



21ST FLOOR PACIFIC STAR BLDG., SEN. GIL PUYAT AVENUE CORNER MAKATI AVENUE,
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NOTICE OF ANNUAL STOCKHOLDERS' MEETING

FOR : The Stockholders of CENTURY PROPERTIES GROUP INC.

FROM : The Corporate Secretary

SUBJECT : Annual Stockholders' Meeting on JUNE 28, 2024

Please be informed that the annual stockholders' meeting of CENTURY PROPERTIES GROUP INC. (the "Corporation") shall be held on JUNE 28, 2024, FRIDAY at 9:00 a.m., to be conducted virtually and attendance at the meeting will be via remote communication only.

Only common stock shareholders as of MAY 28, 2024 shall be entitled to notice and to vote at the said meeting.

The agenda for the said meeting shall be as follows:

1. Call to order
2. Certification of notice and the existence of a quorum
3. Approval of the minutes of the Annual Stockholders' Meeting held on JUNE 30, 2023
4. Annual Report of the President
5. Ratification of all Acts and Proceedings of the Board of Directors and Corporate Officers, including the Ratification of the Written Assent issued by Majority of the stockholders last November 13, 2023
6. Approval of the 2023 Audited Consolidated Financial Statements of the Corporation
7. Election of Members of the Board of Directors and extension of term for 3 Independent Directors
8. Appointment of External Auditor for 2024
9. Other Matters
 - A. *Amendment of Article 5 of the Amended Articles of Incorporation to change the number of Directors from Twelve (12) to Eleven (11)*
 - B. *Amendment of Article 6, Section 2 of the Amended Articles of Incorporation, specifically on the provision for Redemption of Preferred Shares, to wit:*

from: Redemption

The Preferred Shares shall be redeemable at the option of the Corporation at such times and prices as may be determined by the Board of Directors at the time of issue, which price may not

be less than the par value thereof plus accrued dividends. Any shares redeemed or purchased by the Corporation shall be recorded as treasury stock and may be re-issued in the future. The Board of Directors shall determine the terms and conditions of a retirement or a sinking fund, if any, for the purchase or redemption of the shares for such series.

to: Redemption

*The Preferred Shares shall be redeemable at the option of the Corporation at such times and prices as may be determined by the Board of Directors at the time of issue, which price may not be less than the par value thereof plus accrued dividends. **Any shares redeemed or purchased by the Corporation shall be deemed and recorded as retired, and may be reissued at the option of the Company.** The Board of Directors shall determine the terms and conditions of a retirement or a sinking fund, if any, for the purchase or redemption of the shares for such series.*

10. Adjournment

There will be no physical meeting. Stockholders may only attend and participate in the meeting by remote communication. Stockholders may vote electronically in absentia, subject to validation procedures.

Stockholders who intend to attend by remote communication are required to REGISTER via <https://www.century-properties.com/asm2022/> on or before **June 25, 2024**

The instructions, procedures and requirements for electronic voting in absentia and participation by remote communication shall be sent to the email address provided in the stockholder's registration from.

The link through which the Meeting may be accessed shall be sent to the email address of the registered stockholder after validation. The procedures for participating in the meeting through remote communication and for casting of votes in absentia will be set forth and discussed in details in the Company's Definitive Information Statement (SEC Form 20-IS).

The Definitive Information Statement, Management Report, Audited Financial Statements, Quarterly Report/s and other documents relative to the Annual Stockholders' Meeting, including the Procedures and Guidelines on the **participation by remote communication** and voting in absentia may be accessed, beginning on **MAY 28, 2024** through any of the following:

1. Go to the Corporation website via this link: <https://www.century-properties.com/>
2. Go to the PSE EDGE portal via <https://edge.pse.com.ph/> or;
3. Request for a copy by sending an email to icsales@century-properties.com or danny.bunyi@divinalaw.com


ATTY. DANNY E. BUNYI
Corporate Secretary
