

PANASONIC MANUFACTURING PHILIPPINES CORPORATION
NOTICE OF ANNUAL STOCKHOLDERS' MEETING

Notice is hereby given that the 2022 Annual Stockholders' Meeting of **PANASONIC MANUFACTURING PHILIPPINES CORPORATION (PMPC)** will be held on July 15, 2022 (Friday) at 3 P.M. In the light of COVID-19 situation in the country and to ensure the safety and welfare of our stockholders and all persons concerned, the meeting will be conducted virtually via Microsoft Teams. Stockholders can therefore only attend the meeting by remote communication.

The following shall be the Agenda of the meeting:

1. National Anthem
2. Call to Order
3. Proof of Notice of the Annual Stockholders' Meeting and Establishment of Quorum
4. Approval of Minutes of July 16, 2021 Annual Stockholders' Meeting
5. President's Annual Report
6. Financial Reports
7. Ratification of all acts, resolutions and proceedings of the Board of Directors and Management since 2021 Annual Stockholders' Meeting
8. Approval of all related material party Transactions
9. Election of Directors
10. Election of External Auditor
11. Other Business
12. Adjournment

The Board of Directors have fixed the close of business on June 25, 2022 as the record date for the determination of stockholders entitled to notice of, to attend and vote at the said Annual Stockholders' Meeting.

Stockholders who intend to participate or be represented in the virtual meeting shall first pre-register and submit the following requirements via email to asmregistration@ph.panasonic.com not later than July 9, 2022 subject to validation procedures to gain access to the secure on-line meeting link:

1. Individual Stockholders
 - i. Scanned copy of Stockholder's valid and government-issued ID showing photo, signature and personal details, preferably with residential address.
 - ii. A valid and active e-mail address and contact number.
2. Corporate Stockholders
 - i. A secretary's certificate attesting to the authority of the representative to participate by remote communication for, and on behalf of the Corporation.
 - ii. Scanned copy of Stockholder's valid and government-issued ID showing photo, signature and personal details, preferably with residential address.
 - iii. A valid and active e-mail address and contact number.

Once validated, the successful registrant will receive a confirmation and an electronic invitation via e-mail with a complete guide on how to join the virtual meeting. For any registration concerns, you may get in touch with asmregistration@ph.panasonic.com care of Mr. Francisco Tolentino or go to <https://www.panasonic.com/ph/corporate/profile/ir.html> for reference and other details. A stockholder, who fails to comply with the registration requirement will not be able to participate in the virtual ASM.

Stockholders, who cannot join the virtual meeting may send their authorized representative on their behalf. They may download, fill out and sign the sample proxy form found in <https://www.panasonic.com/ph/corporate/profile/ir.html> and send a scanned copy to asmregistration@ph.panasonic.com not later than July 9, 2022.

Stockholders who provide their personal information shall be deemed to agree to the collection and processing of their personal information in accordance with Company's privacy policy for its Regular Annual Stockholders' Meeting posted on its website.

Electronic and relevant copies of the Notice of Meeting, Definitive Information Statement, and other related documents in connection with the meeting may be accessed through any of the following options:

1. Go to the PMPC website via this link:
<https://www.panasonic.com/ph/corporate/profile/ir.html>
2. Go to the PSE EDGE portal via <https://edge.pse.com.ph>
3. Request for a copy by sending an e-mail to: asmregistration@ph.panasonic.com

The Company shall entertain questions and comments from the stockholders only during discussion of other matters. Questions and comments must be submitted either in advance or during the meeting by e-mail to the Office of the Corporate Secretary at: mzmlaw@yahoo.com. Questions, which will not be answered during the meeting shall be forwarded to the Office of the Corporate Secretary for the appropriate response.

Taytay, Rizal, 06 June 2022


(Sgd) MAMERTO Z. MONDRAGON
Corporate Secretary

EXPLANATION AND RATIONALE OF AGENDA ITEMS

1. National Anthem

All the participants in the meeting will be required to sing the national anthem at exactly 3:00 PM.

2. Call to Order

The Chairman of the meeting will formally call the meeting to order immediately after the singing of the national anthem.

3. Proof of Notice of the Annual Stockholders' Meeting and Establishment of Quorum

The Corporate Secretary will certify that the written notice of the Annual Stockholders' Meeting were duly sent by courier to all stockholders of the corporation, that it was also published in newspapers of general circulation and uploaded in the PMPC's website <https://www.panasonic.com/ph/corporate/profile/ir.html>. He will also certify that a quorum exists for the transaction of business.

4. Approval of Minutes of the July 16, 2021 Annual Stockholders' Meeting

The minutes of 2021 Annual Stockholders' Meeting are available at the Company's website, <https://www.panasonic.com/ph/corporate/profile/ir.html> and will be submitted to the stockholders for their approval and ratification.

5. President's Annual Report

The President will deliver his report which provides the highlights and significant achievements of the company for 2021, its future plans including the company's consolidated financial statements which also appear in its website <https://www.panasonic.com/ph/corporate/profile/ir.html>. The President's annual report will be submitted to the stockholders for their approval and ratification.

6. Financial Reports

The Audited Financial Statements (AFS) as of March 31, 2022 will be presented to the stockholders for their approval and will be posted on the Company's website, <https://www.panasonic.com/ph/corporate/profile/ir.html> and PSE edge as well as Executive Summary of the financial report together with SEC Form 20-IS Definitive Information Statement and SEC Form 17-Q Quarterly Report as of December 31, 2021.

7. Ratification of All Acts, Resolutions and Proceedings of the Board of Directors and Management Since 2021 Annual Stockholders' Meetings

All resolutions, acts, and proceedings of the Board of Directors and management since 2021 stockholders' meeting shall be submitted to the stockholders for approval and ratification.

8. Approval of All Related Material Party Transactions

Summary of all Related Material Party Transactions entered into by the Company during the year and uploaded in the company website shall be submitted to the stockholders for approval and ratification.

9. Election of Directors

The election of the seven (7) regular directors and three (3) independent directors whose names appear in the final list of nominees prepared by the Nomination Committee for 2022-23 will be elected by majority of the stockholders strictly in accordance with the company's by-laws and its code of corporate governance.

The profiles of the nominees will be provided in the Information Statement.

10. Election of External Auditor

The Audit Committee of the Board will endorse to the stockholders the election of Sycip, Gorres, Velayo & Co. (SGV & Co.) as the Company's external auditor for fiscal year 2022 - 2023.

The profile of the SGV & Co. will be provided in the Information Statement.

11. Other Business

The Chairman will open the floor and reply to any comments and questions raised by any stockholders submitted in advance or during the meeting in accordance with the existing rules of the Securities and Exchange Commission.