

**PROCEDURES FOR PARTICIPATING VIA REMOTE COMMUNICATION,  
AND FOR VOTING IN ABSENTIA OR BY PROXY**

The 2020 Annual Stockholders' Meeting ("**2020 ASM**") of MANILA JOCKEY CLUB, INC. (the "**Company**") will be conducted virtually through <http://manilajockeyclubinc.com.ph/ASM2020.php> on **September 18, 2020** at **9:00 a.m.**

Given the COVID-19 situation, stockholders of record as of **10 August 2020** may only participate via remote communication, and vote *in absentia* or by proxy.

**A. Registration Procedure**

A stockholder who intends to participate via remote communication, or to vote *in absentia* or by proxy, must submit the following documentary requirements to the Company via email at [ASM2020@mjc150.com](mailto:ASM2020@mjc150.com) no later than **04 September 2020**.

- Certificated Stockholders (Individual)

1. Stockholder's valid government-issued ID (e.g., Passport, Driver's License) showing photo, signature and personal details, preferably with residential address;
2. A valid and active e-mail address and contact number of the Individual Stockholder;
3. Stock Certificate Number/s; and
4. If appointing a proxy, duly accomplished and signed Proxy Form (Annex C).

- Certificated Stockholders (Corporate)

1. Notarized Secretary's Certificate on the resolution attesting to the authority of the representative to vote for, and on behalf of the corporate stockholder;
2. Authorized Representative's valid government-issued ID (e.g., Passport, Driver's License), showing photo, signature and personal details, preferably with residential address;
3. A valid and active e-mail address and contact number of the Authorized Representative;
4. Stock Certificate Number/s; and
5. If appointing a proxy, duly accomplished and signed Proxy Form (Annex C).

- Stockholders with Shares PCD Participant/Broker Account

1. Broker's Certification on the number of shares owned by the Stockholder;
2. Stockholder's valid government-issued ID (e.g., Passport, Driver's License), showing photo, signature and personal details, preferably with residential address;
3. A valid and active e-mail address and contact number of the Stockholder;
4. If appointing a proxy, duly accomplished and signed Proxy Form (Annex B).

All documents submitted shall be subject to the verification and validation of the Company. Stockholders who have successfully registered shall receive an email providing the link and log-in credentials to access the meeting room for the 2020 ASM.

Only stockholders who have notified the Company of their intention to participate, and vote in the 2020 ASM by remote communication, and have been validated to be stockholders of record of the Company will be considered in computing stockholder attendance in the ASM.

## **B. Voting Procedure**

Stockholders who have successfully registered may cast their votes on each Agenda item through Ballots or Proxies. The Ballot/Proxy can be downloaded at <http://manilajockeyclubinc.com.ph/ASM2020.php>. A brief description of the Agenda items for stockholders' approval is attached as **Annex A** of this Notice.

All Ballots or Proxies shall be submitted via email at **corporate\_secretary@mjc150.com** no later than **15 September 2020**.

Below are the voting instructions.

1. **For each Agenda item other than the Election of Directors**, the stockholder or proxy has the option to vote: "For", "Against", or "Abstain".
2. **For the Election of Directors**, the stockholder or proxy has the option to: (i) vote for all nominees, (ii) withhold vote for any of the nominees, or (iii) vote for certain nominees only. A stockholder may (a) vote such number of shares for as many persons as there are directors to be elected; (b) cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of shares owned, or (c) distribute them on the same principle among as many candidates as may be seen fit; provided, that the total number of votes cast by him shall not exceed the number of shares owned by him as shown in the books of the Company multiplied by the number of directors to be elected.

The Corporate Secretary will count and tabulate the votes cast by Ballot or Proxy.

## **C. ASM Participation via Remote Communication**

Stockholders who have successfully registered can participate in the 2020 ASM via remote communication. Stockholders who have successfully registered shall receive an email providing the and log-in credentials to access the meeting room for the 2020 ASM.

Stockholders may send their questions related to the agenda by email to **corporate\_secretary@mjc150.com** no later than the schedule of the 2020 ASM. The Company will endeavor to answer the questions during the Annual Meeting. For questions received but not entertained during the Annual Meeting due to time constraints, the Company will endeavor to answer said questions via email at a later time.

The proceedings of the 2020 ASM shall be recorded in audio and video format.