



GLOBAL-ESTATE RESORTS, INC.

NOTICE AND AGENDA OF THE ANNUAL STOCKHOLDERS' MEETING

TO ALL STOCKHOLDERS:

NOTICE IS HEREBY GIVEN that the 2020 Annual Meeting of Stockholders (the "Annual Meeting") of **GLOBAL-ESTATE RESORTS, INC.** (the "Company") will be held on **28 August 2020 at 9:00 a.m.** to be conducted virtually, through the link <https://geri.com.ph/asm2020/> that can be accessed through the Company's website, with the following agenda:

- I. Call to order
- II. Certification of Notice and Quorum
- III. Approval of the Minutes of the previous Annual Stockholders' Meeting
- IV. Report of Management for year 2019
- V. Amendment of By-laws to authorize the conduct of board meetings and stockholders' meetings by remote conference and voting in absentia (Sections 4 & 5, Article III and Sections 2 & 3, Article V)
- VI. Appointment of External Auditor
- VII. Ratification of all acts and resolutions of the Board of Directors, Board Committees and Corporate Officers adopted during the preceding year
- VIII. Election of Directors
- IX. Other matters
- X. Adjournment

Stockholders of record as of **21 July 2020** will be entitled to notice of, and to vote at, the Annual Meeting.

To conform with the government's regulation on social distancing and prohibition on mass gatherings, the Company decided to hold the Annual Meeting via remote communication, and allow the stockholders to cast their votes by remote communication or in absentia, or by proxy.

To participate in the Annual Meeting, stockholders must register from 9:00 AM of **7 August 2020** until 5:00 PM of **21 August 2020**. The procedure for participation via remote communication and in absentia are contained in the Information Statement.

Stockholders who wish to appoint proxies may submit proxy instruments until 5:00 pm of **19 August 2020** to the Office of the Corporate Secretary at 16th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City 1634 or by e-mail at corpsecretary@global-estate.ph. Validation of proxies shall be held on **20 August 2020**. A sample proxy form will be enclosed in the Information Statement for your convenience.

The Information Statement and other pertinent documents and information on the Annual Meeting are available through the Company's website. For any clarifications, please contact the Office of the Corporate Secretary via email at corpsecretary@global-estate.ph.

Taguig City, Metro Manila, Philippines, 23 July 2020.

MARIA CARLA T. UYKIM
Corporate Secretary