



DEL MONTE PACIFIC LIMITED
(Incorporated in the British Virgin Islands with limited liability on 27 May 1999)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM”) of Del Monte Pacific Limited (the “Company”) will be convened and held by way of electronic means on 27 August 2021 at 10.00 a.m. (Singapore time), for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the Audited Financial Statements of the Company, together with the Auditors’ Report thereon, for the financial year ended 30 April 2021. **[Resolution 1]**
2. To re-appoint the following Directors retiring pursuant to Article 88 of the Company’s Articles of Association and Rule 720(5) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“SGX-ST”):
 - (i) Mr. Edgardo M. Cruz, Jr. (Retiring under Article 88 and Rule 720(5) of the Listing Manual of the SGX-ST) **[Resolution 2]**
 - (ii) Mr. Godfrey E. Scotchbrook (Retiring under Article 88 and Rule 720(5) of the Listing Manual of the SGX-ST) **[Resolution 3]**

Mr. Edgardo M. Cruz, Jr. will, upon re-appointment as a Director, remain as a member of the Nominating and Governance Committee.

*Mr. Godfrey E. Scotchbrook will, upon re-appointment as a Director of the Company, remain as Chairman of the Remuneration and Share Option Committee, and as a member of the Nominating and Governance Committee and the Audit and Risk Committee, and will be considered independent.
[See Explanatory Note (i)]*

3. (i) That contingent upon the passing of Ordinary Resolution 3 above, pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST, shareholders to approve Mr. Godfrey E. Scotchbrook’s (“Mr. Scotchbrook”) continued appointment as an Independent Director, this Resolution to remain in force until the earlier of Mr. Scotchbrook’s retirement or resignation; or the conclusion of the third AGM following the passing of this Resolution. **[Resolution 4(a)]**
[See Explanatory Note (ii)]
- (ii) That contingent upon the passing of Ordinary Resolutions 3 and 4(a) above, pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST, shareholders (excluding the Directors and the Chief Executive Officer (“CEO”) of the Company, and associates of such Directors and CEO) to approve Mr. Scotchbrook’s continued appointment as an Independent Director, this Resolution to remain in force until the earlier of Mr. Scotchbrook’s retirement or resignation; or the conclusion of the third AGM following the passing of this Resolution. **[Resolution 5(a)]**
[See Explanatory Note (ii)]
- (iii) Pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST, shareholders to approve Mr. Benedict Kwek Gim Song’s (“Mr. Kwek”) continued appointment as an Independent Director, this Resolution to remain in force until the earlier of Mr. Kwek’s retirement or resignation, or the conclusion of the third AGM following the passing of this Resolution. **[Resolution 4(b)]**
[See Explanatory Note (ii)]

(iv) That contingent upon the passing of Ordinary Resolution 4(b) above pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST, shareholders (excluding the Directors and the Chief Executive Officer (“CEO”) of the Company, and associates of such Directors and CEO) to approve Mr. Kwek’s continued appointment as an Independent Director, this Resolution to remain in force until the earlier of Mr. Kwek’s retirement or resignation; or the conclusion of the third AGM following the passing of this Resolution.

[See Explanatory Note (ii)]

[Resolution 5(b)]

(v) Pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST, shareholders to approve Dr. Emil Q. Javier’s (“Dr. Javier”) continued appointment as an Independent Director, this Resolution to remain in force until the earlier of Dr. Javier’s retirement or resignation; or the conclusion of the third AGM following the passing of this Resolution.

[See Explanatory Note (ii)]

[Resolution 4(c)]

(vi) That contingent upon the passing of Ordinary Resolution 4(c) above pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST, shareholders (excluding the Directors and the Chief Executive Officer (“CEO”) of the Company, and associates of such Directors and CEO) to approve Dr. Javier’s continued appointment as an Independent Director, this Resolution to remain in force until the earlier of Dr. Javier’s retirement or resignation; or the conclusion of the third AGM following the passing of this Resolution.

