

MARCVENTURES HOLDINGS, INC.  
ANNUAL STOCKHOLDERS' MEETING  
July 28, 2022

PROXY FORM

This proxy is being solicited on behalf of the Board of Directors and Management of Marcventures Holdings, Inc. (the "Company") for voting at the Annual Stockholders' Meeting to be held on July 28, 2022 at 4<sup>th</sup> Floor BDO Towers Paseo (formerly Citibank Center), 8741 Paseo de Roxas, Makati City and facilitated *via a virtual meeting*.

I, the undersigned stockholder of the Company, do hereby appoint, name and constitute the Company's Chairman, Cesar C. Zalamea or Senior Vice President for Finance and Administration/Treasurer, Rolando S. Santos.

Or

as my attorney-in-fact and proxy, to represent me at the Annual Stockholders' Meeting of the Company to be held on July 28, 2022 at 2:00 p.m. and any postponement(s) and adjournment(s) thereof, as fully and to all intents and purposes as I might or could do if present and voting in person, hereby ratifying and confirming any and all actions taken on matters which may properly come before such meeting or adjournment(s) thereof. In particular, I hereby direct my said proxy to vote on the agenda items set forth below as I have expressly indicated by marking the same with an "X".

AGENDA ITEMS	ACTION		
Item 1. Call to Order	No action necessary.		
Item 2: Proof of Notice and Certification of Quorum	No action necessary.		
	FOR	AGAINST	ABSTAIN
Item 3: Approval of the Minutes of the Previous Annual Stockholders' Meeting held on 03 September 2021			
Item 4: Approval of the Management Report and Audited Financial Statements for the year ended 31 December 2021			
Item 5: Ratification of All Acts of the Board of Directors and Management			
Item 6: Amendments to By-laws			
Item 7: Election of Directors			
For Regular Directors:			
1. Cesar C. Zalamea			
2. Marianne Regina T. Dy			
3. Michael L. Escaler			
4. Andrew Julian K. Romualdez			
5. Augusto C. Serafica, Jr.			
6. Ruby K. Sy			
7. Anthony M. Te			
For Independent Directors:			
1. Kwok Yam Ian Chan			
2. Carlos Alfonso T. Ocampo			
Item 8: Approval of Appointment of Reyes Tacandong & Co. as the Company's External Auditor			
Item 9: Other Matters	According to Proxy's Discretion		
Item 10: Adjournment			

IN CASE A PROXY FORM IS SIGNED AND RETURNED IN BLANK

If no instructions are indicated on a returned and duly signed proxy, the shares represented by the proxy will be voted:

- FOR the approval of the minutes of previous Annual Meeting of the Stockholders;
- FOR the approval of the Management Report and Audited Financial Statements for year ended December 31, 2021;

- FOR the approval of the appointment of Reyes Tacandong & Co. as the Company's external auditor; and to authorize the Proxy to vote according to discretion of the Company's Chairman of the Meeting or SVP for Finance and Administration/Treasurer on any matter that may be discussed under "Other Matters".

A Proxy Form that is returned without a signature shall not be valid.

## VALIDATION OF PROXIES

If you will not be able to attend the meeting but would like to be represented thereat, you must submit a duly signed and accomplished proxy form to the Office of the Corporate Secretary of Marcventures Holdings, Inc., 4<sup>th</sup> Floor BDO Towers Paseo (formerly Citibank Center), 8741 Paseo de Roxas, Makati City or on before 6:00 p.m. of July 18, 2022. Beneficial owners whose shares are lodged with Philippine Depository and Trust Corporation (PDTC) or registered under the name of a broker, bank, or other fiduciary allowed by law, must likewise present a notarized certification from the owner of record (i.e. the broker, bank, or other fiduciary) that he is the beneficial owner indicating thereon the number of shares. Corporate shareholders shall likewise be required to present a notarized Secretary's Certificate attesting to the authority of its representative to attend and vote at the stockholder's meeting. Validation of proxies shall be made on July 23, 2022 at the principal office of Marcventures Holdings, Inc.

## REVOCAÇÃO DE PROXIES:

A stockholder giving a proxy has the power to revoke it any time before the right granted is exercised. A proxy is also considered revoked if the stockholder attends the meeting in person and expresses his intention to vote in person.

Signed this \_\_\_\_\_ 2022 at \_\_\_\_\_  
(DATE) (PLACE)

Printed Name of Stockholder

Signature of Stockholder  
or Authorized Signatory

**PLEASE DATE AND SIGN YOUR PROXY**

**PLEASE MARK, SIGN, AND RETURN YOUR PROXY BY HAND OR MAIL (IN TIME FOR IT TO REACH THE COMPANY) ON OR BEFORE 6:00 P.M. OF JULY 18, 2022.**

REPUBLIC OF THE PHILIPPINES       )  
CITY OF                                       ) S.S

SECRETARY’S CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:

I, \_\_\_\_\_, of legal age, Filipino and with business address at the \_\_\_\_\_, under oath, depose and state that:

I am the Corporate Secretary of \_\_\_\_\_, the (“Corporation”), a corporation duly organized and existing under the laws of the Philippines, with principal office and place of business at \_\_\_\_\_.

I hereby certify that at a meeting of the Board of Directors of the said Corporation held at its principal office on \_\_\_\_\_ at which a quorum was present and acting throughout, the following resolution was unanimously approved:

“RESOLVED, as it is hereby resolved that \_\_\_\_\_, be appointed by the Corporation to represent it at the meeting of the stockholders of MARCVENTURES HOLDINGS, INC. scheduled on July 28, 2022 at any postponement thereof, and in connection therewith, to vote all shares registered in the name of the Corporation or to execute or give any proxies as she/he may deem proper.”

IN WITNESS WHEREOF, I have hereunto set my hand on this \_\_\_\_ day of \_\_\_\_\_ at \_\_\_\_\_.

\_\_\_\_\_  
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this \_\_\_\_\_ day of \_\_\_\_\_, affiant exhibiting to me his \_\_\_\_\_ issued at \_\_\_\_\_ on \_\_\_\_\_ showing his photograph and signature.

Doc No.\_\_\_\_;  
Page No.: \_\_\_\_;  
Book No. \_\_\_\_;  
Series of 2022.