

**ASIAN TERMINALS, INC.**  
**ATI Head Office, A. Bonifacio Drive, Port Area, Manila**  
**Tel. No. 8528-6000**

**NOTICE OF SPECIAL STOCKHOLDERS' MEETING**

To the Stockholders of Asian Terminals, Inc.:

The Board of Directors on **December 15, 2025**, resolved to hold the special stockholders' meeting virtually, pursuant to applicable SEC regulations. The special stockholders' meeting will be virtually conducted and may be accessed on the link [https://bit.ly/ATI Special Stockholders Meeting](https://bit.ly/ATI_Special_Stockholders_Meeting) on **January 30, 2026, 2:00 p.m.**, to consider and take action upon the following matters:

1. **Call to Order.**
2. **Certification of Notice and Quorum.**
3. **Report on the Tender Offer.**
4. **Approval of Voluntary Delisting from the Main Board of The Philippine Stock Exchange, Inc. (PSE).**
5. **Approval of the Amendment of the Sixth Article of the Articles of Incorporation to Increase the Number of Directors from Eight (8) to Nine (9) subject to the following conditions: (i) MIC acquiring more than nine percent (9%) of ATI's issued and outstanding shares and (ii) the effective date of delisting of ATI from the Philippine Stock Exchange has occurred.**
6. **Election of the Ninth Director, subject to the following conditions: (i) MIC acquiring more than nine percent (9%) of ATI's issued and outstanding shares, (ii) the effective date of delisting of ATI from the Philippine Stock Exchange has occurred, and (iii) approval by the Securities and Exchange Commission of the amended Articles of Incorporation.**
7. **Ratification of the Renewal of the ATI-POMS Management Contract for Five Years.**
8. **Other Matters.**
9. **Adjournment.**

All stockholders of record at the close of business on **January 7, 2026**, are entitled to notice and to vote at the special stockholders' meeting and at any adjournment thereof. The stock and transfer books of the Company will be closed from **January 7, 2026 up to January 30, 2026**.

If unable to attend the meeting, stockholders may appoint the Chairman of the Meeting as proxy with voting instructions and submitted via the Registration Portal. Proxies should be submitted **on or before 7:00 p.m. of January 20, 2026**. *(Please refer to Appendix "A" for the procedure)*. Proxies will be validated at **2:00 p.m. on Friday, January 23, 2026** at the Office of the Corporate Secretary., ATI Head Office, A. Bonifacio Drive, Port Area, Manila, 1018.


The Information Statement and its attachments may be accessed at a) PSE EDGE website b) ATI Website at <https://www.asianterminals.com.ph> c) QR Code (*please refer to Annex "A"*). A hard copy of the Information Statement may be provided to a stockholder for free, upon written request sent by:

a) mail to **Office of the Corporate Secretary**  
ATI Head Office Building  
A. Bonifacio Drive  
Port Area, Manila, 1018

b) email to [ATISHMeeting@asianterminals.com.ph](mailto:ATISHMeeting@asianterminals.com.ph)  
(**subject heading:** Special Stockholders' Meeting Information Statement)

The detailed procedure of the registration and voting process are stated in **Appendix "A"** hereof.

Manila, Philippines, January 6, 2026.

  
**RODOLFO G. CORVITE, JR.**  
Corporate Secretary

**Procedure for the Registration, Participation and Voting in the 2026 Special Stockholders’ Meeting**

The Board of Directors on December 15, 2025, resolved to hold the special stockholders’ meeting by remote communication and voting will be in absentia, pursuant to applicable SEC regulations.

All stockholders of record at the close of business on January 7, 2026, are entitled to notice and to vote at the special meeting and at any adjournment thereof.

**A) REGISTRATION:** Stockholders may register to participate in the virtual meeting at the Registration Portal (“Registration Portal”) at: <https://bit.ly/34INqR7>

Registration will be from **9:00 a.m. of January 8, 2026, until 7:00 p.m. of January 23, 2026**. Stockholders are advised to register as early as possible. To proceed with the registration, personal information will be required. For identification, the Company shall only accept a scanned back-to-back copy of one valid government-issued ID bearing photo and signature which will be uploaded in the Registration Portal. Consent to process personal information is included in the Registration Portal.

1. *Individual stockholder with shares recorded in their name:* name, valid email address<sup>1</sup>, active contact number and upload a valid government-issued ID.

*For stockholders with joint accounts,* only the authorized stockholder will register and in addition to the above, shall upload scanned copy of a notarized authorization letter signed by the other stockholders, indicating who among them would be authorized to participate and/or vote and upload their valid government-issued IDs.

*Individual Stockholder under a broker/ PCD:* in addition to the name, valid email address, active contact number and valid government-issued ID, the stockholder needs to coordinate with his broker and secure a duly signed Broker’s Certification stating the full account name, number of shares, and account or reference number which shall be uploaded in the Registration Portal.