[See Explanatory Note (ii)]

[Resolution 5(c)]

4. To transact any other ordinary business which may be transacted at an AGM.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions:

5. To approve the payment of Directors’ fees of up to US\$621,000/- for the financial year ending 30 April 2022 (“FY2022”) (FY2021: US\$496,800/-), to be paid quarterly in arrears, computed based on the fee structure set out below:

- Board Chairman: US\$99,000 per annum
- Directors: US\$54,000 per annum
- Audit and Risk Committee Chairman: US\$24,750 per annum
- Remuneration and Share Option Committee Chairman: US\$12,375 per annum
- Nominating and Governance Committee Chairman: US\$12,375 per annum
- Audit and Risk Committee Members: US\$13,500 per annum
- Remuneration and Share Option Committee Members: US\$6,750 per annum
- Nominating and Governance Committee Members: US\$6,750 per annum

[See Explanatory note (iii)]

[Resolution 6]

6. To authorize the Directors of the Company to fix, increase or vary the emoluments of Directors of up to US\$100,000/- with respect to services to be rendered in any capacity to the Company.

[See Explanatory note (iv)]

[Resolution 7]

7. To re-appoint Ernst & Young LLP as the Auditors of the Group and to authorize the Directors of the Company to fix their remuneration.

[Resolution 8]

8. To re-appoint SyCip Gorres Velayo & Co. (Ernst & Young Philippines) as the Philippine Auditors of the Group and to authorize the Directors of the Company to fix their remuneration.

[Resolution 9]

9. **Authority to Issue Shares**

That pursuant to Article 15(2) of the Company's Articles of Association and Rule 806 of the Listing Manual of the SGX-ST, the Directors of the Company be authorized and empowered to:

- (a) (i) issue shares in the Company ("**Shares**") whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including, but not limited to, the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions, and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors of the Company while this Resolution was in force,

provided that:

- (1) the aggregate number of Shares (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings in each class) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a pro rata basis to Shareholders of the Company shall not exceed 15% of the total number of issued Shares (excluding treasury shares and subsidiary holdings in each class) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
- (2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings in each class) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings in each class) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
 - (a) new Shares arising from the conversion or exercise of any convertible securities;
 - (b) new Shares arising from the exercise of share options, which are outstanding or subsisting at the time of the passing of this Resolution; and
 - (c) any subsequent bonus issue, consolidation or subdivision of Shares;
- (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Articles of Association of the Company; and
- (4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (v)]

[Resolution 10]

10. **Authority to Allot and Issue Shares under the Del Monte Pacific Executive Share Option Plan 2016**

That approval be and is hereby granted to the Directors of the Company, acting through its Remuneration and Share Option Committee, to allot and issue from time to time such Shares as may be allotted and issued pursuant to the exercise of the Del Monte Pacific Executive

Share Option Plan 2016 (“**ESOP**”), provided always that the aggregate number of Shares to be allotted and issued pursuant to the ESOP shall not exceed ten percent (10%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings in each class) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier.

[See Explanatory Note (vi)]

[Resolution 11]

11. **Renewal of Shareholders’ Mandate for Interested Person Transactions**

That for the purposes of Chapter 9 of the Listing Manual of the SGX-ST:

- (a) approval be given for the renewal of the mandate for the Company, its subsidiaries and target associated companies or any of them to enter into any of the transactions falling within the types of Interested Person Transactions as set out on page 5 of the Company’s information memorandum (“**Information Memorandum**”) with any party who is of the class of Interested Persons described in the Information Memorandum, provided that such transactions are carried out in the normal course of business, at arm’s length and on commercial terms, and in accordance with the guidelines of the Company for Interested Person Transactions, as set out in the Information Memorandum (the “**IPT Mandate**”);
- (b) the IPT Mandate shall, unless revoked or varied by the Company at a general meeting, continue in force until the conclusion of the next AGM of the Company; and
- (c) authority be given to the Directors to complete and do all such acts and things (including executing all such documents as may be required) as they may consider necessary, desirable or expedient to give effect to the IPT Mandate as they may think fit.

[See Explanatory Note (vii)]

[Resolution 12]

By Order of the Board

Antonio E. S. Ungson
Company Secretary
29 July 2021

Explanatory Notes to Resolutions to be passed –

- (i) The bio data of Directors seeking re-appointment are appended for Shareholders’ information:

Mr. Edgardo M. Cruz, Jr.
Executive Director, 66

(Appointed on 2 May 2006 and last re-appointed on 17 August 2018)

Mr. Edgardo M. Cruz, Jr., if re-appointed will remain as a member of the Nominating and Governance Committee. In line with Provision 4.4 of the 2018 Code of Corporate Governance (“**2018 CG Code**”): (a) there are no relationships or business relationships which Mr. Cruz, his immediate family member, or an organization in which Mr. Cruz or his immediate family member is a substantial shareholder, partner (with 5% or more stake), executive officer or director has with the Company or any of its related corporations, and (b) Mr. Cruz does not hold directorships in other listed companies. The details of his other principal commitments can be found in the FY2021 Annual Report, under the “Board of Directors” section.

