management Adopted for Fiscal Year 2025.** The Stockholders will be asked to ratify and confirm all acts, transactions, and resolutions of the Board of Directors and Management in connection with the performance and operations of the Corporation.

9. **Other Matters that may properly be brought before the meeting.** Stockholders may raise other relevant matters not included as an item in the Agenda. If such matters may be properly taken up in the meeting, Stockholders may be requested to consider the same.
10. **Adjournment.** After all business to be conducted at the Meeting has been considered, the Chairman will declare the Meeting concluded.