2. *Corporate stockholder:* the duly authorized representative of the corporate stockholder shall register and provide his name, valid email address, active contact number, valid government-issued ID and the scanned copy of the notarized Secretary’s Certificate and signed proxy appointing the Chairman of the Meeting.

A proxy given by a broker in respect of shares of stock held by such broker for the account of the beneficial owner must be accompanied by a certification under oath stating the number of shareholdings and a that the broker has obtained the written consent or authorization of the account holder.

The Company reserves the right to require additional documents as may be necessary or relevant.

**B) VALIDATION:** A notification by email from [ATISHMeeting@asianterminals.com.ph](mailto:ATISHMeeting@asianterminals.com.ph) shall be received by the stockholder together with a unique passcode which shall be used to access the ATI Voting Portal or other instructions. For queries, assistance or any technical difficulties, the

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<sup>1</sup> Only the email used for registration may be admitted to the actual online meeting.

stockholders may communicate with the Company through the above-mentioned email address or call 8528-6000.

If unable to attend the meeting, stockholders may appoint the Chairman of the Meeting as proxy with voting instructions and submitted via the Registration Portal. Proxies should be submitted **on or before 7:00 p.m. of January 20, 2026**. The duly accomplished scanned copy of the proxy (and other attachments, as applicable) may be uploaded by the stockholder upon registration or hard copies may be sent to the address below. Proxies will be validated at the Office of the Corporate Secretary ATI Head Office, A. Bonifacio Drive Port Area, Manila, 1018 **on January 23, 2026 at 2:00 p.m.**

**C) VOTING:** All the agenda items indicated in the Notice will be set out in the ATI Voting Portal ("Voting Portal"). Voting shall be online and may be accessed using the unique passcode sent to the registered email. The Voting Portal shall be open from **9:00 a.m. of January 14, 2026 up to 7:00 p.m. of January 28, 2026**, in the link below:

<https://bit.ly/3q69lcl>

1. Individual stockholder with shares recorded in their name: they may access the Voting Portal by providing the valid email address they used in the registration and the sent unique passcode.

For stockholders with joint accounts, only the stockholder who registered and was authorized by the joint stockholders shall vote by providing the valid email address they used in the registration and the unique passcode.

Individual Stockholder under a broker/ PCD: they may access the Voting Portal by providing the valid email address they used in the registration and the unique passcode.

2. Corporate stockholder or broker. The Chairman of the Meeting may vote, as may be provided in the proxy.

The Office of the Corporate Secretary assisted by its stock and transfer agent or Professional Stock Transfer Inc. (PSTI), shall tabulate all votes received and the results shall be validated by R.G. Manabat and Co.

Access to the Registration and Voting Portals shall be limited to the Office of Corporate Secretary, ATI IT Support Team, authorized representative of the stock and transfer agent and R.G. Manabat and Co.

**D. QUORUM:** The following stockholders shall be deemed present for purposes of quorum:

- a) whose registrations are validated.
- b) who sent their accomplished proxies and validated
- c) who voted from **9:00 a.m. of January 14, 2026 up to 7:00 p.m. of January 28, 2026**.

**E. PROCEEDINGS:** The meeting will be held virtually on **January 30, 2026 at 2:00 p.m.**, on the link [https://bit.ly/ATI\\_Special\\_Stockholders\\_Meeting](https://bit.ly/ATI_Special_Stockholders_Meeting). Only stockholders whose registration were validated may access the meeting. Every item in the agenda for approval of the stockholders will be shown on the screen during the meeting as the same is taken up. During the meeting, the Secretary shall report the votes received and inform the stockholders if the particular item is carried out or disapproved. The total number of votes cast for each item for approval under the agenda will be shown on the screen. The meeting shall be recorded and the recording will be made available to the stockholders upon request sent to [ATISHMeeting@asianterminals.com.ph](mailto:ATISHMeeting@asianterminals.com.ph). For queries, assistance or any technical

difficulties, the stockholders may communicate with the Company through the above-mentioned email address or call at 8528-6000.

**F.QUESTIONS:** Relevant questions on the items in the Agenda may be sent by stockholders during the meeting (in the Q&A chatbox) or in advance by email to [ATISHMeeting@asianterminals.com.ph](mailto:ATISHMeeting@asianterminals.com.ph) on or before **7:00 p.m. of January 28, 2026** with the subject heading “**SSM Question**” and the identity of the sender must be stated after the question. Replies may be given during the meeting and any unanswered will be replied to by email.



**QR CODE FOR THE  
INFORMATION STATEMENT**

*(Scan the QR Code using any capable device with internet connection. Open to view the file linked to the QR.)*



**QR CODE FOR LINK TO THE  
MEETING**

*(Scan the QR Code using any capable device with internet connection. Open link and join the meeting. You will be admitted to the meeting after verification of your email).*