Additional information on Mr. Edgardo M. Cruz, Jr. as required to be furnished pursuant to Rule 720(6) of the Listing Manual of the SGX-ST is also found in the FY2021 Annual Report, under the “Board of Directors” section.

Mr. Edgardo M. Cruz, Jr. is a member of the Board of the NutriAsia Group of Companies. Mr. Cruz is a Director of Del Monte Foods, Inc., DMPL’s US subsidiary, and of Del Monte Philippines, Inc., DMPL’s Philippine subsidiary. He is the Chairman and President of Capital Consortium, Inc. He is also the Chairman of the Board of Bonifacio Gas Corporation, Bonifacio Water Corporation, Bonifacio Transport Corporation and Crescent West Development Corporation. He is a member of the Board of Evergreen Holdings, Inc., Fort Bonifacio Development Corporation, the BG Group of Companies, Bonifacio Global

City Estate Association and Bonifacio Estate Services Corporation. He is also a Board member and Chief Financial Officer of Bonifacio Land Corporation. He sits on the Boards of Ayala Greenfield Development Corporation and Ayala Greenfield Golf and Leisure Club, Inc. He is a member of the Board of Trustees of Bonifacio Arts Foundation, Inc., The Mind Museum and the Del Monte Foundation, Inc. Mr. Cruz earned his MBA degree from the Asian Institute of Management and his bachelor's degrees in Accounting and Economics from De La Salle University. He is a Certified Public Accountant.

Mr. Godfrey E. Scotchbrook

Independent Director, 75

(Appointed on 28 December 2000 and last re-appointed on 17 August 2018)

Mr. Godfrey E. Scotchbrook, if re-appointed will remain as Chairman of the Remuneration and Share Option Committee, and as a member of the Nominating and Governance Committee and the Audit and Risk Committee, and will be considered independent. In line with Provision 4.4 of the 2018 CG Code: (a) there are no relationships or business relationships which Mr. Scotchbrook, his immediate family member, or an organization in which Mr. Scotchbrook or his immediate family member is a substantial shareholder, partner (with 5% or more stake), executive officer or director has with the Company or any of its related corporations, and (b) Mr. Scotchbrook holds directorships in a few other listed companies. The details of his other principal commitments can be found in the FY2021 Annual Report, under the "Board of Directors" section.

Additional information on Mr. Scotchbrook as required to be furnished pursuant to Rule 720(6) of the Listing Manual of the SGX-ST is also found in the FY2021 Annual Report, under the "Board of Directors" section.

Mr. Godfrey E. Scotchbrook is an independent practitioner in corporate communications, issues management and investor relations with more than 50 years of experience in Asia. In 1990, he founded Scotchbrook Communications and his prior appointments included being an executive director of the then publicly listed Shui On Group. A proponent of good corporate governance, he is an Independent Director of Boustead Singapore Ltd. and a Non-Executive Director of Hong Kong-listed Convenience Retail Asia. He is a Fellow of the Hong Kong Management Association and also of the British Chartered Institute of Public Relations. He is also a Director of Del Monte Foods, Inc., DMPL's US subsidiary, and of Del Monte Philippines, Inc., DMPL's Philippine subsidiary. Mr. Scotchbrook earned his DipCam PR having studied Media and Communications at City University, London.

- (ii) The Ordinary Resolutions 4(a) to 4(c) and 5(a) to 5(c) - On 6 August 2018, the SGX-ST amended the Listing Manual following the publication of the Code of Corporate Governance 2018 by the Monetary Authority of Singapore. As part of the amendments to the Code of Corporate Governance 2018, certain guidelines from the Code of Corporate Governance 2012 were shifted into the Listing Manual for mandatory compliance. On 28 November 2018, the SGX-ST issued the Transitional Practice Note 3 to establish transitional arrangement for certain guidelines shifted into the Listing Manual.

Pursuant thereto and in respect of Rule 210(5)(d)(iii) of the Listing Manual, to ensure that the independence designation of a director who has served for more than 9 years as at and from 1 January 2022 is not affected, the Company is seeking to obtain shareholders' approvals for Messrs. Godfrey E. Scotchbrook, Benedict Kwek Gim Song and Emil Q. Javier's continued appointment as independent directors, as they have served for more than 9 years on the Board of the Company.

