

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To All Our Stockholders:

Please be informed that the Annual Stockholders' Meeting of **DA VINCI CAPITAL HOLDINGS, INC.** will be on August 18, 2020, 11:00 am, via live stream at www.davincicapital.com.ph

AGENDA

1. Call to Order
2. Certification of Notice and Quorum
3. Re-election of Directors including the Independent Directors
4. Appointment of External Auditor and fixing its remuneration
5. Other Matters
6. Adjournment

Only stockholders on record as of August 8, 2020 are entitled to notice and vote in the meeting.

Considering the COVID 19 pandemic, the stockholders may only participate in the meeting by remote communication or *in absentia* or by appointing the Chairman of the meeting as their proxy. The requirements and procedures in participating *in absentia* or by remote communication will be available in the Information Statement. The Information Statement will be accessible on the company website www.davincicapital.com.ph starting July 21, 2020.

The stockholders who are attending by proxies should e-mail their duly accomplished proxies at corporate.governance@davincicapital.com.ph until August 14, 2020. The company's stock transfer agent will validate the votes on August 17, 2020, 1:00 pm, at the office of the Assistant Corporate Secretary, Tabacalera Building, No. 900 Romualdez St., Paco, Manila, 1007.

Manila, July 20, 2020.


Candy H. Dacanay – Datuon
Corporate Secretary

EXPLANATION OF AGENDA ITEMS

1. Call to Order

The Chairman of the meeting, Mr. Lucio L. Co, will welcome the stockholders and formally open the meeting at precisely 11:00 am.

2. Certification of Notice and Quorum

The Corporate Secretary, Atty. Candy H. Dacanay-Datuon, will certify that notices to stockholders were duly published, and there is a quorum to transact business.

3. Election of Directors including independent directors

The Chairman of the meeting will announce the names of the nominees for the election of directors. He will ask the Corporate Secretary to determine the votes gathered by the nominees.

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

4. Appointment of External Auditor and fixing its remuneration

A resolution for the appointment of R.G. Manabat & Company (KPMG) and its proposed remuneration as External Auditor of the company for the year 2020 will be presented to the stockholders.

5. Other Matters

The Chairman will open the floor for any question from the stockholders.