Rule 210(5)(d)(iii) provides that continued appointment as independent director, after an aggregate period of more than 9 years on the Board, must be sought and approved in separate resolutions by (a) all shareholders and (b) shareholders excluding directors, CEO and their associates.

The bio data of Directors seeking approval to remain as Independent Directors are set out below for the Shareholders' reference:

Mr. Benedict Kwek Gim Song

Lead Independent Director, 74

Appointed on 30 April 2007 and last re-appointed on 17 September 2020

Appointed as Lead Independent Director on 11 September 2013

Mr. Benedict Kwek Gim Song is a Director of Del Monte Foods, Inc., DMPL's US subsidiary. Mr Kwek was Chairman of previously SGX-listed Pacific Shipping Trust from 2008 to 2012. He was also a Director and Chairman of the Audit Committee of listed companies including Ascendas REIT. He has over 30 years of banking experience, having served as the President and CEO of Keppel TatLee Bank. He has held various key positions at Citibank in the Philippines, Hong Kong, New York and Singapore. He holds a Bachelor of Social Science (Economics) degree from the then University of Singapore and attended a management development program at Columbia University in the United States.

Dr. Emil Q. Javier

Independent Director, 80

Appointed on 30 April 2007 and last re-appointed on 28 August 2019

Dr. Emil Q. Javier was recently conferred the rank of National Scientist by the President of the Philippines, the highest honor given by the President to a Filipino in the field of science and technology. Dr. Javier is a Filipino agronomist with a broad understanding of developing country agriculture. He was the first and only developing country scientist to Chair the Technical Advisory Committee of the prestigious Consultative Group for International Agricultural Research (CGIAR), a global consortium led by the World Bank and the Food and Agriculture Organization of the United Nations (FAO). He was Director General of the Asian Vegetable Research and Development Center (AVRDC) based in Taiwan and has served as Chairman of the Board of International Rice Research Institute (IRRI), and as Chairman and Acting Director of the Southeast Asian Regional Center for Graduate Study and Research in Agriculture (SEARCA). In the Philippines at various periods, he had been President of the University of the Philippines, Minister for Science and Technology and President of the National Academy of Science and Technology, Philippines. Dr. Javier is an Independent Director of Del Monte Foods, Inc., DMPL's US subsidiary, and of Del Monte Philippines, Inc., DMPL's Philippine subsidiary, and is an Independent Director of Philippine-listed Centro Escolar University. He holds doctorate and master's degrees in plant breeding and agronomy from Cornell University and University of Illinois at Urbana-Champaign, respectively. He completed his bachelor's degree in agriculture at the University of the Philippines Los Baños.

Please refer to Explanatory Note (i) for Mr. Godfrey E. Scotchbrook's bio data.

- (iii) The Ordinary Resolution 6 above is to approve the payment of Directors' fees for FY2022, to be paid quarterly in arrears in accordance with the proposed fee structure. The fee structure is based on guidelines recommended by the Singapore Institute of Directors and disclosed in the Corporate Governance Report in the Annual Report. The proposed Directors' fees for FY2022 are commensurate with the onerous responsibilities placed on the Directors and in particular, to better reflect the time and contribution of each Director towards the improved performance of the Company.

The Ordinary Resolution 6 if passed, will authorize the payment of Directors' fees for FY2022, in accordance with the fee structure, amounting up to US\$621,000/- which reflects a 25% increase from prior year. The last increase was five years ago in FY2017 and at only 0.03%.

- (iv) The Ordinary Resolution 7 proposed above, if passed, will also authorize the Directors of the Company to fix, increase or vary the emoluments of Directors of up to US\$100,000/- with respect of services to be rendered in any capacity to the Company. This would provide flexibility for the Company to engage or procure the specialist services of Directors as appropriate and as may be required by the Company. In particular, this resolution is meant for the specialist services of Dr. Emil Q. Javier, for his services rendered to the Company at the plantation and for chairing the Group's Plantation Oversight Committee.
- (v) The Ordinary Resolution 10 proposed above, if passed, will empower the Directors of the Company, effective until the conclusion of the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue Shares, make or grant Instruments convertible into Shares and to issue Shares pursuant to such Instruments, up to a number not exceeding, in total, 50% of the total number of issued Shares (excluding treasury shares and subsidiary holdings in each class) in the capital of the Company, of which up to 15% may be issued other than on a pro rata basis to Shareholders. For determining the aggregate number of Shares that may be issued, the total number of issued Shares (excluding treasury shares and subsidiary holdings in each class) will be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings in each class) in the capital of the Company at the time this Ordinary Resolution is passed, after adjusting for new Shares arising from the conversion or exercise of any convertible securities or share options which are outstanding or subsisting at the time when this Ordinary Resolution is passed, and any subsequent bonus issue, consolidation or subdivision of Shares.
- (vi) The Ordinary Resolution 11 proposed above, if passed, will empower the Directors of the Company, effective until the conclusion of the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to allot and issue from time to time such number of fully-paid Shares in the capital of the Company, as may be required to be issued pursuant to the exercise of options under the ESOP. The aggregate number of Shares which may be issued pursuant to the ESOP and any other share option plan(s)/ share plan(s) which the Company may have in place shall not exceed ten percent (10%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings in each class) in the capital of the Company from time to time.
- (vii) The Ordinary Resolution 12 proposed above, if passed, will authorize the Interested Person Transactions, as described in the Information Memorandum accompanying the FY2021 Annual Report and recurring in the year; and will empower the Directors to do all acts necessary to give effect to the IPT Mandate. This authority will, unless previously revoked or varied by the Company at a general meeting, expire at the conclusion of the next AGM of the Company.
- (viii) **Dividend Policy for Ordinary Shares**

The Company's dividend payment policy is to distribute a minimum of 33% of full year profit but remains subject to review by the Board.

The Company declared a final dividend of 1.20 US cents (US\$0.0120) representing a 37% payout of FY2021 net profit.

Notes for Shareholders:

1. The AGM is being convened, and will be held by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "Order"), and as amended by COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) (Amendment No. 2) Order 2020.

Due to the current COVID-19 situation, shareholders will not be able to attend the AGM in person.

2. A copy of this Notice will be available on the Company's website at the URL https://www.delmontepacific.com/investors/shareholder-centre#Notice_of_AGM, on the SGX-ST website at the URL <https://www.sgx.com/securities/company-announcements>, and on the PSE EDGE website at the URL https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=642.
3. Alternative arrangements relating to the (i) attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via live webcast); (ii) submission of questions to the Chairman of the Meeting ahead of the AGM; and (iii) voting by appointing the Chairman of the Meeting as proxy at the AGM, are set out in the accompanying Company's announcement on participation in AGM via electronic means dated 27 July 2021.
4. Shareholders at record date at the close of business on 25 August 2021 are entitled to attend and vote at the AGM. A Shareholder entitled to attend and vote at the AGM is entitled to appoint the Chairman of the Meeting to attend and vote in his/her/it stead (for Philippines). The Chairman of the Meeting need not be a Member of the Company. Where a shareholder (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/ she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

The accompanying proxy form and voting instruction form for the AGM may also be accessed at the Company's website at the URL https://www.delmontepacific.com/investors/shareholder-centre#Notice_of_AGM, on the SGX-ST website at the URL <https://www.sgx.com/securities/company-announcements>, and on the PSE EDGE website at the URL https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=642.

5. If a Depositor wishes to appoint the Chairman of the Meeting to attend, speak and vote at the AGM, then he/she/it must:
 - (a) complete and deposit the Depositor proxy form at the office of the Share Transfer Agent:
 - i. in Singapore - Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623
 - ii. in Philippines - BDO Unibank Inc. — Trust and Investments Group, at its office address at the Securities Services and Corporate Agencies Department, 15th Floor South Tower, BDO Corporate Center, 7899 Makati Avenue, Makati City, 0726 Philippines, for the attention of Ms. Concepcion E. Foronda or Ms. Gesan Tesiorna, **or**
 - (b) submit via email
 - i. In Singapore, to DelMonteAGM@boardroomlimited.com
 - ii. In Philippines, to bdo-stock-transfer@bdo.com.ph

In either case, at least forty-eight (48) hours before the time of the AGM.

Due to the current COVID-19 situation, shareholders are **strongly encouraged** to submit the completed proxy forms electronically via email.

6. If the Depositor is a corporation, the instrument appointing a proxy must be executed under seal or the hand of its duly authorized officer or attorney.

Submission of Questions prior to the AGM

Shareholders and Investors will not be able to ask questions "live" during the virtual AGM. However, all Shareholders and Investors of the Company may submit questions relating to the resolutions to be tabled for approval at the AGM or the Company's businesses and operations, no later than 10.00 a.m. on 24 August 2021

via the Pre-registration Website. The Company will endeavor to address questions which are substantial and relevant prior to, or at, the AGM proceedings.

Personal data privacy:

By submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists (if required), minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.